

FAMILIARIZATION PROGRAM ORGANISED FOR DIRECTORS OF  
KIRLOSKAR PNEUMATIC COMPANY LIMITED

Independent Directors of Kirloskar Pneumatic Company Limited were made aware of their role, rights and responsibilities at the time of their appointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement. Further copies of Code of Conduct, Policies adopted by the Board as per regulatory provisions are made available to Independent Directors at the time of joining.

I. Details of training programme (during Board Meetings):

During quarterly Board Meetings, all Board Members were updated on a regular basis, by way of presentations where Directors had an opportunity to interact with senior management personnel. Presentations covered, inter-alia, quarterly and annual results, business strategies, budgets, review of internal audit reports, information on business performance, operations, market share, financial parameters, senior management changes, major litigations, compliances, risk management and regulatory scenarios and other such areas as may arise from time to time.

The details of Board Meetings held:

Sr.No.	Financial Year	No. of meetings	Time in Hours (Approximately)
1	2014-15	6	6 Hours
2	2015-16	5	5 Hours
3	2016-17	5	5 Hours
4	2017-18	5	4.5 Hours
5	2018-19	5	5 Hours
6	2019-20	5	4 Hours
7	2020-21	5	3 Hours
8	2021-22	7	10 Hours
9	<b>2022-23 (till January, 2023)</b>	<b>4</b>	<b>4 Hours</b>

II. Details of training programme (other than updates given on regular basis):

- A. The Company had organized a familiarisation programme for its Directors on 22<sup>nd</sup> January, 2015. The same was followed by a Factory Visit. (Approximate time – 45 minutes)

The above programme covered the Compression and Transmission Segment of the Company which inter alia, covered the following areas:

1. Technical overview;
2. Business drivers;
3. Regulatory regime;
4. Revenue generation;
5. Business opportunities.

- B. The Company also sponsored its Independent Directors as well as Non - Independent Directors for a residential training programme for Directors organised by the Kirloskar

Institute of Advanced Management Studies on 13<sup>th</sup> March, 2015 and 14<sup>th</sup> March, 2015. (Two Days Residential Programme – 16 Hours)

The objective of said training programme was to provide an opportunity to the Directors to get a better understanding of the Companies Act, 2013 and other applicable laws, the implications and the impact on the Directors.

The above programme covered following areas:

1. Legal Compliance Management;
2. Corporate Governance and the role of Independent Directors;
3. SEBI Act and Regulations;
4. Liability of Directors under Direct and Indirect Taxes;
5. Liability of Directors under Corporate and Labour Laws and FEMA;
6. Case Studies and Critical Legal Issues in decision making;
7. Analysis of recent Supreme Court judgements affecting the Corporate World;
8. Regulators' expectation from the Corporate World.

- C. The Company had also organized a familiarisation programme for its directors on 22<sup>nd</sup> January, 2016. The above programme covered the Compression Segment of the Company which inter alia, covered the following areas: (Approximate time – 30 minutes)

1. Technical overview;
2. Regulatory regime;

- D. The Company had also organized familiarisation programme(s) for its directors on various dates. The above programme(s) covered the following areas: (Approximate time – 690 minutes)

1. Technical overview of the Air Compressor Division;
2. Technical overview of the Air Conditioning and Refrigeration Division;
3. Technical overview of the Process Gas Division;
4. Technical overview of the Transmission Division;
5. Regulatory regime - Revised Secretarial Standards and the Companies (Amendment) Act, 2017;
  - SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018;
  - Presentation on Secretarial Standards on Report of Board of Directors;
  - Presentation on SEBI (Prohibition of Insider Trading) Amended Regulations.
6. Regulatory regime - Presentation on Amendments under the Companies Act, 2013.

- E. The Company also sponsored its Directors, Key Managerial Personnel, Senior Management for a residential training programme organised at the Kirloskar Institute of Advanced Management Studies during the period from November 2019 to February, 2020. (Two Days Residential Programme – 12 Hours)

The objective of said training programme was to provide an opportunity to the Directors, Key Managerial Personnel and Senior Management to get a better understanding of the SEBI Prohibition of Insider Trading Regulations, 2015.

- F. The Company had organised a factory visit on March 8, 2022 enabling them to have an overview of the operations at the Saswad plant. (Approximate time – 3 hours). Apart from it, the Company had also organized familiarisation programme(s) for its directors on various dates, which covered the following: (Approximate time – 240 minutes)
1. Technical overview of the Air Compressor Division;
  2. Technical overview of the Air Conditioning and Refrigeration Division;
  3. Technical overview of the Process Gas Division;
  4. Technical overview of the Transmission Division;
  5. Regulatory regime - Presentation on recent amendments to SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015 etc

**Cumulative Hours: Approximate 94.25 Hours**

(till January, 2023)