



## **A. POLICY ON INDEPENDENT DIRECTOR FAMILIARIZATION & CONTINUING EDUCATION PROGRAMME**

### **PURPOSE AND OBJECTIVE OF THE POLICY**

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

### **FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

The Company shall through its MD/EDs/KMPs conduct programs/presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;

Such programs / presentations will 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, quality, facilities and risk management and such other areas as may arise from time to time;

The programs/presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;

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;

The Company may conduct an introductory familiarization program/presentation, when a new Independent Director comes on the Board of the Company. New Independent Directors shall meet with the Chairperson, Key Managerial

Personnel and Senior Management to discuss the functioning of the Board and the nature of the operation of the Company's business activities. In addition, new Director shall be provided with copies of the following documentation:

- Board and Board Committee Charters
- The Code of Conduct
- Last published annual report
- Schedule of upcoming Board and Committee meetings
- Whistle blower Policy

The Company may provide the Independent Directors with an annual Board education allowance in respect of continuing education with the amount of such allowance to be set by the Board from time to time, in consultation with the Parent Company/GIM.

## **B. INITIATIVES UNDERTAKEN TO FAMILIARIZE THE INDEPENDENT DIRECTORS**

The Company through its Managing Director makes periodical presentations to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Such presentations provide an opportunity to the Independent Directors to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

The presentations also familiarises the Independent Directors with their roles, rights and responsibilities.

New Independent Directors are provided with copy of latest Annual Report, the Code of Conduct, Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.

A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

At various Board meetings during the year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates, business excellence under the Company's Business Excellence Model with areas of improvement and other relevant issue.

Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, donations, regulatory scenario etc.