

## **HILLTONE SOFTWARE AND GASES LTD**

### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

This Familiarization Programme for Independent Directors of **HILLTONE SOFTWARE AND GASES LTD** (“the HSGL”) has been adopted by the Board of Directors pursuant to SEBI(LODR)Regulations,2015.

#### **OBJECTIVE:**

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The Familiarization programme formulated with the objective of making the Independent Directors of the Company accustomed with the following areas :

- Familiarization with the Company;
- Independent directors roles, rights and responsibilities;
- Board dynamics & functions;
- Company’s businesses and operation;
- Nature of the Industry in which the Company operates;
- Business Model of the Company;
- Compliance and risk management framework and regulatory updates.

The Programme has been designed considering the specific needs of corporate governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act 2013 and the SEBI(LODR)Regulations,2015 as amended from time to time.

#### **PROCESS:**

The programmes/presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.

When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company’s business activities.

New Independent Directors are provided with copy of latest Annual Report, Code of Conduct for Regulating, Monitoring and Reporting of trading by Insiders & Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, Schedule of upcoming Board and Committee meetings.

new Independent Director joining the Board – The Company shall through its Managing Director, Whole time Directors, and other Senior Managerial Personnel familiarize the Independent Director with regard to above areas.

**Disclosure of the Policy:**

This Policy shall be uploaded on the Company’s website and a web link for the same shall also be provided in the Annual Report of the Company. The Board shall review this Program and make revisions as may be required.