

DETAILS OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF WOCKHARDT LIMITED DURING THE FINANCIAL YEAR 2016-17

[Pursuant to regulation 46(2)(i) SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Background

Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 stipulates that the Company shall, inter alia, familiarize the Independent Directors of the Company, about nature of industry in which the Company operates, business model of the Company and the roles, rights, responsibilities of the Independent Directors in the Company, through various programmes.

Overview of the Familiarisation process

In compliance with the aforesaid regulations, Wockhardt Limited has put in place a system to familiarize its Independent Directors about the Company, its products, the Industry and business model of the Company. In addition, it also undertakes various measures to update the independent directors about the ongoing events and development relating to the Company.

At the time of their appointment, New Directors are made aware and further updated about their roles, rights, responsibilities in the Company through a formal letter of appointment. A copy of the said letter is available on the Company's website www.wockhardt.com. The appointment letter issued to Independent Directors, inter alia, sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company. A Directors' Kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous few years, MD's Presentations, recent Media Releases etc. is also handed over to the new director.

Management organises sessions with Independent directors on "as needed" basis wherein the Managing Director, the Chief Financial Officer and other Senior Heads make presentations to familiarise the new Director with the Company's organisational structure, business model, operations, services, markets, finance, human resources, technology, risk management, sustainability, regulatory environment, challenges and strategy etc.

All efforts are made to provide insights into the Company and the business environment to enable Independent Directors to be updated on new risks, challenges and opportunities relevant to the Company and to lend perspective to the strategic direction of the Company. This includes periodic interactive sessions organized by the Company for Board members with external domain experts.

At various Board meetings held during the year, presentations are made to the Independent directors on safety, health and environment issues, CSR and sustainability related matters, accounting policies and changes therein, changes in the regulatory scenario and global trends, Internal Audit, Risk related and investor related issues.

Quarterly presentations are made to the Board providing business and performance updates including information on risks and mitigation measures, market share, financial arrangements, working capital management, fund flows, material litigations, performance of subsidiaries, joint ventures and associates etc.

Also, Independent Directors are encouraged to visit the various plant locations to familiarise themselves with their operational, safety and sustainability aspects. One-to-one meetings are held with

Independent Directors to apprise them of complex issues to enable them to understand the same in depth.

Summary of Familiarisation programme of Directors

In compliance with regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Familiarization sessions were held during the financial year 2016- 17:

Date of Program	Independent Director present	Duration of the familiarisation Program (hr : min)	Key Areas covered
06/05/2016	Mr. Shekhar Datta Mr. Aman Mehta Mr. D. S. Brar Dr. Sanjaya Baru Mrs. Tasneem Mehta Mr. Baldev Raj Arora	00:45	<ul style="list-style-type: none"> ▪ Global business updates and Forecast ▪ Financial performance & budget for next year ▪ CSR initiatives & budget for next year
13/08/2016	Mr. Aman Mehta Mr. D. S. Brar Dr. Sanjaya Baru Mrs. Tasneem Mehta Mr. Baldev Raj Arora	00:30	<ul style="list-style-type: none"> ▪ Regulatory Updates ▪ Global business updates ▪ Updates on NCE's ▪ Finance Updates ▪ CSR initiatives
10/02/2016	Mr. Shekhar Datta Mr. Aman Mehta Mr. D. S. Brar Dr. Sanjaya Baru Mrs. Tasneem Mehta Mr. Baldev Raj Arora Mr. Vinesh Kumar Jairath	00:30	<ul style="list-style-type: none"> ▪ Regulatory Updates ▪ Global business updates ▪ Finance Updates
24/01/2017	Mr. Shekhar Datta Mr. Aman Mehta Mr. D. S. Brar Dr. Sanjaya Baru Mrs. Tasneem Mehta Mr. Baldev Raj Arora Mr. Vinesh Kumar Jairath	00:45	<ul style="list-style-type: none"> ▪ Regulatory Updates ▪ Global business updates ▪ R&D Updates

Details of attendance of Independent Directors in Familiarization Sessions are as follows:

Name of the Director	Particulars of Familiarisation sessions (During the tenure of respective Directors)							
	During the Financial year 2016-17				Cumulative (from 1st April 2015)			
	Held		Attended		Held		Attended	
	No. of sessions	Approx. Duration (hr : min)	No. of sessions	Approx. Duration (hr : min)	No. of sessions	Approx. Duration (hr: min)	No. of sessions	Approx. Duration (hr: min)
Mr. Shekhar Datta	4	02:30	3	02:00	8	05:30	7	05:00
Mr. Aman Mehta	4	02:30	4	02:30	8	05:30	8	05:30
Mr. D. S. Brar	4	02:30	4	02:30	8	05:30	8	05:30
Dr. Sanjaya Baru	4	02:30	4	02:30	8	05:30	8	05:30
Mrs. Tasneem Mehta	4	02:30	4	02:30	8	05:30	8	05:30
Mr. Vinesh Kumar Jairath	4	02:30	2	01:15	8	05:30	2	01:15
Mr. Baldev Raj Arora	4	02:30	4	02:30	8	05:30	8	05:30