

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS OF BENARAS HOTELS LIMITED

Preamble

In terms of Clause 49 of the Listing Agreement with the Stock Exchanges the Company shall familiarize the independent directors with the Company, their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

Objectives

The Program aims to provide insights into the Company to enable the Independent Directors to be in a position to take well-informed timely decisions and contribute significantly to the Company.

The Independent Directors of Company are given every opportunity to familiarize themselves with the Company, its management and its operations so as to understand the Company, its operations, business, industry and environment in which it functions.

Familiarization and Orientation Process

- The Independent Directors are familiarized with the Company's Corporate Profile, Organizational structure, Details of hotels owned/operated by the Company, Details of other Directors on Board, Tata Code of Conduct for Non-Executive Directors, Tata Code of Conduct on Insider Trading applicable to Non-Executive Directors and Mandates of various Committees of which the Directors is inducted on;
- The Company shall conduct an introductory familiarization program/presentation when a new Independent Director comes on the Board;
- The Company through its senior managerial personnel shall conduct programs/presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, business strategy and risks involved.
- The Independent Directors are made aware of their role, rights and responsibilities at the time of their appointment/re-appointment through a formal letter of appointment which also stipulates the various terms and conditions of their engagement.