



**DETAILS OF FAMILIARIZATION PROGRAMME**  
**FOR INDEPENDENT DIRECTORS**  
**DURING THE FINANCIAL YEAR 2021-22 AND CUMULATIVE TILL 31 MARCH, 2022**

**Introduction:**

- Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that the Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, etc., through various programmes.
- Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that details of such familiarization programmes shall be disclosed on the Company's website.

In purview of the above, the Company has adopted a familiarization programme for the Independent Directors which inter alia includes:

- Presentation of an elaborated note on business operations with regard to the operations and financial position of the Company as at the end of each quarter to the Board members with the Agenda of each Board Meeting and at the meeting in the form of a power point presentations in presence of the Corporate Head – HR & Operations, Chief Financial Officer, Head (OE Marketing & Business Development) and Head (Legal) & Company Secretary who answer the queries of the Directors, if any arising out of such reports to the satisfaction of the Directors.
- Updating the Directors of any amendments in laws, rules and regulations as applicable on the Company through various presentations at the Board Meeting(s) in consultation with the Statutory Auditors, Internal Auditors and the Secretarial Auditors of the Company likewise the Companies Act, SEBI Laws, Listing Regulations and such other laws and regulations as may be applicable.

During the Financial Year 2021-22, the familiarization programmes for the Directors have been conducted as per the following details:

| <b>S.No.</b> | <b>Date of Programme (Board Meeting)</b> | <b>Familiarization Areas Covered</b>  | <b>Other relevant part of the respective programme</b> |
|--------------|--|---|--|
| 1.           | <b>11<sup>th</sup> June, 2021</b>        | <ul style="list-style-type: none"><li>• Business Operations of the Company for the quarter/year ended 31<sup>st</sup> March, 2021</li><li>• Revenue Budget for FY' 22</li><li>• Updates on amendments in the Corporate Social Responsibility (CSR) of the Company</li><li>• Assessment and Evaluation of Risks</li><li>• Annual Statutory Reports</li></ul> |  |
| 2.           | <b>12<sup>th</sup> August, 2021</b>      | <ul style="list-style-type: none"><li>• Business Operations of the Company for the quarter ended 30<sup>th</sup> June, 2021</li><li>• Updates on "Bharat Gears Limited - Employees Stock Option Scheme 2021"</li><li>• Updates on Rights Issue of Equity Shares of the Company</li><li>• Assessment and Evaluation of Risks</li></ul>                       |  |



|    |                                       |   |  |
|----|---------------------------------------|---|--|
| 3. | <b>20<sup>th</sup> October, 2021</b>  | <ul style="list-style-type: none"> <li>• Updates on Rights Issue of Equity Shares of the Company</li> </ul>   |  |
| 4. | <b>02<sup>nd</sup> November, 2021</b> | <ul style="list-style-type: none"> <li>• Business Operations of the Company for the quarter/half year ended 30<sup>th</sup> September, 2021</li> <li>• Assessment and Evaluation of Risks</li> </ul>                      |  |
| 5. | <b>09<sup>th</sup> February, 2022</b> | <ul style="list-style-type: none"> <li>• Business Operations of the Company for the quarter/nine months ended 31<sup>st</sup> December, 2021</li> <li>• Assessment and Evaluation of Risks</li> </ul>                     |  |
| 6. | <b>24<sup>th</sup> March, 2022</b>    | <ul style="list-style-type: none"> <li>• Revenue &amp; Capital Budget for FY' 23</li> <li>• Annual action plan for spending on Corporate Social Responsibility (CSR) activities for the financial year 2022-23</li> </ul> |  |

Due to Novel Corona Virus (COVID-19) outbreak in the Country, the Independent Directors attended the above programmes during the Financial Year 2021-22 through Audio Visual means in the interest of health and safety.

**Details of attendance of Independent Directors in familiarization programme and no. of hours spent in such programmes during the Financial Year 2021-22 are as follows:**

| S. No. | Name of Independent Director | No. of the session attended | No. of hours spent on programmes attended |              |                  |
|--------|------------------------------|-----------------------------|---|--------------|------------------|
|        |                              |                             | Date                                      | No. of Hours | Cumulative Hours |
| 1.     | <b>Mr. W.R. Schilha</b>      | 6                           |   |              |                  |
|        |                              |                             | 11 <sup>th</sup> June, 2021               | 1.15         | 1.15             |
|        |                              |                             | 12 <sup>th</sup> August, 2021             | 1.30         | 2.45             |
|        |                              |                             | 20 <sup>th</sup> October, 2021            | 0.15         | 3.00             |
|        |                              |                             | 02 <sup>nd</sup> November, 2021           | 0.30         | 3.30             |
|        |                              |                             | 09 <sup>th</sup> February, 2022           | 1.00         | 4.30             |
|        |                              |                             | 24 <sup>th</sup> March, 2022              | 2.00         | 6.30             |
| 2.     | <b>Mr. Rakesh Chopra</b>     | 6                           |   |              |                  |
|        |                              |                             | 11 <sup>th</sup> June, 2021               | 1.15         | 1.15             |
|        |                              |                             | 12 <sup>th</sup> August, 2021             | 1.30         | 2.45             |
|        |                              |                             | 20 <sup>th</sup> October, 2021            | 0.15         | 3.00             |
|        |                              |                             | 02 <sup>nd</sup> November, 2021           | 0.30         | 3.30             |
|        |                              |                             | 09 <sup>th</sup> February, 2022           | 1.00         | 4.30             |
|        |                              |                             | 24 <sup>th</sup> March, 2022              | 2.00         | 6.30             |
| 3.     | <b>Mr. V.K. Pargal</b>       | 6                           |   |              |                  |
|        |                              |                             | 11 <sup>th</sup> June, 2021               | 1.15         | 1.15             |
|        |                              |                             | 12 <sup>th</sup> August, 2021             | 1.30         | 2.45             |



|    |                                |   |                                 |                     |                         |
|----|--------------------------------|---|---------------------------------|---------------------|-------------------------|
|    |                                |   | 20 <sup>th</sup> October, 2021  | 0.15                | 3.00                    |
|    |                                |   | 02 <sup>nd</sup> November, 2021 | 0.30                | 3.30                    |
|    |                                |   | 09 <sup>th</sup> February, 2022 | 1.00                | 4.30                    |
|    |                                |   | 24 <sup>th</sup> March, 2022    | 2.00                | 6.30                    |
| 4. | <b>Ms. Hiroo Suresh Advani</b> | 6 | <b>Date</b>                     | <b>No. of Hours</b> | <b>Cumulative Hours</b> |
|    |                                |   | 11 <sup>th</sup> June, 2021     | 1.15                | 1.15                    |
|    |                                |   | 12 <sup>th</sup> August, 2021   | 1.30                | 2.45                    |
|    |                                |   | 20 <sup>th</sup> October, 2021  | 0.15                | 3.00                    |
|    |                                |   | 02 <sup>nd</sup> November, 2021 | 0.30                | 3.30                    |
|    |                                |   | 09 <sup>th</sup> February, 2022 | 1.00                | 4.30                    |
|    |                                |   | 24 <sup>th</sup> March, 2022    | 2.00                | 6.30                    |
| 5. | <b>Mr. Raman Nanda*</b>        | 2 | <b>Date</b>                     | <b>No. of Hours</b> | <b>Cumulative Hours</b> |
|    |                                |   | 11 <sup>th</sup> June, 2021     | 0.00                | 0.00                    |
|    |                                |   | 12 <sup>th</sup> August, 2021   | 0.00                | 0.00                    |
|    |                                |   | 20 <sup>th</sup> October, 2021  | 0.00                | 0.00                    |
|    |                                |   | 02 <sup>nd</sup> November, 2021 | 0.00                | 0.00                    |
|    |                                |   | 09 <sup>th</sup> February, 2022 | 1.00                | 1.00                    |
|    |                                |   | 24 <sup>th</sup> March, 2022    | 2.00                | 3.00                    |

**0.0 indicates Director not present in the meeting**

**\* Mr. Raman Nanda appointed as an Additional Director in capacity of Non-Executive Independent Director of the Company w.e.f 29<sup>th</sup> December, 2021.**

**DETAILS OF FAMILIARIZATION PROGRAMME**  
**ATTENDED BY INDEPENDENT DIRECTORS**  
**CUMULATIVE TILL 31 MARCH, 2022**

| S. No. | Name of Independent Director   | Cumulative Hours as on 01 April, 2021 |              | Hours during Financial Year 2021-22 |              | Cumulative Hours as on 31 March, 2022 |              |
|--------|--------------------------------|---------------------------------------|--------------|-------------------------------------|--------------|---------------------------------------|--------------|
|        |                                | No. of Programmes                     | No. of Hours | No. of Programmes                   | No. of Hours | No. of Programmes                     | No. of Hours |
| 1.     | <b>Mr. W.R. Schilha</b>        | 20                                    | 42.45        | 6                                   | 6.30         | 26                                    | 49.15        |
| 2.     | <b>Mr. Rakesh Chopra</b>       | 29                                    | 61.40        | 6                                   | 6.30         | 35                                    | 68.10        |
| 3.     | <b>Mr. V.K. Pargal</b>         | 29                                    | 60.25        | 6                                   | 6.30         | 35                                    | 66.55        |
| 4.     | <b>Ms. Hiroo Suresh Advani</b> | 30                                    | 63.20        | 6                                   | 6.30         | 36                                    | 69.50        |
| 5.     | <b>Mr. Raman Nanda</b>         | 0                                     | 0.00         | 2                                   | 3.00         | 2                                     | 3.00         |