



FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2019-20

Through familiarization programmes, the Independent Directors can have greater perspective into Operations of the Company and contribute effectively in taking well informed and timely decisions at Board / Committee meetings.

Due to diversified Business of KPTL, it is necessary that Independent Directors are familiarized with operations of the Company including but not limited to the nature of Industry, business model, markets, industry scenario including competition, strategic priorities, Subsidiaries and its businesses, Risk Management, Regulatory framework affecting business activities of the Company etc.

Certain programmes are merged with the Board/Committee meetings for the convenience of the directors. Also, separate programs are conducted for them as per their requirement. Over and above specific Familiarization Programmes, presentations were made at the Board meetings by MD & CEO / CFO covering performance of peers, Operational review of major operating subsidiaries, forex and commodity exposure, updates on capital expenditure, strategic and operational risks and its mitigation plan, business performance, operations, working capital management, major litigations, major achievements etc.

The details of Familiarization Programmes imparted to Independent Directors during FY 2019-20 in terms of Regulation 25(7) and required to be disclosed under Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**“the SEBI Regulations”**), is as under:

1. All Directors including the Independent Directors were briefed on amendments made in the provisions of SEBI (LODR) Regulations, 2015 and its potential impact on the Company.
2. As a part of Familiarization programme, in 2019-20, a separate session was organized whereby the Independent Directors were given presentation on various aspects of Railways Business of the Company majorly on the High Speed Railways. Further, a separate whole day session was conducted wherein respective Business Unit Heads made presentation to the Independent Directors Past performance highlights and future outlook, Order book mix, Competitor analysis, Market overview, Organization chart etc.
3. From time to time, presentations were made by MD & CEO / CFO covering updates on regulatory scenario, regulatory changes and compliances relating to the business of the Company, major highlights of quarterly achievements by the Company and its subsidiaries, Insights of various international markets having business opportunity, Developments in banking industry etc.
4. On a yearly basis, a presentation was made by Managing Director and CEO covering growth journey of the Company on Standalone as well as Consolidated basis and that of its various business units and performance so far on various parameters of Revenue, Profitability, Return on Capital employed and Order book position, Vision of the Company

and revenue projections for next three years, Business wise areas of priorities to achieve such projections, enabling factors that can contribute to achieve such projections, updates on improvements observed due to plant transformation, Digital transformation journey so far and next steps planned, Transformation planned in peoples performance, strategy for Transformation in procurement function through strategic direction, process strengthening and optimization etc.

**Details of Familiarization Programmes attended by Independent Directors during
FY 2019-20**

Sr. No.	Name of Independent Director	No. of Programme attended by respective Independent Director (During FY 2019-20)	No. of Hours spent by respective Independent Director
1.	Mr. Sajjanraj Mehta	14	10:30
2.	Mr. Vimal Bhandari	14	10:30
3.	Mr. Narayan Seshadri	14	10:30
4.	Mr. K. V. Mani	10	08:30
5.	Ms. Anjali Seth	14	10:30