

FINOLEX INDUSTRIES LIMITED

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS.

Preamble

Clause 49 of the Listing Agreement with the Stock Exchanges inter-alia stipulates that 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.

Overview of the Familiarisation process

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' documents folder containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years, Sustainability Reports, Investor Presentations, recent Media Releases etc is handed over to the new director. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, business strategy and risks involved. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly updated to the Directors.

Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters

pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

Disclosure

This document 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.

Review

The Board will review this Program and make amendments as may be required from time to time.

Details of Familiarization sessions held pursuant to the policy during the financial year 2015-2016 are as follows:

Independent directors are also taken through detailed business strategy for various businesses during the independent directors meetings which was held on 13th February, 2016 during the financial year.

| Date of Programme | Area Covered |
|---------------------------------|---|
| 13 th February, 2016 | Session I: Presentation on Business modules and strategies of the Company. |
| | Session II: Updates on amendments of various important status and notification/amendment of rules, regulations and various circulars of various status. |

| S.No. | Name of Independent Director | No. of the Sessions attended | | No. of hours spent in the Sessions attended | |
|-------|------------------------------|------------------------------|----------------------|---|----------------------|
| | | FY 2015-16 | Cumulative till date | FY 2015-16 | Cumulative till date |
| 1 | Mr.Sanjay K.Asher | 2 | 2 | 2 | 2 |
| 2 | Mr.Kanaiyalal N.Atmaramani | 2 | 2 | 2 | 2 |
| 3 | Mr.Dara N.Damania | 2 | 2 | 2 | 2 |
| 4 | Mr.Shrikrishna N.Inamdar | 2 | 2 | 2 | 2 |
| 5 | Mr.Prabhakar D.Karandikar | 2 | 2 | 2 | 2 |
| 6 | Dr.Sunil U.Pathak | 2 | 2 | 2 | 2 |