



SPS International Ltd.

(Where delivering quality is way of life)

CIN No. L74140HR1993PLC031900

Plot No. F 6 & 7, Sector - 57,
Faridabad - 121004 (HR)

Website : www.spsintl.co.in

Designers, Printers & Suppliers for OMR/ICR forms,
MCQ Answer Sheets, Examination Answer Booklets,
Scanning of OMR Sheets and processing of result.

Familiarisation Programme for Independent Directors

The Board familiarisation programme comprises the following:

- Induction programme for new Independent Directors,
- Immersion sessions on business and functional issues,
- Strategy sessions

At SPS International Limited, all new Independent Directors are taken through a detailed induction and familiarisation programme when they join the Board. The programme is an exhaustive one that covers the history and culture of Unilever, background of the Company and its growth over the last several decades, various milestones in the Company's existence since its incorporation, the present structure and an overview of the businesses and functions.

As part of the induction sessions, the Chairman & Managing Director provides an overview of the Organization its history, culture, values and purpose. The Business and Functional Heads take the Independent Directors through their respective businesses and functions. The Independent Directors are also inducted through factory and market visits to understand the operations of the Company. The Independent Directors are also exposed to the constitution, Board procedures, matters reserved for the Board and major risks facing the business and mitigation programmes. The Independent Directors are also made aware of their roles and responsibilities at the time of their appointment and a detailed Letter of Appointment is issued to them.

In the Board meetings, immersion sessions deal with different parts of the business and bring out all facets of the business besides the shape of the business. These immersion sessions provide a good understanding of the business to the Independent Directors. Similarly, for all the functions, there are immersion sessions that are convened. These sessions are also an opportunity for the Board to interact with the next level of management. To make these sessions meaningful and insightful, pre-reads are circulated in advance. Deep dive sessions are also organized on specific subjects for better appreciation by the Board of its impact on the business. There are opportunities for Independent Directors to interact amongst themselves every quarter. Many themes for such sessions come through on account of these structured interactions and meetings of Independent Directors. The process of Board

evaluation also throws up areas where the Board desires deep dive sessions. In the financial year 2019-2020, deep dive sessions were conducted for Board of Directors on the business of the Company to provide a better understanding of the changing regulatory landscape.

Every year, a two-three days Strategy session is organized generally at a location where the Company has an office or an establishment. It gives to the Board an opportunity to understand SPS International Limited's footprint in that market and also interact with the SPS International Limited team in that market. The strategy session focusses on the strategy for the future and covers all parts of the business and functions, the course corrections, if any, required to be undertaken and gives a good perspective of the future opportunities and challenges.

In order for the Directors to exercise their judgement and discharge their duties with sufficient knowledge, the Directors are updated with changes in laws, regulations, relevant judicial or regulatory orders, and compliance requirements during the Board meetings.

The Independent Directors have been attending the training programme as and when conducted by the Management of the Company

For SPS International Limited



Surendra Kumar Jain
(Chairman and Managing Director)
DIN: 00088064