

ASIAN HOTELS (WEST) LIMITED
FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR

PREAMBLE

In Terms of Security and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Obligations) the company shall familiarize the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

The details of such familiarization programmes shall be disclosed on the company's website and a web link thereto shall also be given in the Annual report.

OBJECTIVES

- a) 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 and the industry and business environment it operates in.
- b) To keep the Independent Directors updated on an ongoing basis about the significant changes which occur concerning the Company or its industry and business environment so that they are always in a position to take well-informed decisions.

FAMILIARIZATION PROGRAMME ON INDUCTION OF A NEW DIRECTOR

Familiarization programme for a new Independent Director may include the following:

- (i) An appointment letter incorporating the role, duties and responsibilities as enumerated in the Companies Act, 2013, and the Listing Obligations; remuneration and sitting fees he is entitled to and forwarding the Company's Code of Conduct for the information and acceptance of the Director;
- (ii) Introductory docket containing the Company's Corporate Profile, Organization Structure, last three years' Annual Reports, Notices of the general meetings and postal ballots conducted during last three years, Memorandum & Articles of Association of the Company, a note on the Rights of the Directors, various Company Policies and Codes, namely Vigil Mechanism/Whistle Blower Policy, Corporate Social Responsibility Policy, Related Party Transactions Policy, Code for prevention of Insider Trading, Familiarization Programme for Independent Directors, Policy for determining Material Subsidiaries, and the Nomination & Remuneration Policy.
- (iii) A Separate meeting with the Chairman & Managing Director, Chief Financial Officer and General Manger of the operating unit to familiarize with and understand the business model and overall functioning of the business operations.
- (iv) A detailed note introducing other directors on the Company's Board, and composition of various Committees of the Board, their roles, duties and terms of reference etc.
- (v) To familiarize the Director with the various facilities in the hotel and related operational aspects.
- (vi) An introductory presentation on the operations of the Company and its material subsidiaries.

- (vii) Updating the Independent Director about the compliance required/expected from him under the Companies Act, 2013, Listing Obligations and other relevant regulations.

FAMILIARIZATION EFFORTS ON A CONTINUING BASIS

Familiarization programme for the Independent Directors is a continuing process. Besides the following efforts, any one or more of the activities listed in the foregoing paragraph may be repeated annually for the benefit of the independent directors:

- a) The Company will endeavor to keep the Independent Directors apprised of the developments in the industry, upcoming business opportunities, regulatory environment applicable to the corporate sector, market share analysis, senior management changes, major litigation, compliance etc.
- b) Meetings with the senior Management Personnel to understand the business and operations of the Company or any specific issue related thereto.
