

Familiarization Programme for Independent Directors

1. PREAMBLE

In terms of Reg. 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place a system of Familiarization Programme for Independent Directors about their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various initiatives.

A few initiatives undertaken by the company under the familiarization programme are elaborated below:

A. INDUCTION ON JOINING THE BOARD OF DIRECTORS OF THE COMPANY;

The new Director is welcomed to the Board of Directors of the Company by sharing the following documents of the Company for his / her references:

- Memorandum of Association and Articles of Association of the Company.
- Code of Conduct for Directors and Senior Managerial Personnel.
- Note on Directors roles and responsibilities.
- Policy Handbook of the Company comprising of policies on various business aspects and practices.
- Organizational Chart of the Company and the profile of all the Directors and the Senior Managerial Personnel of the Company.
- List of Contact details of the Directors, Senior Managerial Personnel and their personal / executive assistants.
- Publicity material of the Company that explains the range of products, services and solutions offered by the Company to its clients.
- Note on key clients of the Company and their geographical distribution in terms of the work across and the revenue.
- Note on the budget of the Company for the particular Financial Year.

B. OVERVIEW OF FAMILIARIZATION PROGRAMMES :

The following is an overview of the familiarization programme adopted by the Company:

- To facilitate independent directors in the performance of their duties and responsibilities, new directors are provided with a personal orientation by senior leaders and managers regarding the Company's business and operations, governing documents, information on key personnel, and financial information are made available to them.
- Independent directors are also taken through detailed business strategy for various businesses during the independent directors' meetings which are held at least once during the financial year.
- The Chairman of the Board depending on the business needs may also nominate independent directors for relevant external training programs.

Apart from Independent Directors, Non-Executive Directors are also eligible to attend the familiarization programmes.

The Independent Directors are made aware of their roles, responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their appointment.

Regular updates on relevant statutory and regulatory changes are circulated amongst the Directors.

The members of the Board are given complete access to the information's relating to the company from time to time.