



**BHUSHAN POWER & STEEL LIMITED
FAMILIRISATION PROGRAMME FOR
INDEPENDENT DIRECTORS**

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

REGULATORY REQUIREMENT

Schedule IV (III) (a) of Companies Act, 2013 ("Act") provides Independent Directors (ID) to update themselves through familiarize program. Clause 49 of Listing Agreement provides to conduct familiarization Programme for ID.

PURPOSE AND OBJECTIVE OF THE PROGRAMMES

To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in Board meetings for appropriate decisions.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- a) The Company through its Whole Time Director / Executive Director / Key Managerial Personnel interacts regularly to familiarize the Independent Directors with nature of business, business model, Board procedure, growth plans, the strategy, operations and functions of the Company.
- b) Such interaction provide an opportunity to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- c) The regular interaction also familiarizes the Independent Directors with their roles, rights and responsibilities and duties as defined in Schedule IV of the Act.
- d) Interaction with CMD, Chief Financial Officer and Senior Management shall be arranged to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- e) Independent Directors are provided with copy of latest Annual Report, and the policies of the Company and other chartered documents and such other information as may be asked.
- f) Interaction with the Auditors shall be arranged to discuss matters relating to control and audit.
- g) Regular updates on change in applicable laws shall be interacted.
- h) Familiarization program shall be conducted as and when required.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS

- a) Plant heads appraise ID of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and update on and initiatives taken on safety, quality, CSR, etc.

- b) Marketing heads apprise about domestic and international markets of the products and discuss the export potentials.
- c) At Board meeting safety, health and environment and risk management, and company's policies, changes in the regulatory environment applicable to the corporate sector and to the industry and areas of improvement and other relevant issues are discussed.
- d) Quarterly presentations on operations made to the Board include information on business performance, operations major litigation, compliances, etc.