

GODHA CABCON & INSULATION LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

I. Preamble

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") came into force from December 1, 2015. As per Regulation 25 and 46 of SEBI LODR Godha Cabcon & Insulation ("the Company") is required to frame a familiarization programme for independent directors.

Accordingly, the Board of Directors of the Company on November 30, 2017 has adopted familiarization programme for independent directors. The familiarization programme shall come into effect from the date of listing of Equity Shares of the Company on the stock exchange(s).

II. Details of familiarization programmes for Independent Directors:

The Company has established an orientation process/familiarization programme for its Independent directors that includes:

- a) Briefing on their role, responsibilities, duties, and obligations as a member of the Board.
- b) Nature of business and business model of the Company, Company's strategic and operating plans.
- c) Matters relating to Corporate Governance, Code of Business Conduct, Risk Management, Compliance Programs, Internal Audit, etc.

As a process when a new independent director is appointed, a familiarization programme as described above is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed. Each of our independent directors has attended such orientation process/familiarization programme when they were inducted into the Board and these programs are generally spread over two days.