



**FAMILIARIZATION PROGRAMME FOR INDEPENDENT
DIRECTORS**



KLJ RESOURCES LIMITED
REGD. OFFICE: 8 CAMMAC STREET KOLKATA 700017
CIN: L67120WB1986PLC041487



OBJECTIVE

Clause 49 of the Listing Agreement *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.

THE FAMILIARIZATION PROCESS

- The Company shall through its Executive Directors/Senior Managerial Personnel conduct programs/presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- The Programme shall also aim to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner and to promote confidence of the regulatory authorities and the stakeholders at large.
- All Independent Directors shall be made aware of and further updated about their roles, rights, responsibilities in the Company.
- The Independent Directors shall be provided with Information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years and any other relevant material.
- The appointment letter issued to Independent Directors *inter alia* sets out the expectations of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.
- Independent Directors shall be provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.
- Periodic presentations shall be made at the Board and Board Committee Meetings on



business and performance updates of the Company, business strategy and risks involved.

- Updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws shall be regularly circulated to the Directors.
- Each director of the Company shall have complete access to any information relating to the Company.
- They shall be provided with 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.
- Further, they shall meet without the presence of the Company's Management to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors.

REVIEW OF THE PROGRAM

The adequacy of this Program shall be reviewed and reassessed by the Board periodically to update the Program based on the changes that may be brought about due to any regulatory, amendments or otherwise.

