

## **RITES LIMITED**

### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The provisions of Companies Act, 2013, read with its Schedule IV and Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) requires that the RITES Limited (the “**Company**”) shall 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 and providing training to all members of the board of directors by way of updates.

#### **1. Purpose**

The Familiarization Program is aimed to provide the Independent Directors with an overview of the Industry, present and proposed operations of the Company to enable them to understand its business in depth and for their effective contribution in its growth.

#### **2. Familiarization Process / Programme adopted by the Company**

The Company has put in place a system to familiarize the independent directors about the Company by updating them with various events and developments taking place in the Company in particular and the industry, as a whole.

As a part of updating the independent directors, a detailed presentation shall be made on the salient features of the Companies Act, 2013 including the roles and responsibilities of independent directors. Periodical changes in the above Act are to be provided to the independent directors continuously. The presentations also covered applicable regulations from the SEBI Listing Regulations and the SEBI (Prohibition of Insider Trading) Regulations, 2015. This leads to keeping the independent directors, aware of the changing regulatory frame work and the directors are able to re-align their contribution, accordingly. As an additional step in this direction, to ensure compliance with the SEBI Listing Regulations, the independent directors are also provided with inputs on the business model and various processes in the operations of the Company. The independent directors are also taken for site visits to enable them to understand the business operations assisted by the senior level officers.

**Directors' attendance in programs during 2019-20 and previous years**

<b>S. No.</b>	<b>Name of the Independent Director</b>	<b>Details of Familiarization Program</b>	<b>No. of Programs attended during FY 2019-20</b>	<b>No. of hours spent in such programs during FY 2019-20</b>	<b>No. of programs attended on cumulative basis from the date of appointment</b>	<b>No. of hours spent in such programs on cumulative basis from the date of appointment</b>
01.	Smt. Geethakumary	1. Presentation on Directors' Familiarisation Programme 2. Presentation on Notifications for Independent Directors	02	1.30	03	17.30
02.	Sh. Anil Goel	1. Presentation on Directors' Familiarisation Programme 2. Presentation on Notifications for Independent Directors 3. Transparency and Accountability in Government Financial Management 4. Governing Social Responsibility Initiatives: Role of Independent Directors & CSR Leaders	04	33.30	15	265.30
03.	Dr. Pramod Kumar Anand	1. Presentation on Directors' Familiarisation Programme 2. Presentation on Notifications for Independent Directors	02	1.30	03	17.30
04.	Dr. Rajendra Goyal	1. Presentation on Directors' Familiarisation Programme 2. Presentation on Latest Notifications for Independent Directors 3. Governing Social Responsibility Initiatives: Role of Independent Directors & CSR Leaders	03	17.30	05	49.30
05.	Sh. Satish Sareen	1. Presentation on Directors' Familiarisation Programme 2. Presentation on Latest Notifications for Independent Directors	02	1.30	10	73.30