

TRAINING POLICY FOR BOARD MEMBERS

of

THE BRAITHWAITE BURN AND JESSOP CONSTRUCTION CO. LTD.

(CIN : U70100WB1986GOI041286)

Registered Office : 27, R.N.Mukherjee Road, Kolkata-700 001

TRAINING POLICY FOR BOARD MEMBERS

1.0 PREAMBLE

1.1 This policy is to provide for training of Board members comprising of Whole-time Directors, Independent Directors and Nominee Directors appointed by Government of India.

2.0 COMPOSITION OF THE BOARD OF BBJ

2.1 The Board of Directors of BBJ have an optimum combination of Executive (Functional) and Non Executive Directors with 50% of the Board of Directors comprising of Non-Executive Directors.

3.0 PROFILE OF THE BOARD MEMBERS

3.1 The Functional Directors appointed by the Government of India are senior level executives of BBJ who have professional qualification not only in their core area of functioning but also have vast experience in the business model of the Company. So also the Nominee Directors appointed by DHI who are professionals having an in depth knowledge and experience in the core area of the industry.

3.2 The nominees of the Government of India are professionally qualified senior bureaucrats having wealth of experience in various areas of administration.

3.3 The Independent Directors are eminent personalities having wide experience in the field of business, education, industry, commerce and administration.

4.0 DPE GUIDELINES ON TRAINING OF DIRECTORS

4.1 DPE Guidelines: The Guidelines on Corporate Governance for Central Public Sector Enterprises 2010, issued by Government of India, Ministry of Heavy Industries and Public Enterprises, Department of Public Enterprises provides with regard to Training of Directors as under:

4.2 Clause 3.7 Training of Directors The company concerned shall undertake training programme for its new Board members (Functional, Government, Nominee and Independent) in the business model of the company including risk profile of the business of company, responsibility of respective Directors and the manner in which such responsibilities are to be discharged. They shall also be imparted training on Corporate Governance, model code of business ethics and conduct applicable for the respective Directors

5.0 TRAINING REQUIREMENT

5.1 In the light of the varied profile of the Directors of the Board as indicated in Para 3.0 above the training requirement of the directors would also vary. Accordingly, BBJ shall have two-tier training policy for the Directors as under:

5.2 INTERNAL TRAINING :

5.2.1 With a view to familiarize the Directors with the rules and regulations of BBJ, the following documents shall be provided to the Board of Directors on their induction:

(i) Memorandum & Articles of Association of the Company

(ii) Latest Annual Reports of the Company *inter alia* for understanding business operations and performance

(iii) Code of Conduct for Board Members and Senior Management Official

(iv) DPE's model role & responsibilities of non-official directors on the Board of CPSEs and

(v) Any other related document

- 5.2.2 Immediately on induction of the part-time non-official Directors and Government Nominees by the Government of India, a detailed presentation on the business module, risk profile, performance, plans etc of BBJ shall be made. This shall be an induction training for the Directors appointed on the Board of BBJ for the first time.
- 5.2.3 At the convenience of the part-time non-official Directors and Government Nominees, a visit to BBJ office and other site visits shall be arranged to familiarize them with the working of BBJ.
- 5.2.4 As a good measure of ongoing training, Directors shall be updated through presentations and written material at the meeting of the Board of Directors and meetings of Committee of Directors on all business related matters including Operations, Technical aspects, Risk Assessment & Minimization practices and procedures ,Safety snapshots, Finance, Marketing, HR, etc. and new initiatives proposed by the Company.

5.3 EXTERNAL TRAINING

- 5.3.1 At the convenience of the part-time non-official Directors, Government Nominees and Functional Directors, they may be nominated for such trainings, seminars, conferences, conventions held at the auspices of premium institutions viz., Institute of Directors (IOD), Standing Conference of Public Enterprises (SCOPE), Ministry of Corporate Affairs (MCA), Department of Public Enterprises (DPE), Indian Institutes of Management (IIMs), Institute of Company Secretaries of India (ICSI), Institute of Chartered Accountants of India (ICAI) , Institute of Public Enterprise (IPE), Indian Institute of Science (IISc), Indian Institutes of Technology (IITs) and other leading institutions on matters covering the relevant areas including Corporate Governance, business ethics and conduct, Director's duties & responsibilities , leadership excellence, Creating high performing organizations, International business, Strategies for growth, Competitive performance , Board room practices, Risk Management & Risk Mitigation, Sustainability Development, Corporate Social Responsibility etc.
