

*Policy on Familiarization Programme for the Independent Directors of  
Zydus Wellness Limited*

*Approved by the Board of Directors at their meeting held on 9<sup>th</sup>  
February, 2015*

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**1. Preamble:**

Clause 49[II][B][7] of the Listing Agreement stipulates that:

- a. The Company shall familiarize the Independent Directors with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the company operates, business model of the Company, etc., through various programmes.
- b. The details of such familiarization programmes shall be disclosed on the website of the Company and a web link thereto shall be given in the Annual Report.

This familiarization programme for the Independent Directors of Zydus Wellness Limited [“the Company”] has been adopted by the Board of Directors pursuant to clause 49 of the Listing Agreement.

**2. Purpose:**

This programme aims to provide insights to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

**3. Administration:**

The familiarization programme for the Independent Directors will be administered and monitored by the Nomination and Remuneration Committee of the Board of Directors.

#### **4. Familiarization Process:**

- a. The Company shall through its Executive Directors / Senior Management Personnel conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- b. Such programmes / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team 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, production, technology, quality, facilities, research and development, risk management and such other areas as may arise from time to time.
- c. The programmes / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities.
- d. The Company shall circulate news and articles related to the industry in which Company operates on a regular basis and may provide specific regulatory updates from time to time.
- e. The Company may conduct an introductory familiarization programme / presentation, when a new Independent Director comes on the Board of the Company.

#### **5. Disclosures:**

This policy shall be uploaded on the website of the Company for public information and a web link thereto shall also be provided in the Annual Report of the Company.

#### **6. Review of the programme:**

The Board of Directors will review this programme and make revisions as may be required from time to time.