

INDO COTSPIN LIMITED

FAMILIARISATION PROGRAMME MODULE FOR INDEPENDENT DIRECTORS

Preamble

The Familiarization Program Module (“the Program”) for Independent Directors (“ID”) of Indo Cotspin Limited (“the Company”) has been adopted by the Board of Directors pursuant to Securities and Exchange Board of India vide Circular no. CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014

As per the requirement of Clause 49(II)(B)(7) of the Listing Agreement, the company is required to 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 this programme.

The program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

Familiarization Programme

1. The Company shall organize familiarization programme for the Independent Directors to appraise about the Company, nature of the industry in which it operates, business module of the Company, roles, functions and duties of the Independent director as per the provisions of Listing agreement and Companies Act, 2013.
2. Independent Director shall be familiarized with the Company in the following areas and shall be updated with changes in the Company related to the policies, procedures, business and strategies of the company as and when required:

a. Operations and Research & Development:

It will include the following

- i. Explaining about various stages of business process, business activities, etc.
- ii. If Independent director is interested in meeting the employees of any specific department or functional heads or getting any further detail, the same will also be arranged.

b. Marketing & Sales:

It will include the following:

- i. Covering details of nature of industry;
- ii. regular update on products, brands, position of the Company in the industry;
- iii. keep informed well about the company and external environment in which it operates

c. Finance :

It will include the following:-

- i. Covering details of the business model of the Company, financial details, risk management, etc;
- ii. Modes of arranging funds for the Company.

- iii. Internal control systems

d. Human Resource and Secretarial:

It will include the following:-

- i. about history of the Company, current profile and vision and mission of the Company;
- ii. shareholding pattern, the Board structure, the Board Committees and their functions, policies applicable to the director, their roles, responsibilities, duties, rights as a director;
- iii. duties, roles and functions of Independent directors as per Companies Act, 2013 and Listing Agreement.

Disclosure of the Programmes

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.
