



BOMBAY WIRE ROPES LIMITED

CIN: L24110MH1961PLC011922

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Familiarisation Programme for Independent Directors

Preamble

The Regulation 25(7) of Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 provides as under:

“The listed entity shall familiarise the Independent Directors through various programmes about the listed entity, including the following:

- (a) nature of the industry in which the listed entity operates;
- (b) business model of the listed entity;
- (c) roles, rights, responsibilities of Independent Directors; and
- (d) any other relevant information.”

Familiarisation programmes for Independent Directors of the Company

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company’s procedures and practices.

Periodic presentations are also made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company’s business were made at the Board Meetings held during the year. The concerned Executives were invited to the Board meeting and the Independent Directors were explained about the business model of the Company and the nature of the industry in which the Company is engaged. The entire Board of Directors has complete access to the information within the Company.

Independent Directors have the freedom to interact with the Company’s Management. Interactions happen during Board / Committee meetings. Apart from this, the Independent Directors have independent interactions with the Statutory Auditors, the Internal Auditors and External Advisors appointed from time to time.

Further, they meet without the presence of any Management personnel and their meetings are conducted informally to enable the Independent Directors to discuss and understand various matters pertaining to the Company’s affairs and put forth their combined views to the Board of Directors of the Company.

Further, at the time of appointing an Independent Director, a formal letter of appointment is given

to him/her, which inter alia explains the role, function, duties and responsibilities expected of him/her as an Independent Director of the Company.

All the Independent Directors are provided an overview of;

- Criteria of independence applicable to Independent Directors as per regulation 16(1) (b) of the regulations and the Companies Act, 2013;
- Roles, Functions, Duties, Responsibilities and Liabilities of Independent Directors;
- Directors Responsibility Statement forming part of Boards' Report; Vigil Mechanism including Policy formulation, disclosures, code for Independent Directors and obtaining Audit Committee approval, wherever required;
- Risk Management Systems & framework;
- Board Evaluation Process and Procedures;

Disclosure of the Familiarisation Programme:

This Familiarisation Programme 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.