



Onward Technologies Limited

Familiarization Program for Independent Directors

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I INTRODUCTION

At Onward Technologies Limited, we strongly believe that continuous learning, induction, training and development are given utmost importance in the Company across all levels to update the Independent Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner.

The familiarization program for Independent Directors is outlined herein pursuant to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. This program aims to provide Independent Directors with the knowledge and keep them up to date in the areas which the Company operates, the business model, operational and financial performance across all segments.

The provision of an appropriate induction program for new Directors and ongoing training for existing Directors is a major contributor to the maintenance of high corporate governance standards of the Company.

The induction process is designed to:

- Build an understanding of Onward Technologies Limited, its businesses and the markets and regulatory environment in which it operates;
- Provide an appreciation of the role and responsibilities of the Director;
- Fully equip the Directors to perform their role on the Board effectively; and
- Develop understanding of Company's people and its key stakeholder relationships.

II. INDUCTION, TRAINING AND FAMILIARISATION PROGRAM FOR THE INDEPENDENT DIRECTORS/ NEW DIRECTORS

- On appointment, the concerned director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments.
- Each newly appointed Independent Director is provided an insight into the Company's business and requested to peruse the Company's website providing host of information on business and financial fronts including required disclosures such as financial results, announcements, various policies of the Company etc.
- Every Director of the Company on their appointment is handed over with a copy of Policy Dossier inter-alia containing;
 - (a) Code of Independent Directors;
 - (b) Code of conduct for Directors and Senior Management;
 - (c) Selection Criteria for Independent Directors;
 - (d) Role of Non-Executive Directors;
 - (e) General Terms of Appointment of Directors;
 - (f) Duties of Board of Directors;
 - (g) Scheduling & Selecting Agenda items for Board Meeting;
 - (h) Code of Conduct and Business Ethics;
 - (i) Policy on Prohibition;
 - of Insider Trading,
 - of Fraudulent & Unfair Trade Practices relating to Securities Market,
 - on Forward Dealings in Securities.

III. REGULAR ORIENTATION PROGRAM

The Company shall conduct a formal orientation program for the Independent Director at regular intervals, which may include familiarization of such Director with the following:

- Roles, rights and responsibilities of the Director and the Board as a whole;
- Company’s vision, core values, ethics and Corporate Governance practices;
- Business Structure and Overview, Corporate strategy, Business Plans and Annual Targets;
- Familiarization with Company’s Business operations, performance, financial statements, other financial matters, Internal control processes and Statutory Compliances;
- Code of Business Ethics and Conduct, Insider Trading Code, Fair Disclosure Code, and others as may be formed by the Company from time to time.

IV. REVIEW OF THE PROGRAM

The Company may review the program and make necessary revisions, as and when required.

V. OUTLINE OF FAMILIARISATION PROCESS

The details of the familiarization program imparted to Independent Directors:

Sr. No.	Date	Name of Independent Directors, Duration (Hrs.)				Areas Covered
		Mr. Pranay Vakil	Mr. Nandkumar Pradhan	Mr. Rahul Rathi	Mr. Parish Meghani	
1.	11 th May, 2018	2	2	2	2	Presentation on Business Overview
2.	20 th July, 2018	2	2	2	2	Presentation on Business Overview and key milestones.
3.	26 th October, 2018	-	-	2	2	Discussion over Auditors, Internal Controls and Financial Reporting.
4.	24 th January, 2019	1	1	1	1	Discussion of ESOP Scheme, 2009.
Total Duration (Hours)		6	6	8	8	
Number of Sessions		4	4	5	5	