
RESTILE CERAMICS LIMITED
FAMILIARISATION PROGRAMME FOR
INDEPENDENT DIRECTORS

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Restile Ceramics Limited (“**Company**”) has in place systems and processes to ensure that directors (Independent and non-executives) are familiar with various aspects of the Company including:

- (a) Nature of the industry in which the Company functions;
- (b) Key areas of business and performance of the Company;
- (c) Roles, rights, responsibilities of the Independent Directors;
- (d) Any other relevant information required by Independent and Non – Executive Directors to discharge their functions, thereby maintaining optimum governance standards within the Company.

With the objective of keeping the Board updated of all the developments taking place in the Company as well as the industry, the management makes presentations to the Directors. The detailed discussions and presentations are facilitated by the Company’s senior management.

The Company inter-alia conducted following programmes / presentations from time to time to familiarise the Independent Directors about the Company:

- Business Strategy / Plan of the Company in background of the industry outlook;
- Updates on borrowing programme and liquidity position of the Company;
- Efficiency of internal controls, risk management system, strategy followed and new initiatives taken with regard to risk management;
- Presentation on information technology framework / systems of the Company and strategy ahead;
- New initiatives and strategic decisions regarding Company’s business;
- Major regulatory updates and its impact on the Company;
- Rights/Liability & duties of Directors under Companies Act, 2013;
- Cyber Security;
- Regulatory aspects under SEBI Listing Regulations;
- Independent Review of Related Party Processes by an external party;
- Induction Programmes for new Independent Director;
- Secretarial Standards.

Additionally, Independent Directors are briefed on their roles, duties, rights and responsibilities as an Independent Director of the Company at the time of their appointment through formal appointment letter.

Details as required under Regulation 46(2) of the Listing Regulations are mentioned below:

Name of Independent Director	No. of Programme attended in financial year 2023-24	No. of hours spent
Tenkasi Ramanarayanan Seetharaman	1	3
Nalandula Ramachandran Srinivasarao	1	3
Gopalachari Padmanabhan	1	3
Yash Kaushik Shah	1	3
Mani	1	3

It remains the constant endeavour of the Company to continually update its Directors on the various developments, facilitate interaction with various functional and department heads of the Company and external experts.
