

WINRO COMMERCIAL (INDIA) LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

1. Preamble

The Clause 49 (II) (B) (7) of the Listing Agreement (effective from 1st October, 2014) with Stock Exchange stipulates that

- a) The Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.
- b) The details of such familiarization programmes shall be disclosed on the Company's Website and a web link thereto shall be given in the Annual Report.

In accordance with the same Familiarization Programme ("the Programme") for Independent Directors has been adopted by the Board of Directors of WINRO COMMERCIAL (INDIA) LIMITED ("the Company").

2. Administration:

The Familiarization programme for Independent Directors will be administered and Monitored by Nomination and Remuneration Committee.

3. Familiarization module for Independent Directors:

The module will be on the following lines and will be restructured as and when necessary.

a. Purpose:

The Programme aims to provide insights into the Company to enable the Independent Directors to understand their roles, rights, responsibilities in the Company and get updated on the Business & Operations of the Company and contribute significantly to the Company.

b. Objective:

The Company will follow a structured orientation programme for the Independent Directors to understand and get updated on the business and operations of the Company on a continuous basis.

c. Familiarization Process

- i. The Company shall through its Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions

of the Company;

- ii. 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;
- iii. the programs / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;
- iv. 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
- v. The Company may conduct an introductory familiarization program /presentation, when a new Independent Director comes on the Board of the Company.

d. Programme and disclosure:

- i. Familiarization programme will be conducted “as needed” basis during the year.

4. 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.
