

## **MEGASTAR FOODS LIMITED**

### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

#### **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 familiarisation pack is handed over to the new inductee, which include the Company's Corporate Profile, its Mission, Vision and Values Statement, Organisational structure, the Company's history and milestones, latest Annual Report – Code of Conduct applicable to Directors / employees of the Company, alongwith 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 is also handed the Whistle Blower Policy
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover.
- A site visit to the Company's Plants is arranged wherein the inductee is introduced to the Plant Heads and various important functional heads. Further, on a separate day, meeting with Corporate functional heads is also arranged each comprising of 30 to 45 minutes' sessions. Relevant Business Strategy presentations are also being made.
- A brief introduction to the Company and its subsidiaries is also made.

#### **OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:**

- A Board meeting is held at the registered office, wherein the Directors are introduced to the Company's product plans and initiatives on safety, quality, Sustainability, etc.
- Meetings with Company Executives are also arranged to better understand the business and operations of the Company.
- 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, senior management changes, litigations, compliances, fund-flows, subsidiary data is presented to the Board.
- The Directors are encouraged to visit the Company's website which include the latest press releases and data. Queries posed by them are responded.

**DETAILS OF FAMILIARISATION PROGRAMMES TO INDEPENDENT DIRECTORS**

**[Pursuant to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

S. No.	Name of Independent Director	Subject Matter of the Programme	No. of programmes attended by Independent Directors	No. of Hours spent by Independent Director
			FY 2018-19	FY 2018-19
1	PRABHAT KUMAR	<p>1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2019 dated March 29, 2019</p> <p>2. Amendments in Code of Conduct for Prevention of Insider Trading Policy and code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information</p> <p>3. Amendments in Whistle Blower Policy</p> <p>4. Amendments in Policy and procedure for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information</p>	2	4
2	SAVITA BANSAL	<p>1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2019 dated March 29, 2019</p> <p>2. Amendments in Code of Conduct for Prevention of Insider Trading Policy and code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information</p> <p>3. Amendments in Whistle Blower Policy</p> <p>4. Amendments in Policy and procedure for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information</p>	2	4
3	AMIT MITTAL	<p>1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2019 dated March 29, 2019</p> <p>2. Amendments in Code of Conduct for Prevention of Insider Trading Policy and code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information</p>	2	4

		3. Amendments in Whistle Blower Policy		
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		4. Amendments in Policy and procedure for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information		
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