

EXCEL CROP CARE LIMITED

PARTICULARS OF FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS

1. The Company strives to familiarize all its non-executive Directors (including Independent Directors) with the Company, its business, its operating environment and the regulatory frame work within which it operates, including relating to corporate governance.
2. The Company's familiarisation efforts encompass:
 - Nature of the industry in which the Company operates, major factors influencing the industry, major industry players, their market share etc.
 - Business model of the Company, its major product lines, main competitors for major products, main geographical areas in which the products of the Company are sold; inputs, major sources of input supplies and input costs for products, prevailing market conditions, changes in prices of raw materials and intermediates, new products developed and being developed by the Company, efforts made in the areas of R&D, energy management, cost savings, new capacities, enhancement of existing capacities, debottlenecking, redeployment of manufacturing facilities etc.
 - Roles, rights and responsibilities of non-executive Directors, including Independent Directors under the Companies Act, 2013, Listing Agreement/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other regulations.
 - Changes in corporate governance and other regulatory requirements related to the Company and its Directors
 - Other developments / information relevant and meaningful to the Company / Industry / Directors.
3. The Company holds dedicated programmes to familiarize its Directors whenever there is a major change in regulations. Towards this end, on

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25th March, 2015, the Company held a special separate session from 11.00 a.m. to 01.00 p.m. for Independent Directors to familiarize them about their roles, functions and responsibilities under the Companies Act, 2013 and the Listing Agreements. The Independent Directors were also informed in detail about the requirements related to performance evaluation of the Board as a whole, Committees of Directors, Independent Directors and other Directors. External professional assistance was made available to the Directors for evolving the performance evaluation process.

The Company held a Board Meeting on 16th December, 2010 at its Bhavnagar Plant, the Company's largest manufacturing unit. After the Board Meeting, the Directors visited different Plants at the location and were apprised of the products manufactured, various processes, manufacturing, infrastructure, research and development activities, new products being worked upon etc. The Directors also had fruitful interaction with the operational personnel of the Plant. It will be the Company's endeavor to hold Board Meetings at Plant locations, whenever feasible, to enable the Directors to familiarise with the Company's manufacturing operations, processes and infrastructure.

4. Except as mentioned above, the Company does not presently hold separate / exclusive familiarization programmes but includes elements of familiarization as a part of its regular presentations made at every Board meeting on significant developments affecting the Company's business. It will be the Company's endeavor to keep the Independent Directors suitably informed from time to time of any developments relevant to their position as independent directors.