



# ABM International Limited

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NSC TRADING SYMBOL - ABMINTLD

## POLICY ON FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

### **Preamble**

In view of the provisions of Schedule IV to the Companies Act, 2013 read with the provisions of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed company is required to familiarize its Independent Directors through various programmes about the listed entity and place the details of the same on its website.

These programmes shall including the following:

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

### **Objective**

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The programme also intends to improve awareness of the Independent Directors on their roles, rights, responsibilities towards the Company.

Further, the Familiarisation Programme should also provide information relating to the financial performance of the Company and budget and control process of the Company.

### **Administaration**

The Familiarization programme for the Directors will be administered and monitored by Nomination and Remuneration Committee.

The Managing Director or such other authorised officer(s) of the Company shall lead the Familiarisation Programme on aspects relating to business / industry. The Chief Financial Officer or such other authorised officer(s) of the Company may participate in the programme for providing inputs on financial performance of the Company and budget, control process, etc.

### **Familiarisation and Orientation Process**

- A familiarisation pack is handed over to the new inductee, which include the Company's Corporate Profile, its Mission, Vision and Values Statement, Organisational structure, the Company's history and milestones, Board of Directors of the Company, latest Annual Report, GAAP, Code of Conduct applicable to Directors & Senior Management/ employees of the Company, the 'Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices' along with a summary on do's and don'ts pertaining to Insider Trading issues.

- The Company shall conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board;
- The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- The Independent Directors are made aware of their roles, rights and responsibilities at the time of their appointment / re-appointment through a formal letter of appointment which also stipulates the various terms and conditions of their engagement.

#### **Continual familiarisation Programme :**

- The Company shall follow a structured orientation and training programme for the Independent Directors to understand and get updated on the business and operations of the Company on a continuous basis.
- On an on-going basis, the Company, through its Managing Director & CEO and the Senior Managerial Personnel, conducts programs / presentations to familiarise the Independent Directors with the strategy, operations and functions of the Company.
- Such programs / presentations provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organisation structure, facilities and risk management and such other areas.
- Meetings with Company Executives are also arranged to better understand the business and operations of the Company.

#### **Frequency**

The Company shall conduct a Familiarisation/ Orientation programme for the newly appointed Directors at the commencement of their tenure, in a manner, as may be deemed appropriate by the Board e.g. presentations, brief notes, etc.

The Training programme for apprising the Directors about the Company's working, industry developments, changes or amendments in the rules and regulations governing the Company, etc. shall be conducted as and when require.

#### **Disclosure of the Policy**

- This Policy shall be uploaded on the Company's website for public information and a weblink for same shall also be provided in Corporate Governance section of the Annual Report of the Company.
- Details of familiarization programmes imparted to Independent Directors shall also be disclosed in the Annual Report.

#### **Review of the Program**

The Board will review this Program and make revisions as may be required.