

BATA INDIA LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

INTRODUCTION:

In Compliance with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges, Bata India Limited ('the Company') is required to adopt a Familiarization Program for the Independent Directors on the Board of Directors of the Company. The Familiarization Program of the Company should enable the Independent Directors to ascertain their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, etc., through various programs.

OBJECTIVE OF THE PROGRAM:

To enable the Independent Directors to understand the Company's business in-depth, that will facilitate their active participations and deliberations at Board Meetings and various Committee Meetings of the Company.

FAMILIARIZATION PROCESS

Once appointed, the Independent Directors shall undergo a Familiarization Program of the Company. Necessary information and supportive documents in respect of the footwear industry, regulatory environment under which the Company operates and the latest Annual Report shall be provided to the Independent Directors. The Company shall organize visits of the Independent Directors to the Corporate Office of the Company at Gurgaon exclusively for the purpose to have one-on-one discussions with the Functional Heads of the Company to understand various functions which are critical to the business performance of the Company.

The Independent Directors shall be provided with the latest financial results, internal audit findings, risk inventories and other specific documents as sought by them for from time to time. The Independent Directors shall be made aware of various Policies and Code of Conduct and Business Ethics adopted by the Board.

An initial presentation shall be made to the New Director so that he or she gets an insight about the functioning of the Company. An interactive session with the Directors and the Senior Managerial Personnel shall also be arranged which will help the Independent Directors understand the strategy, operations, market, finance, organization structure and other facets of the Company. The Executive Directors of the Company also have a one-on-one discussion with the newly appointed Independent Director.

CONTINUITY OF THE FAMILIARIZATION PROGRAM:

The Company shall circulate to the Independent Directors relevant news and articles related to the footwear industry on regular basis and provide regulatory updates from time to time. As a part of an on-going process the Independent Directors shall be given a complete insight of business performance of the Company before the quarterly and annual financial results are discussed at the Audit Committee Meeting and Board Meeting.

The Independent Directors, during their tenure in office, shall have complete access to the information within the Company. The Independent Directors shall have interactive sessions with the Executive Directors and will be kept updated by the Business Heads, the Statutory Auditors, Secretarial Auditor and the Internal Auditors from time to time.

DISCLOSURE:

This Familiarization Policy shall be uploaded on the Company's Website and a web link thereof will be provided in the Annual Report of the Company to the shareholders.

REVIEW OF THE PROGRAM:

The Board may from time to time review the Familiarization Policy and may modify the same as and when required to adopt the best practices in the Industry.
