

V-Guard Industries Ltd

Details of familiarisation programmes provided to Independent Directors

During the Financial Year 2016-17, various presentations were made from time to time to the Independent Directors to acquaint them about the nature of industry in which the Company operates, its business model, product vertical, peer performance etc. The Board is also regularly apprised of all regulatory and policy changes that are applicable to the Company. Letters of appointment, detailing their roles and duties to be performed on the Board of the Company, have been issued to all the Independent Directors.

Detailed agenda for all the meetings of the Board and Sub-committees of the Board were forwarded to all Directors, in advance, to enable the Board members perform their duties and roles effectively. Agenda of quarterly meetings cover all the statutory information to be provided in accordance with the provisions of Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company facilitates detailed deliberations on each agenda item of the meetings of the Board and Sub-committees of the Board.

Quarterly presentations on operations made to the Board included information on product wise Sales Analysis, Contribution to total turnover, EBITDA analysis, Financial Highlights, Expenses comparison, Strategies and progress of various strategic initiatives. During the year under review, presentations were made on provisions relating to Indian Accounting Standards and its implications on the financial statements of the Company and potential effect of Goods Services Act, basis the draft Law issued by the Ministry.

As per the requirements of Regulation 46(2)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of familiarisation programmes and attendance of Independent Directors in those programmes (in hours) is given in the table annexed herewith. The details are given for the Financial Year beginning April 1st, 2015 onwards.

Details of programmes	Mr. Cherian N Punnoose		Mr. A K Nair		Mr. Ullas K Kamath		Mr. C J George		Total Hours	
	16-17	Cumulative	16-17	Cumulative	16-17	Cumulative	16-17	Cumulative	16-17	cumulative
Performance of the Company	8	16	8	16	4	12	4	10	24	54
Strategy and Strategic initiatives	8	16	8	16	4	10	6	10	26	52
Regulatory Updates	5	10	5	8	2	4	2	4	14	26
Presentation on Indian Accounting Standards	1	1	1	1	-	-	-	-	2	2
Presentation on Internal Financial Controls (2015-16)	-	2	-	2	-	2	-	1	-	7
Total for the FY and Cumulative	22	45	22	43	10	28	12	25	66	141