

KESAR ENTERPRISES LIMITED

Familiarization Program for Independent Directors

Kesar Enterprises Limited (“the Company”) adheres to a structured programme for orientation and familiarization of Independent Directors (IDs), on following aspects –

- Industry in which the Company operates and market scenario;
- Business Model;
- Overview of Company’s operations and financials;
- Role, rights & responsibilities of IDs;
- Board Meeting processes;
- Overview of Board Committees & terms of references; and
- Regular interaction with Key Managerial Personnel (KMPs) and Senior Executives

The appointment letters, whenever issued to IDs also contain particulars of their role, duties, responsibilities, remuneration etc.

In addition to the above, IDs are provided, relevant information on following matters, from time to time at the Board Meetings held in every quarter over and above the Chairman & Managing Director’s monthly Report being sent to all the Directors :

- Industry overview and significant developments in the market;
- Business Strategy and overview of Enterprise Risk Management;
- Competition scenario and significant business & marketing initiatives by the Company;
- Performance outlook and overview of operational and financial performance;
- Overview of the business of the Company;
- Capital budgets and updates, if any;
- Overview of applicable legal/ regulatory changes

The particulars of programmes attended by IDs and time spent therefor etc. during financial year 2019-20, are as under –

| Sr. No. | Name of the Director | No. of Programmes attended | | No. of hours spent | |
|---------|----------------------|----------------------------|---------------------|--------------------|---------------------|
| | | During FY 19-20 | On cumulative basis | During FY 19-20 | On cumulative basis |
| 1. | Mr. A. S. Ruia | 4 | 14 | 1 Hr 45 Mins | 6 Hr 30 Mins |
| 2. | Mr. M. A. Kuvadia | 4 | 8 | 1 Hr 45 Mins | 3 Hr 30 Mins |
| 3. | Mrs. Ranjana Sinha* | 2 | 2 | 1 Hr | 1 Hr |

* Appointed i.e. September 20, 2019