

**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS
(FOR FINANCIAL YEAR 2019-20)**

In pursuance to Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (Listing Regulations) read with Schedule IV to the Companies Act, 2013, the Company is required to familiarise the independent directors about their roles, rights and responsibilities in the Company and also familiarise about the nature of industry in which Company operates, business model of the Company etc.

Somany Ceramics Limited ('the Company') has put in place a system to familiarise the Independent and other Board members about their roles, rights and responsibilities in the Company, the Company, its products, business model and the on-going events relating to the Company.

As part of Familiarisation programme for Independent and other Board members, formal corporate presentations were given at requisite intervals, which covered the presentation on strategies of the company on marketing, production, finance and also measures taken for fraud prevention. The board members were also briefed about their roles, rights and responsibilities in the Company. The Familiarisation programmes also included discussions on regulatory changes and its impact on the Company, state of economy and other related aspects.

The presentation of annual business plans provided Independent Directors and board members an opportunity to understand the roadmap for the future.

Apart from the above, presentations were given during the Board/Committee Meetings to directors, highlighting the performance of the Company, during each Quarter. Each member of the Board, including independent directors have been given complete access to any information relating to the Company, whenever they so requested. Such programmes /presentations provided an opportunity to the Independent Directors and other Board Members to interact with the Senior Management of the Company and helped them to understand the Company's strategy, business model, operations, service and product offerings, markets, organizational structure, finance, human resources, technology, quality, facilities, risk management and such other areas as may be required from time to time.

Number of programme attended and time spent by the Directors on Familiarisation Programme is as given below:

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

| S. No. | Particular of Programme | Name of Directors | | | | | | | | | | |
|--------|--|--|--|---|---|---|---|---|--|---|--|--|
| | | Mr. Shreekant Somany, Chairman & Managing Director | Mr. Abhishek Somany, Managing Director | Mrs. Anjana Somany, Whole Time Director | Mr. Ravinder Nath, Independent Director | Mr. Salil Singhal, Independent Director | Mr. Siddharath Bindra, Independent Director | Mr. Ghanshyam Girdharbhai Trivedi, Non-Executive Non-Independent Director | Mr. Rameshwar Singh Thakur, Independent Director | Mrs. Rumjhum Chatterjee, Independent Director | Mr. Vineet Agarwal, Independent Director** | Mr. T.R. Maheshwari, Non-Executive Non-Independent Director*** |
| | | No. of Hours Attended | | | | | | | | | | |
| 1 | Corporate Presentations on Marketing Strategy | 3.5 | 3.5 | 2.5 | 2.5 | 3 | 2 | 2 | 3 | 1.5 | 2 | 1.5 |
| 2 | Corporate Presentation on Financial Performance of the Company | 2 | 2 | 1.5 | 2 | 2 | 2 | 1.5 | 2 | 2 | 2 | 1.5 |
| 3 | Presentation on Production Process and Production Planning | 0.5 | 0.5 | 0.5 | - | 0.5 | 0.5 | 0.5 | 0.5 | 0.5 | 0.5 | 0.5 |

** Mr. Vineet Agarwal was appointed as an Independent Director of the Company w.e.f. 01.05.2019.

*** Mr. Tuljaram Maheshwari was appointed as Non Executive Non Independent Director of the Company w.e.f. 01.05.2019.