

**BRIGADE HOTEL VENTURES LIMITED**

**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

**a) PREAMBLE**

This Familiarization Program ("the Program") for Independent Directors of Brigade Enterprises Limited ("the Company") has been adopted by the Board of Directors pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013.

**b) OBJECTIVE**

The Members of the Board of the Company are provided with many opportunities to familiarize themselves with the Company, its management and operations.

The familiarization programme aims to provide the Board of Directors with the working and trends in the Hospitality Industry, the overall socio and economic environment in which the Company operates, the business model, the working of the Company and to update the Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner.

The familiarization programme also aims at providing updates to Independent directors to discharge their roles, responsibilities rights and duties under the Companies Act 2013 and Listing Regulations.

**c) INDUCTION AND FAMILIARISATION PROGRAMME FOR THE DIRECTORS**

Some of the practices in the familiarization programme are conducted on a continuous basis and some on case-to-case basis. Further there are specific practices which the Company follows at the time of induction of a new director.

The familiarization programme at the Company broadly covers the following:

**i. UPON INDUCTION OF NEW DIRECTORS:**

1. The Independent Directors are made aware of their roles, duties and responsibilities at the time of their appointment through a formal letter of appointment which stipulates the terms and conditions of their engagement.
2. Every newly inducted Director is presented with Company's publication Insight along with the corporate brochures highlighting the Company's business.
3. A detailed presentation is given by the Head - Human Resources at the first Board meeting in which the newly inducted director participates about the Company, its various business strategic business units and profile, locations, organisation structure and other relevant information pertaining to the Company and market related information.

4. Site visits are also organized for the new Director in order to provide an insight to various projects being developed by the Company / Group.
  5. The Company through its Managing Director, Key Managerial Personnel and Members of Senior Management, conducts programmes / presentations periodically to familiarize the Directors with the strategy, operations and functions of the Company.
- ii. **OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:**
1. With a view to familiarize the existing Directors with the Company's operations on an ongoing basis, site visits are periodically organized for the Directors.
  2. At every Board meeting strategic presentations are made to the Board where the Board members interact with the Senior Management. Industry scenario updates are given periodically at the Board meetings.
  3. At every Board meeting, besides reporting on compliance with applicable laws, regulatory updates on significant changes in laws applicable to the Company is provided to the Directors.
  4. With respect to agenda for the Board meetings, the Company is sharing the documents through email to all the Directors and documents are sent well in advance for the meetings of the Company.
  5. At various Board Meetings during the year, presentations are made to the Board on Ethics and Sustainability issues, Risk Management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which the Company operates and other relevant issues.
  6. Quarterly presentations on operations made to the Board includes information on business performance, operations, financial parameters, liquidity management, fund flows, compliances, senior management changes, etc. Periodic presentations are made to the Board / Board Committees on Human Resources Strategy and Succession Planning, Corporate Social Responsibility and sustainability initiatives, investor and customer complaints and its redressals, etc.

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