

FGP LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

1.0 Objective

The Company shall follow a structured orientation programme for the Independent directors to familiarize them to understand:

- a) The nature of Industry the Company operates its business model,
- b) To understand and update on the business and operations of the Company and update thereon.
- c) Their roles, rights and responsibilities.

2. Orientation Process

2.1 The Company shall familiarize the Independent Directors with the strategy, operations and functions of the Company, through presentations in the Board meetings, which would include the following:

- **Business Overview**
 - Industry Overview – Global/ Domestic
 - Market Segments Overview – Replacement / OEM's/ Exports
 - Strategy alignment for growth and profitability optimisation
- **Financial Performance**
 - Actuals vs. Budget and reasons for variations, if any.
 - Industry performance vis-à-vis Company's performance
- **Risk Assessment and mitigation process**
 - Identification of Risks and Mitigation process
 - Periodical Review of mitigation of identified risks
 - Periodical modification in the list of identified risks
- **Statutory Compliances**

2.2 Such presentations will provide an opportunity to the Independent Directors to understand the Company's strategy, business model, operations, service offerings, markets, organization structure, finance, human resources, quality,

facilities and risk management and such other areas as may arise from time to time;

2.3 In additions, the programs / presentations shall also be made to familiarize the Independent Directors with their roles, rights and responsibilities;

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

2.5 The Company may also conduct an independent survey by an external agency on effectiveness of follow-up and the Board processes, whenever necessary.

3.0 Disclosure of the Policy

3.1 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.

4.0 Review of the Program

4.1 The Board will review this Program and make revisions from time to time, keeping in view the provisions of Clause 49 of the Listing Agreement and also provisions of other applicable laws.

Version	1.0
Approved by	Board of Directors
Approval Date	February 2, 2015