

TATA STEEL SPECIAL ECONOMIC ZONE

POLICY ON INDEPENDENT DIRECTOR FAMILIARIZATION AND CONTINUING EDUCATION PROGRAMME

1. INTRODUCTION

- 1.1. This Policy on Familiarization and Continuing Education Program for Independent Directors of the Company has been adopted by the Board pursuant to Schedule IV of the Act, 2013 and Clause 49 (II)(B)(7)(a) of the Listing Regulations.
- 1.2. This policy will be applicable to the Company to the extent required under the Companies Act, 2013 as the Company is not a listed Company. The Compliance of provisions of Listing Regulations forming part of this policy are to be observed as best practices and are voluntary in nature.

2. PURPOSE AND OBJECTIVE OF THE POLICY

- 2.1. The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

3. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- 3.1. The Company shall through its MD/EDs/KMPs conduct programs/presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- 3.2. Such programs / presentations will provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time;
- 3.3. The programs/presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;
- 3.4. The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time;
- 3.5. The Company may conduct an introductory familiarization program/presentation, when a new Independent Director comes on the Board of the Company. New Independent Directors shall meet with the Chairperson, Key Managerial Personnel and Senior Management to discuss the functioning of the Board and the nature of the operation of the Company's business activities. In addition, new Director shall be provided with copies of the following documentation:
 - 3.5.1. Board and Board Committee Charters
 - 3.5.2. The Tata Code of Conduct

3.5.3. Last published annual report

3.5.4. Schedule of upcoming Board and Committee meetings

3.5.5. Whistle blower Policy

3.6. The Company may provide the Independent Directors with an annual Board education allowance in respect of continuing education with the amount of such allowance to be set by the Board from time to time, in consultation with the Parent Company/GIM.

3.7. Providing Directors with tours of the Company's facilities from time to time.

4. DISCLOSURES

4.1. As and when the Company undertakes familiarization and continued education programme for its Independent Directors as per this Policy, it shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company, if required by law. [LA Clause 49 (II) (B)]

5. REVIEW OF THE POLICY

5.1. The Board will review this Policy and make revisions as may be required.

6. APPLICABILITY TO SUBSIDIARIES COMPANIES/ ASSOCIATES/ JOINT VENTURE COMPANIES

6.1. This policy may be adopted by Subsidiaries / Associates and Joint Ventures, if any, subject to suitable modifications, in consultation with Parent Company/GIM Center.

7. COMPLIANCE RESPONSIBILITY

7.1. Compliance of this policy shall be the responsibility of the Company Secretary of the Company who shall have the power to ask for any information or clarifications from the management in this regard.