



SAHARA
INDIA PARIWAR

SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

CIN: L67120MH1981PLC024947

REGISTERED OFFICE Sahara India Point, CTS 40 – 44, S.V. Road, Goregaon (West), Mumbai – 400 104.

Tel: 022 4293 1818. **Fax:** 022 4293 1870.

E-mail: investors@sahara-one.com **Website:** www.sahara-one.com

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

(In terms of Clause 49 of the Listing Agreement)

PREAMBLE:

Clause 49 of the Listing Agreement with the Bombay Stock Exchange inter-alia stipulates that the Company shall familiarize its Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company, their own roles, rights, responsibilities in the Company etc., through various programmes.

PURPOSE AND OBJECTIVE OF THE FAMILIARISATION PROGRAMMES:

To provide insight into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

OVERVIEW OF THE FAMILIARISATION PROCESS:

The Board members (Independent and Non-Independent) of Sahara One Media and Entertainment Limited (hereinafter referred to as "the Company"), are afforded every opportunity to familiarize themselves with the Company, its management and its operations and above all the Industry perspective and issues. In this perspective, they are made to interact with senior management personnel and are given all information, details and documents as sought by them for enabling an in depth understanding of the Company, its various operations and the industry in which it operates.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS:

- The Company through its Key Managerial Personnel conducts programmes and presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmes /presentations, as part of Board discussions, provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and also help them to understand the Company's business model, operations, service and product offerings, markets, customer base, strategy, organization structure, finance, human resources, technology, quality and risk management and such other areas as may be relevant from time to time.



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- The programmes/presentations also familiarise the Independent Directors with their own roles, rights, responsibilities .
 - When a new Independent Director is inducted on the Board of the Company, a meeting is arranged with the Chairperson, Executive Directors and Key Managerial Personnel to discuss the functioning of the Board and the nature of operations of the Company.
 - New Independent Directors are provided with copy of latest Annual Report, the Company's Code of Conduct, the Code of Conduct for Prohibition of Insider Trading and the Code of Corporate Disclosure Practices.
 - New Independent Directors are provided with a detailed Appointment Letter containing inter alia roles, duties and responsibilities, remuneration and performance evaluation process, Code of Conduct and obligations on disclosures and so on, is issued to the Independent Directors.
 - In addition to the above, the Company has a web based information portal which is available to only the Directors. This has sections on Company matters; Laws & Regulations; Sustainability aspects; Company's quarterly progress on various operating units and projects under construction, etc.
 - New Independent Directors are provided with a detailed overview of the Vigil Mechanism including policy formulation, disclosures, code for Independent Directors, Risk Management systems & framework, Board evaluation process and procedures, budget and control procedures, dealing with Related party transactions under the Companies Act, 2013 and the Listing Agreement, Internal Financial Controls and so on.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

- The Directors get an opportunity to visit Company's operations, where operations-heads appraise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and also initiatives taken on safety, quality, CSR, Sustainability etc.
- At various Board meetings during the year, presentations are made to the Board on safety, health, environment and sustainability issues, risk management, company's broad policies, changes in the regulatory environment applicable to the corporate sector and the industry in which it operates in general and the company in particular and such other relevant issues.
- Quarterly results / press releases of the Company and also landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.



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- Important announcements of Stock Exchanges, SEBI and other regulatory authorities and press releases for various news related to the Company are also forwarded to the directors from time-to-time.
 - Each member of the board, including the independent directors, have been given complete access to any information relating to the Company, whenever requested by them.
 - Further, the independent directors meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman.
 - Management mails are regularly sent to Directors on all significant developments in the sector and Company news items and subjects as they evolve from time to time.

Thus, all efforts are made to ensure that the Directors stay updated on the Company's affairs and the industry in which it operates.

REVIEW OF THE PROGRAMME:

The Board of Directors of the Company will periodically review this Programme and make revisions as may be required.
