



• Diamonds • Precious & Semi Precious Stones
ZODIAC-JRD-MKJ LTD.

910 Parekh Market, 39, J.S.S. Road, Opera House, Mumbai - 400 004 India.
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FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

OBJECTIVES:

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

ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:

- A familiarisation pack is handed over to the new inductee, which include the Company's Corporate Profile, its Mission, Vision and Values Statement, Organisational structure, the Company's history and milestones, latest Annual Report, Code of Conduct applicable to Directors / employees of the Company, and the 'ZJML Code of Conduct for Prevention of Insider along with a summary on do's and don'ts pertaining to Insider Trading issues and the latest Reports on CSR activities.
- In case the inductee is also inducted on the Audit Committee, he is also handed the Audit Committee Charter, the Internal Audit Charter and the Whistle Blower Policy
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, ZJML Code of Conduct and obligations on disclosures, is issued for his acceptance.
- Meeting with Business Unit Heads and Corporate functional heads is also arranged each comprising of 30 to 45 minutes' sessions. Relevant Business Strategy presentations are also being made.
- A brief introduction to the Company and its subsidiaries is also made.





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OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

- Meetings with Company Executives are also arranged to better understand the business and operations of the Company.
- The presentations at Board meetings include updates on regulatory, business environment, risk management, Company policies and other relevant issues. Quarterly Operations Report which includes information on business performance, operations, market share, financial parameters, working capital management, senior management changes, litigations, compliances, fund-flows, subsidiary data is presented to the Board.
- The Directors are encouraged to visit the Company's website which include the latest press releases and data. Queries posed by them are responded.
- Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

For ZODIAC-JRD-MKJ LTD.

Director