



Disclosure under Regulation 25 and 46 of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Royal Orchid has a well established on boarding/orientation program for its independent directors (ID).

The Company has an orientation process/familiarization programme for its independent directors that include:

- a. Briefing on their role, responsibilities, duties, and obligations as a member of the Board.

Royal Orchid issues letter of appointment to the Independent directors which includes their roles, responsibilities and liabilities and when a new ID is appointed they will be oriented on their roles and responsibilities as a member of the Board by the Managing Director and the senior team.

- b. Nature of the Industry, business of the Company, business model, Company's strategic and operating plans.

Independent Directors have complete access to the information within the Company. In addition, periodically, Business heads, CFO, Legal head and Executive Directors make detailed presentation on business models, nature of industry, organization structure, finance, risk management, etc.

- c. Matters relating to Corporate Governance, Code of Business Conduct, Risk Management, Compliance Programs, Internal Audit, etc.

Further, legal and statutory and accounting updates are made available to IDs including the Audit Committee members by external consultants, law firms, statutory and internal auditors on a quarterly basis.

During the year 2015 -16, Independent Directors of the Board have attended various programs on business strategies, Internal Financial Controls, regulatory updates, Leadership planning etc for about 12 hours.