

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

OBJECTIVES:

The familiarization programme for Independent Directors is outlined herein pursuant to Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The Company strongly believes that effective familiarisation programme helps the Independent Directors, not only to have greater insight into Company's business but also contribute effectively in decision making at Board / Committee meetings. Considering that 'Centrum' is a diversified group having interests in various businesses, spread across the globe, it is important that the Independent Directors are well versed with the business and all the related activities including but not limited to the nature of industry, products, markets, operations, subsidiaries and its businesses, policies, regulatory aspects affecting the Company, etc.

Programme activities are merged with the Board/Committee meetings for the convenience of the directors.

The familiarization programme aims to provide Independent Directors with the Finance and Banking Industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, to update the Independent Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner.

INDUCTION, TRAINING AND FAMILIARISATION PROGRAMME FOR THE INDEPENDENT DIRECTORS:

- On appointment, the concerned director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments
- Each newly appointed Independent Director is taken through a formal induction program including the presentation from the Executive Chairman and other Senior Executives on the Company's Business Activity, finance and other important aspects of the Company's business. Relevant documents relating to the Company such as Memorandum of Associations, Articles of Association, Annual Reports of last three consecutive years, 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, CSR etc. are provided to the Independent Directors on their appointment
- The Company Secretary sends a formal letter to the Directors about their legal and regulatory responsibilities as a Director and the compliances required of them under the Companies Act 2013 and applicable SEBI Regulations
- The induction for Independent Directors includes interactive sessions with Executive Members and other Functional Heads and also so as to familiarize them about the different Business activity and other related aspects
- At various Board meetings during the year, presentation will be made to the Board on the operations of the Company, market share, pricing strategy, financials, risks and mitigation plans, initiatives on health and safety, compliances, major litigation, regulatory scenario etc.
- Quarterly updates on relevant statutory changes encompassing important laws are regularly circulated to the Directors
- Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the business segments of which it is a part.