



## **DETAILS OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

### **Preamble**

In accordance with the requirement of Regulation 25(7), 46(2)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, the Company shall familiarize the Independent Directors of the Company with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. The familiarizations are done through various programmes and the details of such familiarization programmes imparted to the Independent Directors are disseminated on the website of the Company and a web link thereto in the Annual Report which include but not limited to the details such as (i) number of programmes attended by Independent Directors (during the year and on a cumulative basis till date), (ii) number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date).

### **Purpose and Objective**

The program aims to familiarize the Independent Directors with the Company to enable them to understand its business, its industry, its management, its performance, its policies in depth and contribute significantly to the Company.

### **Overview of the Familiarization**

All Independent Directors shall be made aware and further updated of their roles, rights, responsibilities in the Company. The appointment letter issued to Independent Directors inter-alia sets out the expectations (including but not limited to their role, functions, remuneration, performance matrix, evaluation criteria, training and development) of the Board of Directors ('Board') from the appointed Director, his/her fiduciary duties and the liabilities accompanied with the appointment as a Director of the Company. They are also introduced to the organization structure, products, board procedures, and other major risks and risk management strategy implemented/ in pipeline by the Company.

Periodic presentations are made at the Board and Board Committee Meetings, on Company's performance, Financial performance, CSR project of the Company, Company & SEBI law updates, Internal Financial Controls, Risk Management and investment options, etc. with an intent to familiarize the Directors. Such presentations are made by the Senior Management or function heads so that the Independent Directors can have direct interaction with them. Each independent director of the Company also has complete access to any information relating to the Company which is required by them for decision making.

## **RELAXO FOOTWEARS LIMITED**

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Quarterly, half-yearly and yearly updates, news releases and bulletins are regularly circulated to Directors to keep them abreast on significant development in the Company.

Each Director of the Company has freedom to interact with the Company's management. An active communication maintained by the Company's management enable Directors to inquire about any issues. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part.

### **Detailed Disclosure of the Familiarization Programme Imparted**

During the Financial Year 2021-22, the Independent Directors of the Board have attended various programs on Risk Management, CSR project updates, Company & SEBI law updates, Internal Financial Controls, Investment options for about 5 hours. Audit Committee members have received qualitative updates on Internal Financial Controls, Internal audit presentations, Risk Management, Compliance Process Updates and accounting issues for extra 3 hours.

### **Details of the number of programmes imparted and number of hours spent by Independent Directors so far yearly and cumulatively**

Financial Year	Number of programmes attended by Independent Directors as a		Number of hours spent by Independent Directors as a	
	Board member	Member of the Audit Committee	Board member	Member of the Audit Committee
2015-16	6	4	5	2
2016-17	6	5	5	4
2017-18	7	6	5	4
2018-19	6	7	6	4
2019-20	7	4	5	3
2020-21	7	5	6	3
2021-22	6	4	5	3

### **Review and Update**

The Company endeavour to make its familiarization programme more eloquent and user friendly for the Independent Directors and revise the structure, as required, from time to time.

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