



## **GODREJ PROPERTIES LIMITED**

### **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

❖ **PREAMBLE:**

In terms of Clause 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), the Company is required to familiarise the Independent Directors with the business and operations of the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and the ongoing events relating to the Company.

This programme aims to provide the Independent Directors insights into the Company to enable them to understand the Company’s business and operations so that they are able to play a meaningful role in the overall governance processes of the Company.

❖ **OBJECTIVE:**

The objective of a familiarization programme is to ensure that the independent directors are updated on the business environment and overall operations of the company. The familiarization programme shall aim at helping the independent directors to understand their roles, functions, rights and responsibilities.

❖ **FAMILIARISATION PROGRAMME:**

The familiarization programme at the Company is a continuous and ongoing activity and is achieved by the Company through following means/ methods;

- The Independent Directors are issued a formal letter of appointment at the time of their appointment which includes, inter alia, their role, rights and responsibilities and the terms and conditions of their appointment.
- The Independent Directors are also made aware of their roles, duties and responsibilities, remuneration and performance evaluation process, etc.
- Quarterly presentations on operations are made to the Board through presentations and discussions informing about overall economic trends, the performance of the Real Estate Industry and that of the Company, analysis of the circumstances which helped or adversely impacted the Company's performance and the initiatives taken / proposed to be taken to bring about an overall improvement in the performance of the Company, comparison of the Company's performance with its peers in the Industry as available in public domain, marketing strategy, business risks and mitigation plan etc.

- The Directors are updated about major developments through emails etc.
- The Directors are updated every quarter about major changes affecting areas of Companies Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, legal updates, major amendments of direct and indirect tax laws affecting the sector in which Company operates.
- The roles, functions, duties, rights and responsibilities of the independent directors shall be as per the provisions of the Companies Act, 2013 read with Schedule IV and the Listing Regulations, are incorporated in the terms and conditions associated with the appointment.

❖ **SUMMARY OF FAMILIARIZATION PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS:**

<b>Financial Year</b>	<b>Total number of hours spent by Independent Directors</b>
<b>2017-18</b>	<b>12 hours (cumulative basis)</b>
<b>2018-19</b>	<b>12 hours (cumulative basis)</b>
<b>2019-20<sup>@</sup></b>	<b>16 hours (cumulative basis)</b>
<b>Total</b>	<b>40 hours</b>

<sup>@</sup> includes number of hours spent by newly appointed independent director towards induction program

**Review**

The Familiarisation program for the independent directors will be reviewed from time to time and revised as required.