

**AUTHUM INVESTMENT & INFRASTRUCTURE LIMITED**

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**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS PURPOSE AND OBJECTIVE OF THE PROGRAMMES**

In terms of Clause 49(II)(B)(7) of the Listing Agreement, the Company is required to conduct the Familiarisation Programme for Independent Directors (IDs) to familiarise them about their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various initiatives.

The Board of Directors is encouraged to take up / participate in various training sessions to ensure that the Board members are kept up to date.

A initiatives under familiarisation program is 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 managing the Company.

**FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them 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.

The programmes/presentations also familiarises the Independent Directors with their roles, rights and responsibilities.

When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

New Independent Directors are provided with copy of latest Annual Report, the AUTHUM Code of Conduct, the AUTHUM Code of Conduct for Prevention of Insider Trading, Schedule of upcoming Board and Committee meetings.



A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, AUTHUM Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

### **OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS**

At various Board meetings during the year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates, business excellence under the company Model with areas of improvement and other relevant issue.

Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, regulatory scenario etc.

Quarterly results / press release of the Company are sent to the Directors.

