

OCL INDIA LIMITED

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FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

(In terms of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

FAMILIARIZATION PROGRAMME 2015-16

HELD ON :

Familiarization programme was held on February 02, 2016.

ATTENDED BY:

The same was attended by all the members of the Board, Independent Directors as well as other Directors.

FAMILIARIZED WITH:

The Directors were apprized with the following and a detailed document on these was circulated to all the Directors well in advance –

1. Roles, rights, powers and responsibilities of various Board Committee.
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Corporate Social Responsibility Committee
 - e. Risk Management Committee
2. Roles, rights, powers and responsibilities of Independent Directors.
3. Compendium of following Policies of the Company as approved/amended by the Board of Directors from time to time and details of person(s) responsible to oversee compliance of the same.
 - a. Code of Conduct for Board of Directors & Senior Management
 - b. Code of Fair Disclosure of Unpublished Price Sensitive Information, 2015
 - c. Code of conduct for Insider Trading – 2015
 - d. Nomination and Remuneration Policy
 - e. Board Diversity Policy
 - f. Criteria for performance evaluation of Board, its Committees and Directors
 - g. Whistle Blower Mechanism
 - h. Charter against Sexual Harassment of Woman at workplace
 - i. Related Party Policy
 - j. Policy on Material Subsidiary Companies
 - k. Provisioning Policy

- l. Foreign Exchange Risk Management Policy
- m. Corporate Social Responsibility Policy & Guideline
- n. Policy for Determination of Materiality of Events and Information for disclosure to the Stock Exchanges
- o. Policy for Preservation of Documents

REFRACTORY INDUSTRY:

The Directors were apprized by the Head - Refractories about details of Refractory Industry in which the Company's Refractory business operates. Market overview and strategy going forward.

- a. Steel remains the major consumer for the global and Indian refractory business, followed by Cement and non-ferrous industries.
- b. While India is the fifth largest finished steel producer in the world, there exists high growth potential in per capita steel consumption.
- c. With a positive outlook for steel, there is a potential for growth for the Indian refractory industry.
- d. Leading international players have significant operations in the Indian market, making the competition global.
- e. While the market offers huge potential, we need to build upon our strengths, to emerge as a successful player.
- f. Our vision is to make the Company a global refractory player.
- g. We need to strengthen current business and expand aggressively to become a strong global competitor.
- h. Way forward: We need to assess market scenarios and identify gaps that are to be bridged for achieving our growth aspiration.
- i. We are taking multiple initiatives across all functions to stabilize our existing business and move towards our long term vision.

REPORT:

Familiarization Programme Conducted	No. of programmes	No. of Hours	Attended by
2014-15	1	1	All Independent Directors except Dr. S. R. Jain
2015-16	1	1	All Independent Directors
Cumulative	2	2	

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