

## **MANGALAM CEMENT LIMITED**

Registered Office: Aditya Nagar – 326 520, Morak, Dist. Kota (Rajasthan)

CIN: L26943RJ1976PLC001705

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### **Familiarisation Programme for Independent Directors (In terms of clause 49 of the Listing Agreement)**

#### **1. Preamble:**

In accordance with requirements of Clause 49 of the Listing Agreement and Schedule IV of the Companies Act, 2013, Mangalam Cement Limited ("the Company") shall familiarise the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

#### **2. Objective:**

The Company has put in place a system to familiarise its Independent Directors about the Company, its products, the industry and business model of the Company. In addition, it also undertakes various measures to update Independent Directors about ongoing events and development relating to Company.

#### **3. Details of Familiarisation Programmes for Independent Directors:**

The Company has put in place a system to familiarise its Independent Directors about the Company, its products, the industry and business model of the Company. In addition, it also undertakes various measures to update Independent Directors about ongoing events and development relating to Company.

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

Besides this, the Independent Directors are also made aware of their independence criteria and requirements for qualification for Director as laid under the Listing Agreement with the Stock Exchanges, Companies Act, 2013 and other applicable laws or regulations, if any. Independent Directors are also explained about the Board and their individual performance evaluation process and procedures.

With a view to familiarise the Directors with the Company's operations, they are also given detailed presentations giving the organisational set up of the Company, the functioning of various divisions/departments, the Company's market share and the markets in which it operates, governance and internal control processes and other relevant information pertaining to the Company's business. The above initiatives help the Directors to understand the Company, its business and the



regulatory framework in which the Company operates and equips them to effectively fulfill their role as a Director of the Company.

**4. Continual Familiarisation Modules:**

From time to time the members of the Board including Independent Directors are updated regarding activities being undertaken by the Company interalia covering business model, business strategies, various policies, management structure, operation and functioning of the Company, significant changes in business and operating environment and Company response to the same etc. Besides this, the Board and Committees as may be required are presented with quarterly and annual results, review of Internal Audit Reports, risk management framework etc.

In order to have understanding of manufacturing processes, operations and industry in which the Company operates, visit to plant, as and when required or requested and deemed feasible is arrange by the Company for its Independent Directors.

Each member of the Board, including Independent Directors have been given complete access to any information relating to the Company. The Independent Directors have the freedom to interact with the Company's management whenever required.



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