



ADHIRAJ DISTRIBUTORS LIMITED

(CIN No. L52190WB2011PLC158320)

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FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

Preamble

Clause 49 of the Listing Agreement and Schedule IV of the Companies Act, 2013 *inter-alia* stipulates that the Company shall familiarize 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 purpose of this program is 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.

An overview of the Familiarization process

At the time of appointing a Director, a formal letter of appointment is given to them, which *inter alia* explain their roles, functions, fiduciary duties, accompanying liabilities expected from him/her as a Director of the Company. Each newly appointed Independent Director is taken through a formal induction program on the Company's operations, marketing, finance and other important aspects. The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Directors are also made to attend seminars in order to improve Board's effectiveness and to update themselves on relevant statutory changes.

The Directors are also explained in detail the compliances required on their end under the Companies Act, 2013, Clause 49 of the Listing Agreement and other relevant regulations. Updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

Each independent directors, has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Apart from this, they are also entitled to independent interactions with the Statutory Auditors, the Internal Auditors and external advisors, if any, appointed from time to time.

Disclosure

This Program 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.