

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Preamble:

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) requires a Company to familiarize its Independent Directors through various programs about the Company, including the following:

- (a) Nature of the industry in which the company operates;
- (b) Business model of the company;
- (c) Roles, rights, responsibilities of independent directors; and
- (d) Any other relevant information.

Further, Regulation 46(2) of the SEBI Listing Regulations requires a Company to disseminate on its website the details of familiarization programs imparted to Independent Directors including the following details:

- i. Number of programs attended by Independent Directors (during the year and on a cumulative basis till date);
- ii. Number of hours spent by Independent Directors in such programs (during the year and on cumulative basis till date); and
- iii. Other relevant details.

Company’s approach for familiarizing Independent Directors

The Company has adopted a Familiarization Programme for its Independent Directors. The Directors are familiarized with the Company, its management and its operations during their association with the Company. The Directors are provided with all the documents and information to enable them to have a better understanding of the Company, its operations and the industry in which it operates. All the Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

The Managing Director and the Senior Management Personnel (“SMP”) provide an overview of the operations and familiarize the Directors on matters related to the Company’s values and commitments, performance, market update and the Company’s strategies on and on-going basis. They are also introduced to the organization structure, constitution and terms of reference of the Committees, Board procedures etc.

In terms of above, the Company conducts several familiarization programs for all its Directors including the following:

Including deep dives and long range planning of all the functions of the Company in the Company’s Board meetings wherein the Managing Director & CEO and SMPs give detailed presentations and understanding on various topics related to the short to long-term vision and strategies of the Company.

- Quarterly reviews including Business performance update and financial review
- Presentations made by Internal Auditors and Statutory Auditors
- Updates on Risk Management, mitigation and Enterprise Risk Management
- Industry Outlook , competition update
- Information Technology Framework including Digitalization initiatives
- Implementation of Liquidity Risk Management (LRM) framework and Review of LRM & Asset Liability Management (ALM) returns



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- Statutory / Regulatory updates at Board and various Committees of the Board
- Briefing on CSR activities
- Update on Company's remuneration policies and succession planning for KMPs and SMPs
- Formulation, amending and reviewing of various policies at the Board / Committee level
- News and articles related to the Company
- Circulating press releases, disclosures made to Stock Exchanges
- Prevention of Insider Trading Regulations, SEBI Listing Regulations
- Discussions on Internal Control over Financial Reporting, Internal Control Processes, framework for related party transactions, etc.
- Updates on roles, rights and responsibilities of Directors
- Interaction with Chief Compliance Officer, Chief Risk Officer, Head of Internal Audit, Grievance Redressal Officer, Internal Ombudsman

Details of familiarization programmes imparted

The details of familiarization programmes imparted to Independent Directors as required under Regulation 46(2) of the SEBI Listing Regulations is given hereunder:

Name of Independent Director	Number of programmes / meetings attended		Number of hours invested	
	During FY2022-23	From September 7, 2021 till March 31, 2023	During FY2022-23	From September 7, 2021 till March 31, 2023
Mr. Neeraj Swaroop	20	35	28	49
Mrs. Vijayalakshmi Iyer	20	36	24	42
Mrs. Savita Mahajan	12	21	21	36
Mr. Ravi Venkatraman	17	31	26	46