

**FAMILIARISATION PROGRAMME FOR
INDEPENDENT DIRECTORS IN COMPLIANCE WITH SEBI (Listing Obligations
& Disclosure Requirements) Regulations, 2015**

OBJECTIVE:

To adopt a programme to familiarise the Independent Directors at the time of their joining in compliance with the provisions of Regulation 25 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “SEBI Listing Regulations”) so as to enable them to understand the Company, its operations, business, industry and environment in which it functions and update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

Regulation 46(2)(i) of the SEBI Listing Regulations requires the Company to disseminate following information on its website, i.e. details of familiarisation programmes imparted to Independent Directors, including the following details: -

- (i) Number of Programmes attended by independent directors (during the year and on a cumulative basis till date),
- (ii) Numbers of hours spent by independent directors in such programmes (during the year and on a cumulative basis till date), and
- (iii) Other relevant details.

ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:

Directors are informed about their roles, responsibilities and duties under the new SEBI Listing Regulations through Board papers.

Discussions are held from time to time on major developments in the areas of the SEBI Listing Regulations, 2015, Companies Act, 2013, Companies (Amendment) Act, 2017 and NBFC guidelines.

Directors are updated about the Foreign Exchange industry, Company’s business model, various product lines, competition etc. through various presentations covering the following subjects:

- a. Advanced Analytics
- b. Business Strategy
- c. Financial and business performance
- d. Long Term Plan

e. Annual Operating Plan

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

The presentations at Board meetings include updates on regulatory, business environment, risk management, Company policies and other relevant issues. Quarterly Operations Report which includes information on business performance, operations, financial parameters, fund-flows, working capital management and compliances is presented to the Board.

As and when a new director is inducted, as part of the process of induction, the Company has the practice of familiarising the new director with information on various aspects of the Company, along with important codes and annual reports concerning the Company.

Since Mr. K.N Deenadayalan, independent director of the Company being person of great eminence and expertise were already well conversant with the business and functioning of the Company, the particulars of number of programmes, numbers of hours spent in such programmes & such other details of familiarisation programmes are not being provided separately. Details for other independent directors are given below:

Sl. No.	Name of the independent director	No. of Programmes attended		No. of hours spent in the programmes attended	
		FY 2018-19	cumulative till date	FY 2018-19	cumulative till date
1.	Ms. Anuradha Jayaraman	1	3	2	8
2.	Mr. Mahavir Chand	1	3	3	9

Sl. No.	Name of the independent director	No. of Programmes attended		No. of hours spent in the programmes attended	
		FY 2019-20	cumulative till date	FY 2019-20	cumulative till date
1.	Ms. Anuradha Jayaraman	2	5	2	10
2.	Mr. Mahavir Chand	2	5	3	12

Sl. No.	Name of the independent director	No. of Programmes attended		No. of hours spent in the programmes attended	
		FY 2020-2021	cumulative till date	FY 2020-2021	cumulative till date

1.	Ms. Anuradha Jayaraman	2	7	2	12
2.	Mr. Mahavir Chand	3	8	2	14

Sl. No.	Name of the independent director	No. of Programmes attended		No. of hours spent in the programmes attended	
		FY 2021-2022	cumulative till date	FY 2021-2022	cumulative till date
1.	Ms. Anuradha Jayaraman	1	8	2	14
2.	Mr. Mahavir Chand	1	9	2	16

Sl. No.	Name of the independent director	No. of Programmes attended		No. of hours spent in the programmes attended	
		FY 2022-2023	cumulative till date	FY 2022-2023	cumulative till date
1.	Ms. Anuradha Jayaraman	1	9	2	16
2.	Mr. Mahavir Chand	1	10	2	18