

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

(In terms of Clause 49 of the Listing Agreement)

This Familiarization Program (" the Program") for Independent Directors of Tamil Nadu Newsprint and Papers Limited ("the Company") has been adopted by the Board of Directors pursuant to Clause 49 of the Listing Agreement.

### **1. Purpose**

The Program aims to provide insights into the Company to enable the Independent Directors to familiarise with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, so that they may understand its business in depth and contribute significantly to the Company.

### **2. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

- ❖ A detailed Appointment Letter incorporating the role, duties and responsibilities, liabilities as an Independent Director, Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.
- ❖ New Independent Directors are provided with copy of latest Annual Report, Company's Code of Conduct, Company's Code of Internal Procedures and conduct for Regulating, Monitoring and Reporting of Trading by Insiders etc.
- ❖ Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy etc.
- ❖ Whenever required company's plant/factory visits are arranged for Independent Directors, where plant Heads appraise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR, Sustainability etc.

- ❖ Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, regulatory scenario etc.
  
- ❖ All Board Members are promptly updated on any change and new development with regard to relevant regulatory requirement such as SEBI Regulations, Listing Agreement, Companies Act etc. Presentations in this regard are also made in the Board on implication of these regulations.
  
- ❖ The Board of Directors has complete access to the information within the Company.

### **3. Disclosure of the Policy**

3.1. This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

### **4. Review of the Program**

4.1. The Board will review this Program and make revisions as may be required.

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