



**GMR AIRPORTS INFRASTRUCTURE LIMITED  
(FORMERLY GMR INFRASTRUCTURE LIMITED)**

Familiarization Programme for Independent Directors

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, *inter-alia* stipulates that the Company shall familiarize the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

### **OBJECTIVE**

The Objective of the familiarization programme is to facilitate the director to understand about GMR Group's, businesses and operations, familiarize the director on his / her rights, duties and responsibilities; to have an insight on the Corporate Social Responsibility (CSR) activities of GMR Varalakshmi Foundation (GMRVF) and the CSR activities carried out by the GMR Group Companies. Director's Appointment Letter includes role, duties and responsibilities, Liability, Performance Evaluation Process, Director Liability Insurance and Code of Conduct.

A familiarization kit is handed over to the new director, which includes the Company's corporate profile, its Mission, Vision, Values and Beliefs, Organization Structure, the Company's history, milestones achieved, Annual Reports, Institutional Building, major policies of the Company, Code of Conduct, fund raising history etc.

When a new Director is inducted on the Board of the Company, a meeting is arranged with the Group Chairman, Chairmen of different sectors and other departmental heads to familiarize him/her with the functioning of the operations of the Company, Subsidiaries, Joint Ventures and Associate Companies. Detailed presentations are made in this regard to the Directors by various function heads / Business CEOs.

Site visits to various plant locations are organized for the directors to enable them to understand the operations of the Company and its Subsidiaries. On completion of the familiarization programme, feedback from the directors are obtained on the induction process.

At Board/Committee meetings, presentations are made to the Directors on business and performance updates of the Company and its key subsidiaries, finance, internal control process, global business environment, risk management, company policies/codes, subsidiary information and changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and other relevant issues.

An update on regulatory changes and developments across the Company and its various subsidiaries and associate companies is shared with the Board members on monthly basis and also presentation is made at the Board/Committee Meetings on regular basis. Familiarization is achieved through broad-based engagement, under which various business heads and functional heads (including those of key subsidiaries) are invited for one-on-one interaction with the directors during the review of subsidiary performance. The directors also attend programmes and seminars organized by professional bodies.

The details of orientation given to the Independent Directors during the Financial Year 2023-24 are as follows:

<b>No. of hours spent by Independent Directors</b>							
<b>S. No.</b>	<b>Name of Director</b>	<b>Governance &amp; Operations</b>	<b>Strategy &amp; Industry Trends</b>	<b>Business update</b>	<b>Internal &amp; External Business Risk</b>	<b>Total Hours</b>	<b>Cumulative till date*</b>
1.	Mr. A Subbarao	4 hours 43 mins	1 hour 35 mins	1 hour 30 mins	15 mins	8 hours 3 mins	30 hours 8 mins
2.	Dr. Emandi Sankara Rao	4 hours 2 mins	1 hour 35 mins	1 hour 30 mins	15 mins	7 hours 22 mins	30 hours 12 mins
3.	Dr. M. Ramachandran	4 hours 2 mins	55 mins	1 hour 30 mins	15 mins	6 hours 42 mins	26 hours 47 mins
4.	Mr. S.R. Bansal	4 hours 50 mins	55 mins	1 hour 30 mins	15 mins	7 hours 30 mins	28 hours 55 mins
5.	Mr. Suresh Narang	2 hours	55 mins	1 hour 30 mins	-	4 hours 25 mins	23 hours 55 mins
6.	Ms. Bijal Ajinkya	4 hours	30 mins	1 hour	-	5 hours 30 mins	18 hours 10 mins

\*From the Financial year 2020-21 onwards.