



## **GLOSTER LIMITED**

### **DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

#### **DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS DURING FINANCIAL YEAR 2023-24**

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The Company has an orientation process/familiarization programme for its Independent Directors with emphasis on:

- Nature of the industry in which the Company operates
- Business model of the Company
- Roles, rights, responsibilities of Independent Directors

#### **FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The programmes / presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.
- When a new Independent Director comes on the Board of the Company, a meeting is required to be arranged with the Chairperson, Managing Director, Chief Financial Officer and Company Secretary to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- The Company provides the Directors with the tours of Company's facilities from time to time.
- A detailed Appointment Letter incorporating the role, duties and responsibilities and remuneration is issued for the acceptance of the Independent Directors.
- Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, donations, regulatory scenario etc.

The details of orientation given to the Independent Directors during the Financial Year 2023-24 are as follows:

<b>Details of Familiarization Programmes imparted to Independent Directors</b>	Visit to the Mill of the Company at Bauria, Howrah, West Bengal on 13 <sup>th</sup> February 2024 was attended by all the Independent Directors. During the visit the Independent Directors were apprised on the operation system of the Mill and were taken for a tour of the greenfield Jute Mill of the Company's Wholly Owned Subsidiary (WOS) Gloster Nuvo Limited and the cable factory of the Company's another WOS – Fort Gloster Industries Limited at Bauria.
<b>Purpose of Programme</b>	<ul style="list-style-type: none"> <li>• To familiarise the Independent Directors about the Jute industry</li> </ul>



	<ul style="list-style-type: none"> <li>• To update about the progress of the projects of the Wholly Owned Subsidiaries.</li> <li>• To update Independent Directors of the Company regarding scale and details of its operations</li> <li>• New and significant modernisation and improvements in process have been undertaken during the Financial Year.</li> <li>• To familiarise with Business Model of the Company</li> <li>• To familiarise with Business Model of the Wholly Owned Subsidiaries</li> <li>• To apprise in detail about the process of production of Jute</li> <li>• To brief roles, rights, responsibilities of Independent Directors</li> </ul>
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<b>No. of programmes attended by Independent Directors on familiarization programme</b>									
<b>Shri Prabir Ray</b>		<b>Shri S N Bhattacharya</b>		<b>Shri Rohit Bihani</b>		<b>Ms. Ishani Ray</b>		<b>Mr. Yogendra Singh</b>	
<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>
1	6	1	6	1	3	1	4	1	1

<b>No. of hours spent by Independent Directors on familiarization programme</b>									
<b>Shri Prabir Ray</b>		<b>Shri S N Bhattacharya</b>		<b>Shri Rohit Bihani</b>		<b>Ms. Ishani Ray</b>		<b>Mr. Yogendra Singh</b>	
<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>	<b>2023-24</b>	<b>Cumulative till date</b>
4	24	4	24	4	12	4	16	4	8

Mr. Yogendra Singh, Non-Executive Non-Independent Director, Mr. Ajay Kumar Agarwal, CFO and Mr. Ayan Datta, CS, were voluntarily added in the Familiarization Programme of the Company.

Date: 13/02/2024