

# **VOLTAMP TRANSFORMERS LIMITED**

## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

### **Preamble:**

In accordance with requirements of Clause 49(II)(B)(7) of the Listing Agreement and Schedule IV of the Companies Act, 2013, 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., through various programmes.

### **Purpose & Objective**

The Program aims to provide insights into the Company to enable the Independent Directors to understand their roles, rights, responsibilities in the Company and get updated on the Business & Operations of the Company and contribute significantly to the Company.

### **Details of Familiarization Programme:**

- On appointment of an Independent Director, a formal letter of appointment is issued, which inter alia explains the role, function, duties and responsibilities expected from the Independent Director under the provisions of the Companies Act and Listing Agreement.
- Further, an Independent Director on his/her appointment, undertake appropriate Induction, which covers the following:
  - List of existing Board of Directors of the Company;
  - Details of past and present Chairman/ Chairperson;
  - Details of past and present Managing Director;

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- Code of Conduct for the Directors and Vigil Mechanism-cum-Whistle Blower Policy approved by the Board of Directors of the Company;
- Statement of Unaudited/ Audited Financial Results of the latest period/ quarter available on the date of appointment of the Independent Directors;
- Details of Promoters & Promoter groups and Shareholding Pattern of the Company of the latest period/ quarter available on the date of appointment of the Independent Directors;
- Annual Reports of the Company for the last 3 years immediately preceding the date of appointment of the Independent Directors;
- Memorandum and Articles of Association of the Company;
- Company's Product Profile/ Brochure;
- Investor Presentation.

- With a view to familiarize the Independent Directors with the Company's operations, a separate meeting is convened wherein the Director is given detailed presentation covering the organizational set up, the nature of industry in which it operates, business model of the Company, details about its plants operations like installed capacity vs. production achieved, installed capacity of major competitors, domestic and export market share, accreditations/recognitions received by the Company, strategic etc.

This will help the directors to keep themselves well informed about the Company and external environment in which the Company operates, which will bring objectivity to take informed and balanced decisions in the interest of the Company.

- The Company shall from time to time, through its Managing Director/ Key Managerial Personnel, Functional Heads make presentations to the Directors in the Board Meeting, to familiarize them with the budgets/ plan of the Company, its strategy to implement the same, performance against the budget/ plan, risk management system and reports, compliances management system and report and other areas concerning the operations and functions of the Company.

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### **Programme and disclosure:**

- i. Familiarization programme will be conducted “as needed” basis during the Year.
- ii. As and when familiarization programme is conducted, the same will be disclosed on the website of the Company and a web link thereto shall also be given in the Annual Reports of the Company.

### **Disclosure:**

Details of Familiarisation Programme imparted to Independent Directors pursuant to Regulation 46(2)(i) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Financial Year	Date of Familiarisation Programme	Name of the Director(s) attended the programme	No. of hours spent by the Director(s) in the programme
2015-16	20/05/2015	Shri Vasantlal L Patel, Independent Director  Shri Hemant Saparia, Independent Director  Dr. (Mrs.) Neela Shelat, Independent Director	5:00 hours (also includes plant visit at Savli)

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