

# *Jai Balaji Industries Limited*

## FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

**Date : 8th February, 2019**

### **Preamble**

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors should be familiarised with the Company's business, their role, rights, duties and 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 Familiarization process of the Company**

Jai Balaji Industries Limited ("the Company") conducted a familiarization programme for the Independent Directors at its registered office situated at 5, Bentinck Street, Kolkata – 700 001.

Through the familiarization programme, the Company intends to achieve the following objectives:

- To apprise the Directors about the business model, corporate strategy, nature of industry, business plans and operations of the Company.
- To familiarize them with the Company's financial performance, annual budgets, internal control processes and statutory compliances.
- To apprise them about their roles and responsibilities in the Company.
- To familiarize them with Company's vision, core values, ethics and Corporate Governance practices.

### **Details of the programme are given below:**

The programme was conducted in the presence of the Chairman and Managing Director, and all the existing Independent Directors of the Company.

The Chairman accustomed the Directors about the present scenario of the Steel Industry. The Industry has huge scope of in the future with massive scale of infrastructural development happening. The steel industry caters to many other industrial sectors as such too.

The Chairman further apprised the Directors of the Company's product suit & portfolio overview, the business model of the Company, the nature of steel sector in which the Company operates, the major challenges keeping in view the cyclical swings that the steel industry is subject to, particularly arising from factors such as excess capacity, regional demand & supply imbalances and volatile swings in market demand and prices, more recently exacerbated by swings in input prices as well as changes in the regulatory environment which is a matter of serious concern. The Chairman briefed the Directors about the strategies and growth plans devised by the Company to survive in the challenging environment taking into consideration the suggestions extended by the Directors.

The Chairman thereafter apprised the Directors of their roles, rights and responsibilities in alignment with the Companies Act, 2013 and rules made therein and the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 as effective from December 1, 2015 and offered a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The Chairman further stated that we at Jai Balaji believe that investment in development of the Board strengthens the Directors in individual capacity as well as the Board as a whole. As a matter of good corporate governance, the Company shall make all endeavours to conduct such programmes in future, when need be, so as to familiarise and update the Independent Directors about the business and operations of the Company on a continuous basis.