

APM INDUSTRIES LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

As per the requirement of Regulation 25(7) of SEBI (LODR) Regulations 2015, APM Industries Limited proposes to implement the following programmes to 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.

OBJECTIVES

- To adopt a structured programme for orientation and training of Independent Directors so as to enable them to understand the Company – its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.
- To update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

OVERVIEW OF FAMILIARIZATION PROGRAMMES

1. The Independent Directors of the Company are made aware of their role, responsibilities and liabilities at their time of appointment / reappointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement apart from clarifying their roles and responsibilities.
2. The Directors get an opportunity to visit the plant to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR, sustainability etc.
3. Quarterly presentations on operations made to the Board include information on business performance, operations, financial parameters, working capital management, fund flows, senior management changes, compliances etc.
4. At the outset, all the independent directors are provided an overview of:
 - Board Evaluation Process and Procedures;
 - Risk Management Systems & framework;
 - Vigil Mechanism including policy formulation, disclosures, code for Independent;
 - Criteria of independence applicable to Independent Directors as per Listing Agreement on Corporate Governance and the Companies Act, 2013.

The existing Board comprises of Executive, Independent and Non-Executive Directors who have been at the helm of Management of the Company for several years and are fully conversant with the business and operations of the Company.

The Familiarization program for new Directors as and when inducted shall aim to familiarize them with the company, their roles, rights, responsibility in the Company, market, business model of the Company etc.

The existing Board of Directors has complete access to the information within the Company.

Details of the familiarization programmes imparted to independent directors are as follows:

Date of programme	Area covered
29 th January, 2016	SEBI Listing Regulations, Incorporation of WOS, Inter Corporate Investments, Financial Results, and Corporate Governance.

Details of attendance of Independent Directors in Familiarization Sessions are as follows:

Sr. No.	Name of Independent Director	No. of the Sessions attended		No. of hours spent in the Sessions attended	
		During the year	Cumulative till date	During the year	Cumulative till date
1	Shri Khushi Ram Gupta	1	1	1	1
2	Shri Ram Ratan Bagri	1	1	1	1
3	Smt Uma Hada	1	1	1	1

DISCLOSURE

- i. Familiarization programme will be conducted on need basis during the year.
- ii. As and when familiarization programme is conducted, the same will be disclosed on the website of the Company and a web link thereto shall also be given in the Annual Reports of the Company.