



ORIENTATION PROGRAMME FOR INDEPENDENT DIRECTORS

Nila Infrastructures Limited

CIN: L45201GJ1990PLC013417

Registered Office: First Floor,
Sambhaav House; Opp: Chief Justice's Bungalow,
Bodakdev, Ahmedabad - 380015

1. PURPOSE:

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

2. ORIENTATION PROGRAMME UPON APPOINTMENT OF NEW INDEPENDENT DIRECTOR:

- a. Upon appointment an Induction pack shall be handed over to the new Independent Director, which includes the Company's Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the Company's history and milestones, latest Annual Report, Code of Conducts, and policies applicable to Directors and employees of the Company. In case the new Director is also appointed on the Committee(s) of the Board, he/she shall also be handed the respective Committee Charters.
- b. A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, shall be issued for the acceptance of the Directors.
 - i. A separate meeting with Functional Heads shall be arranged. Relevant Business Strategy presentations shall also be made.
 - ii. A brief introduction to the Company and its main operating subsidiaries/ associates and joint ventures shall also be made.

3 OTHER INITIATIVES TO UPDATE THE INDEPENDENT DIRECTORS ON A CONTINUING BASIS:

- a. Frequent visits to the project sites shall be arranged to appraise the Directors on the operational activities, safety measures, quality, sustainability, etc.
- b. Presentations shall be made, on quarterly basis at board meetings, in the form of Board Review Note containing details of industry analysis, business activities, review of ongoing projects, future projects, opportunities, financial analysis, market share, borrowing arrangements, Memorandum of Understandings, Joint Ventures, major investments, senior management changes, major litigations, compliances of law, etc.

- c. Meetings with Company Executives shall also be arranged for the better understanding of the business and operations of the Company.
- d. Analyst Reports / Presentations / Transcripts of investor / analyst conferences and latest happenings shall be sent to the Directors for their understanding the Company better.
- e. Any material event as and when arises shall be informed for knowledge of Independent Directors.
