

FRUITION VENTURE LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

❖ Introduction:

Pursuant to Regulation 25(7) & 46(2)(i) of SEBI (LODR) Regulations, 2015, 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.

❖ Purpose & Objective:

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

❖ Familiarization Process-

At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the terms, role, duties and responsibilities expected of him/her as an Independent Director of the Company.

The Independent Directors are presented with an overview of the following-

- Criteria of independence applicable to Independent Directors as per Clause 49 of the Listing Agreement on Corporate Governance and the Companies Act, 2013
- Code of Conduct for all Board Members
- Updates on business model, nature of industry, operations and financial performance of the Company
- Presentations on Annual Budgets, Internal & Statutory Audit, Corporate Social Responsibility, strategies and business performance of the Company
- Updates on significant developments in the Company
- Policies of the Company on corporate social responsibility, remuneration criteria, vigil mechanism, related party transactions, risk management etc
- Independent Directors have the freedom to interact with the Company's management and the senior leadership team of the Company.

Presentations are made regularly to the Board of Directors / Audit Committee (AC). This helps them to understand the Company's strategy, business model, operations, products, markets, organization structure, facilities, risk management and such other areas.

- Independent Directors are also free to meet separately without the presence of any management personnel and their meetings are conducted informally to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.

❖ **The details as required under Regulation 46(2)(i) of the SEBI (LODR) Regulations, 2015 are as under:**

Sr. No.	Name of Independent Director	Numbers of programmes attended 2015-16		Numbers of hours spent in such programmes 2015-16	
		2016	On cumulative basis till date	2016	On cumulative basis till date
1.	Mr. Tarsem Kumar Jain	2	2	2 hours	2 hours
2.	Mr. Sunit Gupta	2	2	2 hours	2 hours
3.	Mrs. Deepika Jain	2	2	2 hours	2 hours

***Notes:**

All the Independent Directors are associated with the Company are well versed with the Company's business, the products and services supplied by the Company, the nature and dynamics of the industry in which it operates.

Since the SEBI (LODR) Regulations, 2015 have come into effect during the year 2015-16; the details of cumulative hours spent on familiarization mentioned here in above is from FY 2015-16.

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