

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

OBJECTIVES:

- To adopt a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to understand the Company - its operations, business, industry and environment in which it functions.
- To update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:

- A familiarisation pack is handed over to the new inductee, which include the Company's Corporate Profile, its Mission, Vision and Values Statement, Organisational structure, the Company's history and milestones, latest Annual Report – Indian and U.S. GAAP, Code of Conduct applicable to Directors / employees of the Company, the 'Tata Code of Conduct for Prevention of Insider Trading and Tata Code of Corporate Disclosure Practices' alongwith a summary on do's and don'ts pertaining to Insider Trading issues and the latest Annual Reports on CSR and Sustainability.

In case the inductee is also inducted on the Audit Committee, he is also handed the Audit Committee Charter, the Internal Audit Charter and the Whistle Blower Policy.

- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for his acceptance.
- A full day site visit to the Company's Plants and the Engineering Research Centres is arranged wherein the inductee is introduced to the Plant Heads and various important functional heads. Further, on a separate day, meeting with Business Unit Heads and Corporate functional heads is also arranged each comprising of 30 to 45 minutes' sessions. Relevant Business Strategy presentations are also being made.
- A brief introduction to the Company and its subsidiaries is also made.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

- A Board meeting is held at the Plant location, wherein the Directors are introduced to the Company's product plans and initiatives on safety, quality, CSR, Sustainability, etc.
- Presentation on Business Excellence by external assessors under the Tata Business Excellence Model are also made to the Board, wherein various measurables and areas of improvement are presented.
- Meetings with Company Executives are also arranged to better understand the business and operations of the Company.
- The presentations at Board meetings include updates on regulatory, business environment, risk management, Company policies and other relevant issues. Quarterly Operations Report which includes information on business performance, operations, market share, financial parameters, working capital management, senior management changes, litigations, compliances, fund-flows, subsidiary data is presented to the Board.
- The Directors are encouraged to visit the Company's website which include the latest press releases and data. Queries posed by them are responded.

DETAILS OF FAMILIARISATION PROGRAMMES TO INDEPENDENT DIRECTORS

[Pursuant to Regulation 46 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")]

Sr. No.	Name of Independent Director	Subject Matter of the Programme	No. of programmes attended by Independent Directors		No. of Hours spent by Independent Director	
			FY 19-20	Cumulative (From FY 15-16 to FY 19-20)	FY 19-20	Cumulative (From FY 15-16 to FY 19-20)
1	#Mr Nasser Munjee	Operations, Strategy, Tata Business Excellence Model ("TBEM"), Corporate Social Responsibility ("CSR"), Initiatives on Cost / Quality etc., Listing Regulations, Enterprise Risk Management ("ERM"), Internal Control over Financial Reporting ("ICFR"), Internal Financial Control ("IFC"), Indian Accounting Standards ("IND AS"), Related Party Transactions ("RPT") and Subsidiary Oversight.	8	94	10:30	205:25
2	#Mr Vinesh K Jairath	Operations, Strategy, TBEM, CSR, Initiatives on Cost / Quality etc., Listing Regulations, ERM, ICFR, IFC, IND AS, RPT, Safety, Health and Sustainability ("SHS") and Subsidiary Oversight.	9	91	12:15	192:10
3	#Ms Falguni Nayar	Operations, Strategy, TBEM, CSR, Initiatives on Cost / Quality etc., Listing Regulations, ERM, ICFR, IFC, IND AS, RPT and Subsidiary Oversight.	10	87	12:35	183:35
4	Mr Om Prakash Bhatt	Operations, Strategy, TBEM, JLR Visit, CSR, Initiatives on Cost / Quality etc., Listing Regulations, ERM and Subsidiary Oversight.	23	59	34:00	97:55
5	Ms Hanne Sorensen	Operations, Strategy, TBEM, CSR, Initiatives on Cost / Quality etc., ERM, SHS and Subsidiary Oversight.	17	37	29:15	73:45
6	*Ms Vedika Bhandarkar	Orientation program, Operations, Strategy, TBEM, CSR, Initiatives on Cost / Quality etc., Listing Regulations, ERM, ICFR, IFC, IND AS, CSR, RPT and Subsidiary Oversight.	19	19	33:05	33:05

*Appointed as an Independent Director of the Company with effect from June 26, 2019.

#Completed their tenure as Independent Directors of the Company on July 30, 2019.