



**Oswal Minerals Limited**  
**Familiarisation Program for Independent Directors**

**FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS**

Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Schedule IV of the Companies Act, 2013 provides that the Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of Industry in which the Company operates, business model of the Company, etc. through various programs. The purpose of the same is to provide insights into the Company so as to enable the Independent Directors to understand the Company's business in depth which would facilitate their active participation in the affairs of the Company.

At the time of appointing an Independent Director, the Company issues a formal letter of appointment to the Director which, inter alia, explains the terms, roles, duties and responsibilities expected of him/ her as an Independent Director of the Company. They are also advised from time to time of the Compliances required from them under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant regulations and requisite affirmations are taken with respect to the same.

Presentations are made to all the Directors at Board Meetings detailing inter-alia, the financial highlights, results of operations, business strategies and policies, budgets, working capital management, fund flows, review of internal audit, competitors analysis, safety, health and environment and sustainability issue, risk management, changes in regulatory environment applicable to the Company, etc. The Directors are also encouraged to visit various Company Branches and Plants.

Independent Directors have the freedom to interact with Company's management and senior leadership team of the Company. Management mailers are also sent to Directors on all significant sector and Company news and subjects, as they evolve from time to time.

**FAMILIARIZATION PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS**

In terms of Regulation 46(2)(i) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 the Company is required to disseminate the following information on its website:-

1. Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date),
2. Number of hours spent by Independent Directors in such programmes (during the year and on a cumulative basis till date), and
3. Other relevant details.

Oswal Minerals Limited, (the Company) has an on-going familiarization programme for all its Directors including Independent Directors which includes the following:

A) INITIAL FAMILIARIZATION

The Independent Directors are provided with an overview of the requisite criteria of independence, roles, rights, duties and responsibilities of Directors, terms of appointment, the code of conduct and insider trading regulations, disclosure and business interests, Corporate Social Responsibility (CSR) initiatives adopted by the Company nature of the industry and business model of the Company and policies of the Company and other important regulatory aspects as relevant for Directors.

B) ONGOING FAMILIARIZATION

The Independent Directors are apprised at Board Meetings on the Company's operations, market shares, governance, internal control processes and other relevant matters. They are also updated on important changes in the regulatory framework and business environment having an impact on the Company. On an on-going basis, the Company, through its Managing Director & / or Whole time Director as well as other Senior Managerial Personnel, as required, conducts presentations/programs to familiarize the Independent Directors with the strategy, operations and functions of the Company inclusive of important developments in various business divisions, and new initiatives undertaken by the Company.

Details of the above Familiarization Programme imparted to Independent Directors:

| NAME                   | Number of Meetings attended including Committee Meeting |                            | Number of hours spent |                            |
|------------------------|---|----------------------------|-----------------------|----------------------------|
|                        | During 2018- 19   | Cumulative till Dec, 2019* | During 2018- 19       | Cumulative till Dec, 2019* |
| Dinesh Kumar           | 26  | 41                         | 19 Hours 35 mins      | 31 Hours                   |
| Bhagchand Ghuslal Jain | 25  | 39                         | 19 Hours              | 29 Hours 30 Mins           |
| Manish Kumar Jain      | 10  | 17                         | 7 Hours 30 Mins       | 12 Hours                   |

\* Data updated once in every Quarter/Half Year