

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

This Familiarization Program (“the Program”) for Independent Directors of Brooks Laboratories Limited (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements), 2015.

I. PURPOSE AND OBJECTIVE OF THE PROGRAMMES

To provide insights into the Company to enable the Independent Directors to understand the Company’s business in depth that would facilitate their active participation in managing the Company.

II. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- ❖ The Company through its Managing Director/ Executive Director/Key Managerial Personnel conducts programmes/ presentation periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- ❖ Such programmes/presentations 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.
- ❖ The programmes/presentations also familiarize the Independent Directors with their roles, rights and responsibilities.
- ❖ When a new Independent Directors comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company’s business activities.
- ❖ 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; and

- ❖ A detailed Appointment letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

III. OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS

- ❖ At various Board Meetings during the year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates, business excellence with areas of improvement and other relevant issue.
- ❖ Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, donations, regulatory scenario etc.
- ❖ Quarterly results/press release of the Company are sent to the Directors.

IV. DISCLOSURE OF THE POLICY

This policy 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.

V. REVIEW OF THE PROGRAM

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



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The Chairman informed the Board that as per Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance of the Independent Directors shall be evaluated by the entire Board of Directors excluding the director who is subject to evaluate shall not participate.

The Board then discussed about the performance of Independent Directors, While discussing and evaluating the performance of the Independent Directors individually, the director who is supposed to be evaluated did not participated in the discussion.

After discussion the performance evaluation form duly filled and signed by the entire Board individually for the Independent Directors.