

BINNY MILLS LTD
CIN: L17120TN2007PLC065807

DETAILS OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS CONDUCTED PURSUANT TO CLAUSE 49 (II) (B) (7) OF THE LISTING AGREEMENT.

Binny Mills Limited (“the Company”) has put in place an adequate mechanism to familiarize its Independent Directors about the Company, the industry and business model of the Company. In addition, the Company also undertakes various initiatives, on continuous basis, to update the Independent Directors about the ongoing events and developments relating to the Company, significant changes in regulatory environment.

The Company issues a letter of appointment to the new Independent Director containing, inter alia, their role, rights, responsibilities, duties and liabilities. In order to get familiarized with the business and operations of the Company, the Company also provides to the new Independent Director all information and documents such as the Memorandum and Articles of Association, latest Annual Report, copy of the Code of Conduct for Directors and Senior Management / Code of Conduct for Independent Directors, copy of the Company’s Code for Prohibition of Insider Trading, documents containing information about the Industry in which the Company operates, Business model, capital structure, organization structure, brief profile of the Board of directors and Key Managerial Personnel (KMP) etc. The Company also informs the new Independent Director about the various disclosures and declarations to be submitted by him to the Company as per the regulatory requirements and policies of the Company. The Independent Directors are given complete access to any information relating to the Company.

During the Financial Year, the Company conducted familiarization programmes for Independent Directors. The objective of the familiarization programmes was to provide deeper insights into the operations of the Company to enable the Independent Directors to understand business, to interact with other Directors as well as members of the senior management and auditors of the Company, to understand strategy and long term vision, business model, operations, and product offerings, markets, organization structure, human resources, various policies of the Company. Familiarization Programmes were attended by the Independent Directors of the Company. The brief proceedings of the said Familiarization Programmes are given below.

The Managing Director of the Company made a detailed presentation on the business models, expansion, the current market scenario, and the challenges ahead for the Company. They apprised the Independent Directors of the working and the financial highlights of the Company. They also replied to the queries raised by the Independent Directors in the course of the presentation.

A detailed presentation was made on overview of the Companies Act, 2013, key amendments to clause 49 of the Listing Agreement with the stock exchange.

The presentation also included the roles, rights, duties and responsibilities, limits of Directorships, code of conduct of Independent Directors, Audit Committee, Nomination and

Remuneration Committee, Stakeholders' Relationship Committee, Internal financial control, Directors' responsibility statement, fraud and vigil mechanism, risk and compliance management, corporate social responsibility rules, related party transactions, loans and investments, financial statements, accounting standards, auditors etc. under the provisions of the Companies Act, 2013 and the Listing agreement with the stock exchanges.