



TCM Limited
(Formerly Travancore Chemical & Mfg. Co. Ltd.)

**Familiarization Programme
of
Independent Directors**

FAMILIARISATION PROGRAMME OF INDEPENDENT DIRECTORS OF TCM LIMITED

PREAMBLE

Regulation 25(7) of the SEBI (LODR) Regulations, 2015 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 programme.

PURPOSE

The Company conducted a familiarization programme for its Independent Directors with the objective to apprise and familiarize the Independent Directors of the Company about the role, duties and responsibilities of Independent Directors as envisaged in the Companies Act 2013 and Listing Agreement.

OVERVIEW OF FAMILIARIZATION PROGRAMMES

- To facilitate independent directors in the performance of their duties and responsibilities, newly appointed directors are provided with a personal orientation by senior management and materials regarding the Company's business and operations, governing documents, information on key personnel, and financial information are made available to them.
- Independent directors are also provided with the detailed business strategy for various businesses during the independent directors meetings which are held at least once during the financial year.
- The Chairman of the Board depending on the business needs may also nominate independent directors for relevant external training programs.

Apart from Independent Directors, Non-Executive Directors are also eligible to attend the familiarization programmes.

The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON CONTINUING BASIS:

As part of board discussions, presentations on business units are made to the directors from time to-time. Company also arranges quarterly presentations on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary

information, regulatory scenario etc. Site visits to various plant locations, whenever required, are organized for the Directors to enable them to understand the operations of the Company. Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management and the executive directors. 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. Further, the separate meeting of Independent Directors should be held once in a Financial Year to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

DISCLOSURE OF THE POLICY:

This Policy 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.