

## **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

Incase 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.

### **TRAINING SESSION**

A training programme was organized for the Independent Directors on April 22, 2015 at the Corporate office of the Company. Presentations were made by experts in Corporate Laws and the Construction & Infrastructure Industry who had briefed the Members of the Board regarding the changes in the Corporate Laws and the developments in the Construction and Infrastructure Industry.

