



FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF ADANI POWER LTD.

The Familiarization Program (“the Program”) for Independent Directors of Adani Power Ltd. (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

1. Purpose

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on :

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Agreement as amended from time to time.

2. Familiarization Process

The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The program essentially has two broad components –technical and behavioural. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities. The Program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.



The Company may circulate news and articles related to the Industry on a regular basis and may provide specific regulatory updates from time to time; and

The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

3. Disclosure of the Policy

This policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

4. Review of the Program

The Board will review this program and make revisions as may be required.



DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF ADANI POWER LIMITED ("THE COMPANY") DURING FY 2015-16:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/ familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	Two Programmes: i) 05.02.2016 ii) 25.03.2016
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. 7 Hours
Purpose of Programme	1. To make aware about the Business Model of the Company; 2. Updating Independent Directors of the Company about scale and details of its operations;

	<ol style="list-style-type: none">3. Awareness on Rights and Responsibilities of Independent Directors;4. Overview of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
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DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF ADANI POWER LIMITED ("THE COMPANY") DURING FY 2016-17:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/ familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One Programme: i) 03.02.2017
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. 4 Hours
Purpose of Programme	1) Awareness on Rights and Responsibilities of Independent Directors; 2) Updating Independent Directors regarding scale and details of its operations; 3) Business Model of the Company.



DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF ADANI POWER LIMITED ("THE COMPANY") DURING FY 2017-18:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/ familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One Programme: i) 15.03.2018
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. 3 Hours
Purpose of Programme	1) Updating Independent Directors regarding scale and details of operations of the Company and its Subsidiaries; 2) Updating on recent changes in the regulatory framework 3) Review of Business Model and updating on new project by the Company

	4) Updating on Rights and responsibilities of Independent Directors in line with the statutory amendments
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DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF ADANI POWER LIMITED ("THE COMPANY") DURING FY 2018-19:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Familiarisation Programme organised on 5th March, 2019

Visit to Tiroda Plant

Plant visit cum Awareness Programme to Tiroda Plant in Maharashtra was organised on 5th March, 2019 for all the Independent Directors. During the visit the Independent Directors were apprised on the plant operation system, safety measures initiated thereat, process of power generation, Ash handling and management system etc.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One Programme: i) 05.03.2019
Number of hours spent by Independent Directors in such	Approx. 9 Hours



programmes (during the year and on cumulative basis till date)	
Purpose of Programme	<ol style="list-style-type: none">4) To update Independent Directors of the Company regarding scale and details of its operations;5) Overview of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;6) Business Model of the Company;7) Rights and Responsibility of Independent Directors.8) Plant visit where they were appraised in detail about the process of power generation.

Also, the Company is familiarizing to the Independent Directors on the key developments by way of the monthly bulletin.