

DETAILS OF FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS-FY 2022-23

Pursuant to Regulation 25 (7) of the SEBI Listing Obligations and Disclosure Requirement Regulations, 2015 read with its Amendments and Schedule IV of the Companies Act, 2013 read with its Amendments, the Company had during the year, conducted various programs for the Board of Directors and regularly apprised the Board members with the overview of the Company and its operations including finance, human resource, marketing, by the Senior Management team. Further, various business unit heads made presentations to the Board periodically pertaining to Company’s performance and future strategy for their respective business units. The Board was also apprised regularly of all regulatory and policy changes relevant to the business. The Board also conducts strategy meetings from time to time to review long term growth/plans of the Company.

These programs aim to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company and to familiarize them with the Company, their roles, responsibilities in the Company, nature of the industry in which the Company operates, business model etc. These familiarization programs for the Independent Directors are held during the quarterly board meetings of the Company and a separate dedicated day is assigned for conducting the familiarization program of the Independent Directors.

The Company at the time of induction of any director shares with them the “Induction kit” containing informative documents like Annual Report, Memorandum & Articles of Association, Code of Ethics & Business Conduct, Duties as per Schedule IV of Companies Act, Insider Trading Code and Directors & Officers Insurance policy. The Company also arranges the induction meeting for the new appointee with the senior management team of the Company.

The Board of Directors has complete access to the information within the Company. Independent Directors have freedom to interact with the Company Management. Apart from this, they also have independent interaction with the Statutory Auditors and Internal Auditors.

Summary of “Programs” organized for the Independent Directors during the FY 2022-23 are as below:

Sl. No.	Date of Program	Details of Program	Nature of Program
1	February 24 & 25, 2023	Board Strategy Session	Strategy
2	January 25, 2023	Business Overview Session	Nature of Industry & Outlook, Business model and overview of business units, technical specifications, Regulatory Updates (SEBI LODR, PIT, Companies Act etc.), Risk management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates.
3	November 09, 2022	Business Overview Session	
4	November 09, 2022	Risk Management Session	
5	July 27, 2022	Business Overview Session	
6	May 18, 2022	Business Overview Session	
7	May 18, 2022	Risk Management Session	



Summary of “Cumulative Programs Hours” organized for the Independent Directors during and till the closure of the FY 2022-23 are as below:

Sl. No.	Name	No of Programs attended For FY 2022-23	No of Programs attended (Cumulative) Till FY 2022-23	No of Hours spent For FY 2022-23	No of Hours spent (Cumulative) Till FY 2022-23
1	Mrs. Latika Pradhan	7	35	20	87
2	Mr. V. Raghunathan	7	34	20	86
3	Mr. Narayan Ramachandran	7	35	20	87
4	Mr. Zarir Batliwala	7	24	20	75
5	Mrs. Meenakshi Nevatia #	7	13	20	38
6	Mr. Mekin Maheshwari*	7	12	20	35
7	Mr. Subramaniam Somasundaram #	7	12	20	35

* Mr. Mekin Maheshwari was appointed as Independent Director w.e.f. June 09, 2021.

Ms. Meenakshi Nevatia and Mr. Somasundaram Subramaniam were appointed as Independent Director w.e.f. July 28, 2021.
