



## **ATUL AUTO LIMITED**

### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

#### **PREAMBLE**

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) requires a Company to familiarise its Independent Directors through various programmes about the Company, including the following:

- (a) nature of the industry in which the company operates
- (b) business model of the company
- (c) roles, rights, responsibilities of independent directors and
- (d) any other relevant information

Further, Regulation 46(2) of the Listing Regulations requires a Company to disseminate on its website the details of familiarization programmes imparted to independent directors including the following details:

- (a) number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- (b) number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- (c) other relevant details

#### **FAMILIARIZATION FRAMEWORK FOR NEW INDEPENDENT DIRECTORS**

The Members of the Board of the Company are afforded many opportunities to familiarise themselves with the Company, its Management and its operations. The Directors are provided with all the documents to enable them to have a better understanding of the Company, its various operations and the industry in which it operates.

All the Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.



Executive Directors and Senior Management provide an overview of the operations and familiarize the new independent Directors (Also to Non-Executive Director) on matters related to the Company's values and commitments. They are also introduced to the organization structure, constitution of various committees, board procedures, risk management strategies etc. Sometimes, Chairman and Managing Director also has one to one discussion with the newly appointed Director to familiarize him/ her with the Company's operations.

Strategic Presentations are made to the Board where Directors get an opportunity to interact with Senior Management. Directors are also informed of the various developments in the Company through Press Releases, emails etc.

In terms of above, the Company conducts the following familiarisation programmes for its Independent Directors:

- Visit to Company's Plants
- Review of Investments of the Company
- Industry outlook at the Board Meeting
- Regulatory updates at Board and Audit Committee Meetings
- Presentations on Internal Control over Financial Reporting, Operational Control over Financial Reporting, Prevention of Insider Trading Regulations, SEBI Listing Regulations, Framework for Related Party Transactions, etc.
- Overview of the operations and matters related to the Company's values and commitments.
- Organization structure, constitution of various Committees, Board procedures, Risk Management strategies, etc.
- Various developments in the Company through Press Releases, e-mails, etc.
- Roles, responsibilities and liabilities of Independent Directors under the Companies Act, 2013 and the SEBI Listing Regulations
- Board Minutes, Agenda and Presentations
- Annual Reports
- Code of Conduct for Directors
- Terms and conditions of appointment of Independent Directors
- Meeting with Senior Executive(s) of the Company



The details as required under Regulation 46(2) of the Listing Regulations is attached herewith as “Annexure” and will be updated on yearly basis.

**DISCLOSURE OF THE POLICY**

This Policy shall be uploaded on the Company’s website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

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## Annexure

DIN	Name of Director	Date of Appointment	Date of Cessation	No of Programmes/ Meetings attended		No of Hours spent	
				During FY 2022-23	Cumulative till the date of his/ her Appointment	During FY 2022-23	Cumulative till the date of his/ her Appointment
06872059	Aarti J Juneja	09.02.2019	--	2	10	5	23
08535435	Mohan Jit Walia	10.08.2019	--	2	9	5	21
08537472	Swaminathan Jaichander	26.08.2019	--	2	9	5	21
05014980	Vijay Kumar Goel	25.08.2020	02.06.2023	2	5	5	12.5
01432796	Gurudeo M Yadwadkar*	11.08.2023	--	--	--	--	--

\* Appointment of Shri Gurudeo M Yadwadkar is subject to approval of Shareholders at ensuring AGM 2023