

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Independent Directors of Kirloskar Oil Engines Limited are made aware of their role, rights and responsibilities at the time of their appointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement. Further copies of Code of Conduct, Policies adopted by the Board as per regulatory provisions are made available to Independent Director at the time of joining.

During quarterly Board Meetings, all Board Members are updated on regular basis, by way of presentations where Directors have an opportunity to interact with senior management personnel. Presentations cover, inter-alia, quarterly and annual results, business strategies, budgets, review of internal audit report, information on business performance, operations, market share, financial parameters, senior management change, major litigations, compliances, risk management and regulatory scenarios and such other areas as may arise from time to time.

As on 31 March 2019, following are Independent Directors of the Company:

1. Mr. R. Srinivasan
2. Mr. Pratap G. Pawar
3. Mr. M Lakshminarayan
4. Mr. Pradeep R. Rathi
5. Mr. Satish Jamdar
6. Mr. Sunil Shah Singh
7. Mrs. Mrunalini Deshmukh

The details of familiarization programmes imparted to Independent Directors are as under:

- A. Updates given on regular basis by way presentation in the quarterly meetings of Board/Audit Committee *inter alia* includes quarterly and annual results, business strategies, budgets, review of internal audit report, information on business performance, operations, market share, financial parameters, senior management change, major litigations, compliances, risk management and changes to regulatory requirements in respect of Companies Act, SEBI Regulations and any other laws/regulations applicable to the Company etc.
- B. Details of training programme (other than updates given on regular basis):

In February 2015, sponsored residential 2 days training programme for the Directors and KMPs of the Company, was organized by the Kirloskar Institute of Advanced Management Studies. (This training programme covered, inter-alia, aspects such as legal compliance management, corporate governance and role of independent directors, liability of Directors under direct and indirect taxes, corporate and labour laws, SEBI Act and regulations.)

Number of hours spent by Independent Directors in aforesaid programme (during the year and on a cumulative basis till date)	Approximately 16 hours.
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