

**FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS OF
N R AGARWAL INDUSTRIES LIMITED**

This Familiarization Program (“the Program”) for Independent Directors of N R Agarwal Industries Limited (“the Company”) has been adopted by the Board of Directors pursuant to Clause 49 of the Listing Agreement.

1. Purpose

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.

2. Familiarization Process

2.1 The Company shall through its Executive and Wholetime Directors / Senior Managerial Personnel conduct programs / presentations to familiarize the Independent Directors with the strategy, operations and functions of the Company;

2.2 Such programs / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team 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;

2.3 the programs / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;

2.4 The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and

2.5 The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

3. Disclosure of the Policy

This Policy shall be uploaded on the Company’s website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

4. Review of the Program

The Board will review this Program and make revisions as may be required.

CIN : L22210MH1993PLC133365

Email: admin@nrail.com, website: www.nrail.com

**415-418, JANKI CENTRE, 29, SHAH INDUSTRIAL ESTATE, OFF. VEERA DESAI ROAD,
ANDHERI (W), MUMBAI – 400 053. TEL: +91 22 67317500, FAX: +91 22 26730227**

**DETAILS OF FAMILIARISATION PROGRAMMES IMPARTED TO
INDEPENDENT DIRECTORS DURING THE YEAR 2015-16**

*(In terms of Regulation 25(7) and Regulation 46(2)(i) of Securities and Exchange Board of India
(Listing obligations and Disclosure Requirements) Regulations, 2015)*

- A. In terms of Regulation 25(7) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall familiarize the Independent Directors through various programmes about the listed entity, including the following:
- (a) nature of the industry in which the listed entity operates;
 - (b) business model of the listed entity;
 - (c) roles, rights, responsibilities of independent directors; and
 - (d) any other relevant information.
- B. Also, in terms of Regulation 46(2)(i) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disseminate the following information on its website: – Details of familiarization programmes imparted to Independent Directors including the following details:-
- (i) number of programmes attended by Independent Directors (during the year and on a cumulative basis till date);
 - (ii) number of hours spent by Independent Directors in such programmes (during the year and on a cumulative basis till date), and
 - (iii) other relevant details
- C. N R Agarwal Limited continues to familiarize the Directors with the functioning of the Company including essential areas such as profile of the Company/ nature of industry, committees of the Board, their roles, responsibilities etc. Periodic presentations are made at the Board and Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Quarterly updates on relevant statutory and regulatory changes are circulated to the Directors. Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

The details of the familiarization programmes attended by the Independent Directors are given below:

Date of the programme: November 5, 2015

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Areas covered:

- Nature of the Industry in which the Company operates;
- Business Model of the Company;
- Performance of the Company in the past 3 years;
- Roles and Responsibilities of the Independent Directors;
- Statutory obligations of the Independent Directors;
- Board Evaluation techniques

S. No.	Name of the Independent Director	No. of Programmes attended		No. of hours spent	
		During the year	On a cumulative basis till date	During the year	On a cumulative basis till date
1.	Shri P Kumar	1	1	2	2
2.	Shri S N Chaturvedi	1	1	2	2
3.	Shri C R Radhakrishnan	1	1	2	2
4.	Shri N K Garg	1	1	2	2

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**DETAILS OF FAMILIARISATION PROGRAMMES IMPARTED TO
INDEPENDENT DIRECTORS DURING THE YEAR 2016-17**

*(In terms of Regulation 25(7) and Regulation 46(2)(i) of Securities and Exchange Board of India
(Listing obligations and Disclosure Requirements) Regulations, 2015)*

- A. In terms of Regulation 25(7) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall familiarize the Independent Directors through various programmes about the listed entity, including the following:
- (a) nature of the industry in which the listed entity operates;
 - (b) business model of the listed entity;
 - (c) roles, rights, responsibilities of independent directors; and
 - (d) any other relevant information.
- B. Also, in terms of Regulation 46(2)(i) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disseminate the following information on its website: – Details of familiarization programmes imparted to Independent Directors including the following details:-
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- C. N R Agarwal Limited continues to familiarize the Directors with the functioning of the Company including essential areas such as profile of the Company/ nature of industry, committees of the Board, their roles, responsibilities etc. Periodic presentations are made at the Board and Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Quarterly updates on relevant statutory and regulatory changes are circulated to the Directors. Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

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Date of the programme: October 28, 2016

Areas covered:

- Nature of the Industry in which the Company operates;
- Business Model of the Company;
- Performance of the Company in the past 3 years;
- Roles and Responsibilities of the Independent Directors;
- Statutory obligations of the Independent Directors;
- Board Evaluation techniques

S. No.	Name of the Independent Director	No. of Programmes attended		No. of hours spent	
		During the year	On a cumulative basis till date	During the year	On a cumulative basis till date
1.	Shri P Kumar	1	2	2	4
2.	Shri S N Chaturvedi	1	2	2	4
3.	Shri C R Radhakrishnan	1	2	2	4
4.	Shri Ajay Nair	1	1	2	2

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