

PRABHAT DAIRY LIMITED

FAMILIARIZATION PROGRAMME FOR DIRECTORS (INCLUDING INDEPENDENT DIRECTORS)

Purpose and Objective of the Programmes:

To provide insights into the Company to enable the Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

Familiarization and Continuing Education / Awareness Process:

1. The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Directors with the strategy, operations and functions of the Company.
2. Such programmes / presentations provide an opportunity to the Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
3. The programmes / presentations also familiarises the Directors with their roles, rights and responsibilities.
4. When a new 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.
5. New Directors are provided with copy of latest Annual Report, Code of Conduct, Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.
6. The Company provides the Directors with the tours of company's facilities from time to time.
7. A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, Code of Conduct and obligations on disclosures, is issued.

Other initiatives to update the Directors on a continuing basis:

1. The Directors get an opportunity to visit Company's plants, where plant heads appraise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR, Sustainability etc.
2. At various Board meetings during the year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and other relevant issue.
3. Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, etc.

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