

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS OF GARWARE-WALL ROPES LIMITED ("THE COMPANY")

1. PREAMBLE:

- 1.1 In terms of Clause 49 of the Listing Agreement, the Company is required to familiarize its 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.
- 1.2 Also, in terms of Schedule IV of the Companies Act, 2013, the Independent Director are required to undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company, to keep themselves well informed about the company and the external environment in which it operates.

2. PURPOSE:

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

3. FAMILIARIZATION FRAMEWORK FOR INDEPENDENT DIRECTORS:

The Company has adopted a familiarization frame work for Independent Directors, which would cover the following:-

3.1) To share information's with Independent Directors in its board meeting or after board meeting of overall industry in which it operates, with its plans and operations, market information including that of competitors, product offerings, organizational structure, as well as business model of the Company.

3.2) To familiarizes Independent Directors with their role, responsibilities and liabilities at the time of their appointment / re-appointment, through a formal letter of appointment.

3.3) To share with such Director(s), Code of Conduct for Independent Directors of the Company and the Code of Conduct for Prevention of Insider Trading to aware them with applicable laws in this regard.

3.4) To familiarize with provisions of Companies Act, 2013 and amendments in Listing Agreement, from time to time by Company Secretary of the Company.

3.5) Visits to Site / Plants: To enable them to have full understanding of manufacturing operations & process and working conditions/ atmosphere.

4. DISCLOSURE:

As per existing regulatory requirements, in compliance with the terms of clause 49 of the Listing Agreement, the details of this Programme shall be uploaded on the website of the

Company at www.garwareropes.com and a web link thereto shall be provided in the Company's Annual Report.

5. The Board may review this Program time to time and make revisions as may be required.

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