

# MADHYA BHARAT PAPERS LIMITED

## **Familiarization Program for Non Executive/ Independent Directors**

An important aspect of board effectiveness is the appropriate attention to development and training of non-executive directors on the lines of management development and training. The company sees director induction as a first step of the board's continuing improvement. It is the company's firm belief that investment in board development strengthens the board as well as the individual directors. Directors are regularly updated on changes in policies and programmes, laws and the general business environment.

All our non-executive directors are aware and are updated as and when required, of their roles, rights, responsibilities & liabilities in the Company, nature of industry in which the company operates and the business model of the company . The Company holds Board Meetings at its corporate office and also if necessary, in locations, where it operates. Site/ Factory visits are organized at various locations for the Directors.

Presentations are regularly made to the Board/ Nomination & Remuneration/ Audit Committee etc (minutes of Audit Committee & Nomination & Remuneration Committee are circulated to the Board), where Directors get an opportunity to interact with senior managers. Through the Presentations the non-executive directors are provided an overview of:

- Introduction, company history and genesis
- Overview of company operations comprising details of the company's service business units and business model, clientele and functional service offerings
- Key financial highlights
- Details of the group (comprising the subsidiaries, joint ventures and associate companies)
- Board of directors and committees of the board, their operations, charter and functioning
- Key management personnel details
- Highlights of the HR, Quality and Innovation functions & management development and succession planning
- quarterly and Annual Results,

- Budgets, treasury policy,
- Internal Audit & risk management framework,
- Corporate governance practices, processes and procedures, including board and committee functioning
- Corporate social responsibility initiatives

Independent Directors have the freedom to interact with the Company's management. Interactions happen during Board/ Committee meetings, when senior company personnel are asked to make presentations about performance of the Company/ Business Unit, to the Board. The Independent Directors have complete access to the information within the Company.

The non-executive directors of the Company are also informed of the various developments in the Company and Industry through e-mails, newsletters, internal memo, magazines, etc.