

**WENDT (INDIA) LIMITED**  
**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**  
**(Pursuant to Regulation 25(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations))**

**Objective & Purpose:**

The Members of the Board of Wendt (India) Limited (WIL) are provided with many opportunities to familiarize themselves with the Company, its management and operations. The Board of Directors are regularly provided with documents on information and updates to have a better understanding of the Company, its operations spread across the world as well as the industry in which it is operating.

In addition to the requirements of the Listing Regulations, the code for independent directors under Schedule IV also lays down the standards for fulfilment of their responsibilities in a professional and faithful manner to promote confidence of all stakeholders. The Company recognises the importance of institutionalising a familiarisation programme for its Directors so that they can keep themselves well informed about the Company and the external environment in which it operates.

**Details of Familiarization Programme**

Some of the practices in the familiarisation programme are conducted on a continuous basis and some on case to case basis. Further there are specific practices which the Company follows at the time of induction of a new director. The familiarisation programme at WIL broadly encompasses the following:

1. The Independent Directors are made aware of their roles, duties and responsibilities at the time of their appointment through a formal letter of appointment which stipulates the terms and conditions of their engagement. The terms and conditions of the appointment of Independent Directors are available in the website of the Company.
2. The CEO/Executive Director at the first Board meeting in which the newly inducted director participates makes a detailed presentation on the Company, its various business segments and profile, manufacturing locations, organisation structure and other market related info.
3. Exclusive plant visit is organised for the new Director in order to provide an insight into the actual operations of the Company.
4. Further, with a view to familiarise the existing Directors with the Company's operations on an ongoing basis, plant visits are periodically organised for the Directors which includes product displays, detailed tour of the shop floor, specific display of technological innovations made etc.
5. At every Board meeting strategic presentations are made to the Board where the Board members interact with the Senior Management. Industry scenario updates are given periodically at the Board meetings.
6. At every Board meeting besides reporting on compliance with applicable laws, a regulatory update on significant changes in laws applicable to the Company is provided to the Directors.
7. Directors are also informed of various developments in the Company through Press

releases etc.

The details of the familiarisation programme(s) imparted to Directors including the independent directors for the FY 2020-21 are given below:

Details of the specific Programme(s)	Frequency	Total number of hours spent during year 2019-20	Attendance by Independent Directors
Specific Plant Visit	-	> 4hrs each	Mr. B C Rao visited the Company's facility at Hosur on 18 <sup>th</sup> February 2021 as a part of his Board induction process. Mr. M Lakshminarayan visited the Company's facility at Hosur on 12 <sup>th</sup> March 2021.
Regulatory Updates including MCA updates on amendments to Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Substantial Acquisition of shares and Takeovers) Regulations, Companies (Corporate Social Responsibility) Rules, 2021, MHA guidelines issued etc.	Quarterly	Approx. 4 hrs.	All
Presentation - updates on significant achievements/recognitions/events participated by the Company	At every board meeting	Approx. 2 hrs.	Based on attendance at the meeting.
Other programmes as detailed above - industry updates, press releases etc.	Quarterly	Approx. 2 hrs.	Based on attendance at the meeting.

The above initiatives help the Directors to understand the Company, its businesses and the regulatory framework in which the Company operates enabling him / her to effectively fulfill their role as a Director of the Company.

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