

## ACC LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT AND NON-EXECUTIVE DIRECTORS

#### 1. Objectives

The familiarization programme for Independent Directors is outlined herein pursuant to Regulation 25 and Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The familiarization programme aims to provide Independent Directors with the working and trends in the cement Industry, the overall socio and economic environment in which the Company operates, the business model/ strategies, management structure, risk management framework, regulatory environment, the working of the Company, amongst other things and to update the Independent Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner. The familiarization programme also seeks to update the Independent directors on their roles, responsibilities rights and duties under the Companies Act 2013 and other relevant legislations.

#### 2. Induction and Familiarization Programme for the Independent Directors

The members of the Board of Directors have complete access to information within the Company. The Company from time to time updates the Board members about their roles and responsibilities in the following manner:

- On appointment, the concerned Independent Director is given a letter of appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments.
- The Company Secretary shares a formal letter with the Directors about their legal and regulatory responsibilities as a Director and the compliances required of them under the Companies Act 2013 and applicable SEBI Regulations.
- Each newly appointed Independent Director is taken through a well-structured induction program including the presentation from the Managing Director & CEO and by the members of the Executive Committee (ExCom) on the Company's Manufacturing, Finance, Human Resources, Sustainability & CSR, Sales and Marketing, Geocycle, Procurement and Ready Mix Concrete (RMX) and other important aspects of the Company's business. Relevant literature relating to the Company is given to the Independent Directors such as Annual Reports, Sustainability Report, Journals, in-house magazine etc.
- As part of the continuous Board familiarization program, the MD & CEO and CFO of the Company make detailed presentations to the Board members on topics such as macro-economic scenario, industry specific scenario, cement sectoral update, Company's performance for the relevant period, benchmarking in terms of profitability, volume, etc., Health and Safety Performance, Sustainability, Key financial numbers, major development affecting the business, key litigation, taxation matters and compliance status. Periodic updates are also provided in terms of Innovation, Digital Strategy, Environment, Social and Corporate Governance (ESG), Cyber Security and other strategic issues. The Board and its committees are also updated on Internal Controls, Risk Management. During the Annual Board Meeting, the Annual Budget Plan, Capex and other strategic issues are also presented and discussed which is part of the overall familiarization programme.
- Business / functional heads are periodically invited at Board / Committee meetings to make a presentation on specific topics/areas which helps the Directors familiarize with various aspects of the Company functioning and to enable them to better understand the business and operations of the Company.

The Company also organizes visits for Directors to the manufacturing facilities of the Company to enable them to better understand the manufacturing and operations process at such facilities. The Board members are updated on various regulatory and other amendments and developments either by way of presentations by external experts /consultants or by internal experts.

The Independent Directors are also given a detailed overview of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and Secretarial Standards notified by Ministry of Corporate Affairs, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The Company encourages and recommends its Independent Directors participation at various programmes being conducted by professional bodies and organizations to stay apprised on various changes and amendments in laws in the changing regulatory environment.

### **3. Review of the Policy**

The policy shall be reviewed annually and will be brought in conformity with statutory and regulatory requirements as amended from time to time.

**Details of Familiarization Programmes during the year 2021**

During the financial year 2021, below are the details of familiarization programmes to the Independent Directors:

Name of Independent Director	No. of programmes attended		No. of hours spent by Independent Directors in aggregate	
	During the year 2021	Cumulative w.e.f. January 1, 2020 upto December 31, 2021	During the year 2021	Cumulative w.e.f. January 1, 2020 upto December 31, 2021
Mr. Shailesh Haribhakti	6	15	4	17
Mr. Sushil Kumar Roongta	6	14	4	16
Ms. Falguni Nayar	6	14	4	16
Mr. D. Sundaram	6	14	4	16
Mr. Vinayak Chatterjee	6	13	4	14
Mr. Sunil Mehta	6	14	4	16
*Mr. M. R. Kumar	6	12	2.4	8.9

*\*Mr. M. R. Kumar is a Non-Executive Director and not part of the management group.*

For ACC Limited

Sd/-

**Rajiv Choubey**  
**Chief Legal Officer & Company Secretary**