



Familiarisation Programme for Directors

[Pursuant to Regulations 25 and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

ITC believes that a Board which is well informed / familiarised with the Company and its affairs, can contribute significantly to effectively discharge its role of trusteeship in a manner that fulfils stakeholders' aspirations and societal expectations. In pursuit of this, the Directors of the Company are updated on material changes / developments in the domestic / global corporate and industry scenario including those pertaining to statutes / legislation & economic environment and on matters significantly affecting the Company, to enable them to take well informed and timely decisions.

The Independent Directors are apprised through appointment letters, on their roles, duties & responsibilities, time commitment required, remuneration, insurance coverage, and also the process for evaluation of the performance of the Board, Board Committees & individual Directors. Further, the Directors, on appointment, are provided with induction kits which, inter alia, include the Company's Memorandum and Articles of Association, Corporate Governance Policy, ITC Code of Conduct, ITC Code of Conduct for Prevention of Insider Trading, Terms of Reference of Board Committees and Annual Report & Accounts and Sustainability Report for the last 2 years. These Directors are also provided with an overview of the Company's businesses and sustainability initiatives.

To enable the Directors to familiarise themselves and experience the manufacturing & other facilities of the Company, Board Meetings are held from time to time in locations where the Company has operations, besides the registered office. Visits to Company facilities are also separately organised for the Directors for this purpose. The industry scenario, competitive environment, regulatory framework and such other topics of interest are periodically shared with the Directors at the Board Meetings, along with review of the various businesses of the Company. Amongst others, risk assessment & minimisation procedures, CSR & sustainability interventions, changes in organisational structure, succession plans, management development processes, and performance of subsidiary companies are also presented to the Board and / or Board Committees, as appropriate.

Familiarisation Programmes organised by the Company during the financial year 2023-24 and cumulative from 1st April, 2015 up to 29th January, 2024

| Particulars | During the financial year 2023-24 | Cumulative from 1st April, 2015 up to 29th January, 2024 |
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| Number of familiarisation programmes organised by the Company, including visits to Company facilities | 5 | 69 |
| Time spent by the Independent Directors in such programmes in the aggregate | > 21 man hours | > 416 man hours |
