

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Board Members of NCC Ltd are provided required facilities to familiarize themselves with Company, its management and its operations, industry related issues and laws that are applicable to the Company and Board and Committee functions.

OBJECTIVES:

To adopt a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to understand the Company – its operations, business, industry and environment in which it functions.

To update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:

- A familiarization pack is handed over to the new inductee, which include the Company's Corporate Profile, its Mission, Vision and Values Statement, the Company's history and major milestones, latest Annual Report, Code of Conduct applicable to Directors / employees of the Company, the 'NCC 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

In case the inductee is also inducted on the Audit Committee, he / she is also handed the Audit Committee Charter, the Internal Audit Charter and the Whistle Blower Policy.

- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, D&O Insurance, NCC Code of Conduct and obligations on disclosures, is issued for his / her acceptance.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

- The presentations at Board meetings include updates on regulatory, business environment, risk management, Company policies and other relevant issues. Quarterly Operations Report which includes information on business performance, operations, market share, financial parameters, working capital management, material litigations, compliances, fund-flows, subsidiary data is presented to the Board.
 - Meetings with Senior Executives of the various Divisions are also arranged to better understand the business and operations of the Company.
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TRAINING SESSION

Second training programme was organized for the Independent Directors on May 02, 2016 at the Corporate office of the Company. Presentations were made by Sri.Ganesh Balakrishnan , Partner,Deloitte Hasking &Sells on Internal Financial Controls, Amendments to the Companies Act,2013 in particular provisions affecting the functioning of Independent Directors and Enterprise Risk Management.

Presentation was also made by Sri Sirish Rane and Sri Ashish Shah Research team IDFC Ltd, Mumbai who briefed the Members of the Board on the Current status, problems faced and the opportunities for growth available in Construction & Infrastructure sector in general and in particular the positioning of NCC.

The presentation was followed by a question and answer session on matters relating to the Construction and Infrastructure sector. The Board thanked Sri. Ganesh Balakrishnan , Sri Sirish Rane and Sri Ashish Shah for the presentations .

