

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

PREAMBLE:

Pneumatic Holdings Limited (the Company) has introduced a programme to familiarise the Independent Directors with the Company, their roles, rights and responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc. (the programme)

OBJECTIVE:

- a. To enable the Independent Directors to understand the Company and the industry and business environment it operates in.
- b. To enable the Independent Directors to understand their roles and responsibilities.
- c. To keep the Independent Directors updated on an ongoing basis about the significant changes which occur concerning the Company or its industry and business environment so that they are in a position to take well-informed decisions at appropriate time.

FAMILIARISATION PROCESS:

A. Induction on joining the Board of Directors of the Company:

- At the time of induction of the newly appointed Independent Director (ID), he / she is apprised adequately about the Company, its latest financial statements and its business model.
- The newly appointed Independent Director is welcomed to the Board of Directors of the Company by sharing the following documents of the Company for his / her references:
 - a. Latest Annual Report of the Company;
 - b. Copy of 'Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders of Pneumatic Holdings Limited';
 - c. Copy of 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information of Pneumatic Holdings Limited';
 - d. Copy of 'Code of Conduct for Directors and Senior Management Personnel';
 - e. Copy of 'Whistle Blower Policy / Vigil Mechanism;
- The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment. A detailed appointment letter incorporating the role, duties and responsibilities is issued for the acceptance of the Independent Directors.

B. Other initiatives to update the Directors on a continuing basis:

The Company has familiarisation programmes for the Directors, on a continuous basis, about the business of the Company and other details from time to time, *inter alia*, as follows:

- a. The Board members are promptly updated on any change and new development with regard to relevant regulatory requirement such as SEBI regulations, the Companies Act, etc.

- b. Quarterly presentations made to the Board include information on business performance, financial parameters, compliances, risk management and regulatory scenarios etc.
- c. The Board members are also made aware about the compliances applicable on the Company by way of quarterly compliances report.

C. Disclosure of the programme:

The programme shall be uploaded on the website of the Company at www.pneumaticholdings.com and a web link for the same shall also be provided in the Annual Report of the Company.

DETAILS OF THE FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS DURING THE PERIOD FROM 1 JULY 2015 TO 31 MARCH 2016 ARE AS FOLLOWS:

In the below table the following signs denote the following:

Y – Present for the meeting in person

N – Absent for the meeting

NA - Not Applicable being not a director at the time of meeting / Not Applicable being not a member of the Committee at the time of meeting.

Sr. No.	Particulars		Mr. Vijay K. Bajhal	Mr. Sunil Shah Singh	Mrs. Savita P. Sahasrabudhe
1	Presentation on Secretarial Standard (SS) – 1 (Meeting of the Board of Directors) and Secretarial Standard (SS) – 2 (General Meetings) in July 2015.	Whether attended (Y / N / NA)	Y	Y	Y
		Time spent	30 minutes	30 minutes	30 minutes
6	Presentation on summary of significant changes and compliance status of the same bought in by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in October 2015.	Whether attended (Y / N / NA)	N	Y	Y
		Time spent	----	45 minutes	45 minutes