



**BHEEMA CEMENTS LTD**

[www.bheemacements.net](http://www.bheemacements.net)

Regd. Office: 6-3-652/C/A, Flat 5 A, "KAUTILYA" Amrutha Estates, Opp. Vijaya Bank, Somajiguda, Hyd-082.  
Mob: +91 90002 65555, +91 78931 27512, Email: [corporate@bheemacements.in](mailto:corporate@bheemacements.in)

CIN: L26942TG1978PLC002315

**BHEEMA CEMENTS LIMITED  
FAMILIARISATION PROGRAMME FOR INDEPENDENT  
DIRECTOR**



**BONDING THE FUTURE**

An ISO 9001-2008 Certified Company



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## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF BHEEMA CEMENTS LIMITED**

The Familiarization Program (“the Program”) for Independent Directors of Bheema Cements Limited (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

### **1. Purpose**

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Regulations as amended from time to time.

### **2. Familiarization Process**

The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The program essentially has two broad components - technical and behavioral. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company. The behavioral component shall empower the participants to understand board procedures and help them to be effective in board activities. The Program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investor community particularly minority shareholders, regulatory authorities and the stakeholders at large.





The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.

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

The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

### **3. 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.

### **4. Review of the Program**

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

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**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF BHEEMA CEMENTS LIMITED ("THE COMPANY") DURING FY 2024-25:**

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

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| Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors | February 19, 2025  |
| Number of hours spent by Independent Directors in such programmes  | Approx. two hours during the year  |
| Purpose of Programme   | To apprise the Independent Directors about the Company's risk management framework, internal control systems, and mitigation strategies to enhance oversight and governance. |



**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF BHEEMA CEMENTS LIMITED ("THE COMPANY") DURING FY 2023-24:**

The Company organizes an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

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| Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors | February 14, 2024  |
| Number of hours spent by Independent Directors in such programmes  | Approx. two hours during the year  |
| Purpose of Programme   | To update Independent Directors on recent amendments in corporate laws, SEBI (LODR) Regulations, and other applicable legal frameworks impacting the Company, ensuring informed and compliant decision-making. |

