

# **DETAILS OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

## **OBJECTIVES:**

- To adopt a structured programme for orientation and familiarization of Independent Directors (“IDs”) at the time of their joining, so as to enable them to understand the Company, its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.
- To update the IDs on a continuing basis on any significant changes in any of the above, to enable them to be in a position to take well informed and timely decisions.

## **ORIENTATION PROGRAMME UPON INDUCTION OF INDEPENDENT DIRECTORS:**

- An Induction pack is handed over to an ID on the Company’s Board. This includes the Company’s Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the latest Annual Report, Code of Conduct applicable to Directors / employees of the Company, the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices’ and the Whistle Blower Policy of the Company. In case the ID is also inducted on the Committees of the Board, the ID is also provided with the mandates of the respective Committees.
- 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 to the IDs.
- The IDs are also introduced to the Business Heads and Corporate Functional Heads. This enables them to gain an understanding and appreciation of the operations of the Company.

## **OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:**

- Once in a year at the Board Meeting, presentations are made to the Directors on the Company’s Annual Operating Plan and/or Medium Term Plan.
- At various Board and Committee Meetings during the year, presentations are made to the Board / Committee on Ethics and Sustainability issues, Risk Management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the Industry in which the Company operates and other relevant issues.
- Quarterly presentations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, funds flow, senior management changes, major litigation, compliances, etc.

- Business Heads and Senior Executives of the Company are invited at Board or Committee Meetings. Meetings with the Company Executives are also arranged as may be necessary to better understand the business and operations of the Company.

**Details of Familiarisation Programme imparted to Independent Directors during the FY 2021-2022 are as follows:**

Sr. No.	Subject matter of the Programmes	Number of programmes During FY 2021-2022	Number of Hours spent During FY 2021-2022
1	Business overview on Non-Voice Services and Enterprise business	2	6 Hours
2	Overview on support functions of the Company	4	3 Hours 30 minutes
3	Update on Enterprise Risk Management and Internal Financial Controls	8	3 Hours
4	Overview on Operations / Performance and Business plan of the Company	4	6 Hours