



## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

This Familiarisation Programme ("the Programme") for Independent Directors of Grasim Industries Limited ("the Company") has been adopted by the Company, pursuant to the provisions of Schedule IV (Section 149(8)) of the Companies Act, 2013 and Regulation 25(7) and 46(2)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

<b>Objective</b>	<p>The Company follows structured orientation and training programme for the Independent Directors of the Company to understand and get updated on the business and operations of the Company and nature of the industry in which the Company operates.</p> <p>The Independent Directors are kept aware and are being regularly updated by the Company, as and when required, about the changes in the regulatory framework and of their role, responsibilities and duties.</p>
<b>Familiarisation</b>	<p>Familiarisation process for the Independent Directors generally forms part of the Audit Committee, Risk Management and Sustainability Committee and Board Meetings. Independent Directors, who are not members of the Audit Committee and/or Risk Management and Sustainability Committee are invited to attend Audit Committee and/or Risk Management and Sustainability Committee Meeting(s), if they so desire.</p> <p>Presentations are regularly being made to the Board and its various Committees, where the Directors/ Committee Members gets an opportunity to interact with the Senior Management Team including the Statutory and the Internal Auditors of the Company. Such presentations inter alia cover the performance of various businesses of the Company, operating results, comparison of actual performance vs. budget, management outlook on businesses, economic/industry developments, sectoral updates, and other related issues. The Directors are also regularly kept informed of the other developments of the Company and at the Units through emails, etc.</p> <p>The Audit Committee and Board Meetings, inter alia, include:</p> <ul style="list-style-type: none"> <li>➤ detailed presentation made by Chief Financial Officer and Business Heads of the Company, where the Independent Directors get an insight on financial, strategy and operations of the Company and its Subsidiaries;</li> <li>➤ presentation on regulatory updates relating to the Company;</li> </ul>



	<ul style="list-style-type: none"> <li>➤ presentation by Statutory Auditors on their report, on a quarterly basis;</li> <li>➤ discussion on Internal Audit Report of each of the Units;</li> <li>➤ discussion on Environment, Health and Safety matters;</li> <li>➤ discussion on matters arising out of Whistle Blower Policy; and</li> <li>➤ prevention of Sexual Harassment Policy (POSH)</li> </ul> <p>During the year 2022-23, in aggregate 74 hours were spent in apprising the Independent Directors on the above matters.</p> <p>During the year 2022-23, 2 (two) days visit was organized for Independent Directors of the Company, the Directors visited Pulp &amp; Fibre, Chemical and Advanced Materials (Epoxy) plants located at Vilayat, Gujarat and Birla Cellulosic Division located at Kharach, Gujarat. The Directors were briefed on the plants operation systems, safety measures, process of manufacturing of Pulp and Fibre, Chemicals and Epoxy etc. The Directors in aggregate spent 28 hours during the plants visit.</p> <p>Up to year ended 31<sup>st</sup> March, 2023, the Independent Director have on a cumulative basis spent around 380 hours on the above matters.</p> <p>As such the Directors of the Company have complete access to the information about the Company.</p>
<p><b>Induction Kit for new Directors</b></p>	<p>A new Director is inducted on the Board of the Company by providing letter of appointment stipulating the terms of his/her appointment, including his/her role, function, rights, duties, remuneration and evaluation are issued to Independent Directors, at the time of his/her appointment and also sharing various documents of the Company for his/her reference such as:</p> <ol style="list-style-type: none"> <li>1. Brief introduction of the Company</li> <li>2. Memorandum &amp; Articles of Association of the Company</li> <li>3. Profile of Board of Directors</li> <li>4. Profile of Senior Management Personnel</li> <li>5. Details of various Committee of the Board</li> <li>6. Code of Conduct for Directors</li> <li>7. Code of Conduct for trading in listed or proposed to be listed securities of the Company</li> <li>8. Annual Report</li> <li>9. Investor presentation</li> <li>10. Policies / Charters adopted by the Board</li> </ol>



	Apart from aforesaid mentioned, factory visits are arranged where senior plant head apprises Director(s) about the various operational and safety aspects of the plant, providing them complete understanding of the activities of the Company.	
<b>Orientation Module</b>	<b>Particulars</b>	<b>Responsibility</b>
	Business overview, Corporate Plan	Business Head
	Board meeting Process	Company Secretary
	Statutory Compliances as a Board member as per Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 etc.	Company Secretary
	Visit to Unit/ Plant	Management

As such, the Company ensures that there is adequate mechanism to ensure that the Directors remain familiar with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, and continue to be updated on the state of Company's affairs and the industry in which it operates.

**Review of the Programme:**

The Company may review the programme and make necessary revisions, as and when required.

**Disclosure requirement:**

The Familiarisation Programme shall be disclosed on the Company's website [www.grasim.com](http://www.grasim.com) and a web link thereto will be provided in the Annual Report.