

MERCATOR LIMITED

Familiarisation process for Independent Directors:

This document outlines the Company's policy to keep the Independent Directors familiarised and updated about the business and the operations of the Company:

- A familiarization was organized on the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, to update the Independent Directors and to help themselves in performance of their roles; rights and responsibilities.
- In respect of every Board and Committee meeting; agenda papers are circulated in advance. The Agenda includes report on business performance and updates on project(s); finance; Legal cases; statutory compliances, material developments of Subsidiary companies etc. At the meeting deliberate discussions are facilitated on the agenda items to fully apprise Board members on the matters. When required by the Independent Directors; experts/ HOD/ Statutory Auditors are invited to provide insight on the matters for their detailed understanding.
- A Board meeting is organized every year to review annual budget and business plans of the Company and its subsidiaries. At the meeting; the Board of Directors are informed about the performance vs budgets; SWOT analysis of respective Business Segments. This enables Independent Directors understand the Company; its culture; business policies; the industry in which the Company and its subsidiaries operates; in a better way.
- A detailed letter is issued at the time of appointment to the Independent Director stating the role and duties he/ she is expected to perform.

Familiarization Programme imparted to independent Director during the FY 2019-20

Mercator Limited (the Company) has an on-going familiarization Programmes through presentations at Board meetings, post Board Meeting discussions etc., for all its directors including Independent Directors.

The details as required under Regulation 46(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 are given below:

Name of the Independent Directors	Number of Board Meetings Attended		Number of Hours Spent	
	During FY 2019-20	Cumulative till date 1st April, 2017	During FY 2019-20	Cumulative till date from 1st April, 2017
Mr. Man Mohan Agrawal	8	23	16 hours	53 hours
Mr. Chetan Desai	8	12	16 hours	33 hours
Mr. Anil Khanna	6	16	12 hours	40 hours
Mrs. Ameeta Trehan (w.e.f 1 st July, 2019)	4	4	8 hours	8 hours