

Familiarization Programme for Independent Directors

Objective

To provide insights into the Company to enable the independent directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

Familiarization Process

The Company through its key managerial personnel would conduct programmes to familiarize the independent directors with the strategy, operations and functions of the Company. Such programmes /presentations would provide an opportunity to the independent directors to interact with the senior management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, facilities and risk management and such other areas as may arise from time to time.

The programmes/presentations would also familiarise the independent directors with their roles, rights and responsibilities. As and when a new independent director comes on the Board of the Company, a meeting would be arranged with the Chairperson, Managing Director, Chief Financial Officer or other officials as may be required to discuss the functioning of the Board and the nature of the operation of the Company's business activities. They would also be provided with copy of latest annual report, the code of conduct and the code of conduct for prevention of insider trading besides any other information relevant for the purpose. An appointment letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, and obligations on disclosures, would be issued for the acceptance of the Independent Directors.

Explanations/presentations on operations made to the Board on periodic results would include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, regulatory scenario etc and quarterly results / press release of the Company being sent to the directors.

