

JAMES HOTELS LIMITED

CIN No. : L55101CH1980PLC004249

Registered Office: Block no. 10, sector 17-A, Chandigarh -160 017

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FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVES OF THE PROGRAMMES

- To provide insights 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.

INITIAL FAMILIARIZATION MODULE:

At the time of appointing a director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as a director of the Company. The Company conducts an introductory familiarization program/ presentation, when a new independent director comes on the Board of the Company.

At the outset, all the Independent Directors are provided an overview of ;

- Criteria of independence applicable to Independent Directors as per clause 49 of the Listing Agreement on Corporate Governance and the Companies Act, 2013.
- Time allocation by the Independent Director on financial controls, overseeing systems of risk management, financial management compliance, Stakeholders conflicts, Board effectiveness, strategic direction , Meetings and performance assessment.
- Code for Independent Directors.
- Roles, functions, Duties , Responsibilities and liabilities of Independent Directors.
- Directors Responsibility Statement forming part of Board's Report.
- Risk Management System & framework.
- Board evaluation Process and Procedures.

The Director is also explained in detail the compliances required from him under the Companies Act, Clause 49 of the Listing Agreement and other relevant regulations and his affirmation taken with respect to the same.

With a view to familiarize him with the Company's operations, the Director is also given detailed presentations giving the organizational set up of the Company, the functioning of various divisions/ departments, the Company's market share and the markets in which it operates,

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governance and internal control processes and other relevant information pertaining to the Company's business. The Managing Director also has a personal discussion with the newly appointed director.

The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him to effectively fulfill his role as a Director of the Company.

CONTINUAL FAMILIARIZATION MODULES :

A structured orientation programme for the Independent Directors is followed by the Company to understand and get updated on the business and operations of the Company on a continuous basis.

On an ongoing basis, the Company, through its Managing Director and the Senior Managerial Personnel, conducts programs/ presentations to familiarize the Independent Directors with the strategy, operations and functions of the Company. Such programs/ presentations provide an opportunity to the Independent Directors to interact with the Senior leadership team of the Company and help them to understand the company's strategy, operations, service and product offerings, markets, organization structure, facilities and risk management and such other areas.

DISCLOSURE OF THE POLICY:

This policy shall be uploaded on the Company's website for public information.