

Familiarisation / Training Programs

For

Directors



Schaeffler India Limited**Preamble**

The basic philosophy behind an endeavour towards better corporate governance is to achieve business excellence. The Company believes that Teamwork starts with the Board and continues to the various levels of the Management. It is based on a common understanding that real teamwork is only possible where people trust each other and Trust can only grow where we treat each other transparently, openly and fairly.

Induction, orientation or familiarisation programmes are part of our Culture and applicable to all layers of management and the Board Members, which are designed based upon the position / Job requirements.

Guided by the principles laid down on the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act 2013, the familiarisation programs and trainings aim to provide insights of the Company, including nature of Industry in which the Company operates, Business Model of the Company, Relevant information on Business Processes and Roles, Responsibilities, Duties and Rights of the Directors including Independent Directors.

Induction of Independent Directors

At the time of appointment, a formal letter of appointment is given to the Independent Director, which inter alia states the role, function, duties and responsibilities, which an Independent director is expected to perform.

Independent Directors are provided with necessary documents / brochures, Memorandum & Articles of Association and copies of internal policies, Shareholding patterns, information on promoters and Group, to enable them to familiarize with the Company's procedures, policies, guidelines and practices, with which Company does its operations.

Familiarisation and Trainings to Directors

The Directors including Independent Directors are apprised through presentations / discussions, on periodical basis on the Business performance, Economic and Industry Trend, global business environment, business strategy, Risks & Compliance Management System and Critical Business Processes. Further, all Directors are provided trainings through various programs and workshops relating to the business of the Company. Visits to manufacturing facilities are also organised, which enhances the Directors' awareness about the Company's operations and also benefit the Company with their valuable inputs and suggestions.

The Directors of the Company have access to the information relating to the Company. They interact with the Key Managerial Personnel and seek any information they need to discharge their functions effectively.

Disclosure

The details of the Programmes 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.

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Summary of various Programs / Trainings imparted to the Directors, including Independent Directors:

Sr. No.	Area covered under the Programs
1	COVID-19 updates and measures taken
2	Overview of Operational, Financial Performance, Business Performance & Risk Management
3	Important updates of Schaeffler Group

Details of Familiarization Programs attended by the Independent Directors:

Sr. No.	Name of Independent Director	No. of Programs attended		No. of Hours spent in the programs attended	
		during the year 2021	cumulative basis (since April-2014)	during the year 2021	cumulative basis (since April-2014)
1	Mr. Avinash Gandhi	4	19	15	88
2	Mrs. Renu Challu	4	37	15	96
3	Mr. Arvind Balaji	4	8	15	35
4	Mr. Amit Kalyani	4	8	15	35
5	Ms. E.V. Sumithasri	4	9	15	39.50

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Details of Familiarization Programs / Trainings imparted to the Directors during and approximate hours spent during the year 2021 are as under:

Sr. No.	Particulars	No. of Hours (approx.)	Faculty / Trainer / Speaker	Participants
1	COVID-19 updates and measures taken	2	CEO	All the Directors
2	Review of Financial, Operational and Business Performance of the Company	10	CEO & CFO	All the Directors
3	Important updates of Schaeffler Group	1	Mr. Klaus Rosenfeld	All the Directors
4	Information on Multifaceted journey at 75 th Anniversary of Schaeffler Group (Virtual)	2	Mr. George F.W. Schaeffler (Chairman-Supervisory Board), Mr. Klaus Rosenfeld (CEO) and other Senior Management Team of Schaeffler Group	All the Directors

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Summary of various Programs / Trainings imparted to the Directors, including Independent Directors:

Sr. No.	Area covered under the Programs
1	Sessions on Companies Act, 2013 covering various aspects of the law
2	Plant visits to Talegaon plant in January 2020
3	Onboarding session with ELT members
4	Strategy Meeting
5	Sessions on Internal Financial Controls
6	Sessions on Risk Management
7	Operational overview of business performance
8	Overview of Financial Performance
9	Operational and Financial Budget of the Company

Details of Familiarization Programs attended by the Independent Directors:

Sr. No.	Name of Independent Director	No. of Programs attended		No. of Hours spent in the programs attended	
		during the year 2020	cumulative basis (since April-2014)	during the year 2020	cumulative basis (since April-2014)
1	Mr. Avinash Gandhi	5	15	24	73
2	Mrs. Renu Challu	4	33	20	81
3	Mr. Arvind Balaji	4	4	20	20
4	Mr. Amit Kalyani ¹	4	4	20	20
5	Ms. E.V. Sumithasri ²	5	5	24.50	24.50

¹Appointed as an Independent Director w.e.f. February 11, 2020.

²Appointed as an Independent Director w.e.f. July 15, 2020

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Details of Familiarization Programs / Trainings imparted to the Directors during and approximate hours spent during the year 2020 are as under:

Sr. No.	Particulars	No. of Hours (approx.)	Faculty / Trainer / Speaker	Participants
1	Talegaon plant visit	4	Senior members of the Company	Mr. Avinash Gandhi
2	Interaction with Executive Leadership Team members for Business / Industry updates	4.50	Executive Leadership Team members and Company Secretary	Ms. E.V.Sumithasri
3	Strategy Meeting	6	Executive Leadership Team including CEO & CFO	All the Directors
4	COVID-19 updates and measures taken	2	CEO	All the Directors
5	Review of Financial and Operational Performance of the Company during the Meetings of Board and Committees thereof	10	CEO & CFO	All the Directors
6	Review of internal controls, key findings, key counter measures	2	Internal Auditor	All the Directors

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Summary of various Programs / Trainings imparted to the Directors, including Independent Directors:

Sr. No.	Area covered under the Programs
1	Sessions on Companies Act, 2013 covering various aspects of the law.
2	Plant visits to Schaeffler Group Headquarters
3	Plant visits to other Schaeffler Group Companies
4	Strategic Dialogue Workshop
5	Sessions on Internal Financial Controls
6	Sessions on Risk Management
7	Program on Strategy of the Company
8	Operational overview of business performance
9	Overview of Financial Performance
10	Operational and Financial Budget of the Company

Details of Familiarization Programs attended by the Independent Directors:

Sr. No.	Name of Independent Director	No. of Programs attended		No. of Hours spent in the programs attended	
		during the year 2019	cumulative basis (since April-2014)	during the year 2019	cumulative basis (since April-2014)
1	Mr. Avinash Gandhi	2	10	24	49
2	Mrs. Renu Challu	1	29	8	61
3	Dr. Sanak Mishra	2	31	24	77.5
4	Mr. Rakesh Jinsi	2	30	24	77
5	Mr. Arvind Balaji ¹	-	-	-	-

¹Appointed as an Independent Director w.e.f. November 6, 2019.

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Details of Familiarization Programs / Trainings imparted to the Directors during and approximate hours spent during the year 2019 are as under:

Sr. No.	Particulars	No. of Hours (approx.)	Faculty / Trainer / Speaker	Participants
1	Master Class for Directors	24	Faculties from Institute of Directors	Mr. Dharmesh Arora
2	Review of Financial and Operational Performance of the Company during the Meetings of Board and Committees thereof	8	KMPs of the Company as well as Statutory and Internal Auditors	All the Directors and KMPs
3	Visit to plants at Headquarters of Schaeffler Group in Germany	16	Automotive Board of Schaeffler Group and various other members of the Team	All the Directors except Mrs. Renu Challu and KMPs

Summary of various Programs / Trainings imparted to the Directors, including Independent Directors:

Sr. No.	Area covered under the Programs
1	Sessions on Companies Act, 2013 covering various aspects of the law.
2	Plant visits to Schaeffler Group Headquarters
3	Plant visits to other Schaeffler Group Companies
4	Strategic Dialogue Workshop
5	Sessions on Internal Financial Controls
6	Sessions on Risk Management
7	Strategic Initiative of the Company – Amalgamation
8	Workshop on Post Merger Integration
9	Sessions with eminent Businessman on 'Business Success'
10	Program on Strategy of the Company
11	Manufacturing facility visit – Talegaon facility
12	Operational overview of business performance
13	Overview of Financial Performance
14	Operational and Financial Budget of the Company

Details of Familiarization Programs attended by the Independent Directors:

Sr. No.	Name of Independent Director	No. of Programs attended		No. of Hours spent in the programs attended	
		during the year 2018	cumulative basis (since April-2014)	during the year 2018	cumulative basis (since April-2014)
1	Mr. Avinash Gandhi ¹	8	8	25	25
2	Mrs. Renu Challu	9	28	32	53
3	Dr. Sanak Mishra	9	29	32	53.5
4	Mr. Rakesh Jinsi	9	28	32	53

¹Appointed as an Independent Director w.e.f. February 7, 2018.

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Details of Familiarization Programs / Trainings imparted to the Directors during and approximate hours spent during the year 2018 are as under:

Sr. No.	Particulars	No. of Hours (approx.)	Faculty / Trainer / Speaker	Participants
1	Workshop on Post Merger Integration (PMI)	7	PMI project leadership team	All the Directors and Senior Management
2	Session on Business Success	2	An eminent Business Leader	All the Directors and Senior Management
3	Two days' residential program including Trainings and Workshops on business strategy development of the Company through an offsite titled 'Strategy and Beyond'	12	Functional Leaders	All the Directors and Senior Management
4	Review of Financial and Operational Performance of the Company during the Meetings of Board and Committees thereof	8	KMPs of the Company as well as Statutory and Internal Auditors.	All the Directors and KMPs.
5	Plant Visit - Talegaon Plant	3	Plant head and various operational team leaders	All the Directors and Senior Management
