

RDB REALTY & INFRASTRUCTURE LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVE OF THE PROGRAMMES

To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company

OVERVIEW OF THE FAMILIARISATION PROCESS

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3, etc is handed over to the new director. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved.

Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's. 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.

FAMILIARIZATION PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS

In terms of Regulation 46(2)(i) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 the Company is required to disseminate the following information on its website:-

1. Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date),
2. Number of hours spent by Independent Directors in such programmes (during the year and on a cumulative basis till date), and
3. Other relevant details.

RDB Realty & Infrastructure Limited, (the Company) has an on-going familiarization programme for all its Directors including Independent Directors which includes the following:

A) INITIAL FAMILIARIZATION

The Independent Directors are provided with an overview of the requisite criteria of independence, roles, rights, duties and responsibilities of directors, terms of appointment, the code of conduct and insider trading regulations, disclosure and business interests, nature of the industry and business model of the Company and policies of the Company and other important regulatory aspects as relevant for directors.

B) ONGOING FAMILIARIZATION

The Independent Directors are apprised at Board Meetings on the Company operations, market shares, governance, internal control processes and other relevant matters. They are also updated on important changes in the regulatory framework and business environment having an impact on the Company.

On an on-going basis, the Company, through its Managing Director & / or Whole time Director as well as other Senior Managerial Personnel, as required, conducts presentations/programs to familiarize the Independent Directors with the strategy, operations and functions of the Company inclusive of important developments in various business divisions, and new initiatives undertaken by the Company.

Details of the above Familiarization Programme imparted to Independent Directors

Name	Number of Meetings attended including committee meeting			Numbers of Hours spent			Others
	During 2016-17	During 2017-18	Cumulative	During 2016-17	During 2017-18	Cumulative	
Mr. Om Prakash Rathi	19	29	48	13 hr 55 min	24 hr 50 min	38 hr 05 min	-
Mr. Mahendra Pratap Singh	10	7	17	6 hr 30 min	7 hr 05 min	13 hr 35 min	-
Mr. Ravi Prakash Pincha	16	19	35	13 hr 10 min	22 hr	35 hr 10 min	-
Mr. Animesh Shivkumar Gupta	2	4	6	2 hr 30 min	8 hr 20 min	10 hr 50 min	