

UDAIPUR CEMENT WORKS LIMITED

Familiarisation Programme for Independent Directors

Background:

In accordance with provisions of Clause 49 of the Listing Agreement with the Stock Exchange, 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 various programmes.

Details of Familiarization Programmes:

1. Formal letters of appointment have been issued to the Independent Directors which, *inter alia*, incorporate their roles, duties and responsibilities. In addition, the Company has provided copies of Code of Conduct for Members of the Board of Directors and Sr. Executives, Code of Conduct for Prevention of Insider Trading and other regulatory updates/policy framework from time to time.
2. Presentations are also made to all the Directors in order to familiarize them with the nature of industry, achievements/awards & recognition/accolades, new products, expansion, technology, strategy/budgets, industry, marketing, cost conservation, identification and mitigation of various risks, etc.
3. From time to time, visit of all the directors is organized to various manufacturing plants of the Company. This provides them an opportunity to have better understanding of manufacturing operations and processes.