

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.

The familiarization programme also seeks to update the Independent directors on the roles, responsibilities rights and duties under the Companies Act 2013 and other relevant legislations.

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.

REVIEW:

The programme shall be periodically reviewed and brought in conformity with statutory and regulatory requirements, if any.

Familiarization Programmes

SR. NO	FINANCIAL YEAR	DATE	TOPIC	PRESENTED BY	ATTENDANCE DETAILS
1	2016-17	February 09, 2017	Insider Trading	Mr. Alpesh Shah, Company Secretary	PDF
2	2017-18	January 03, 2018	Companies Amendment Act 2017 : Key Highlights	Mr. Alpesh Shah, Company Secretary	PDF
3	2018-19	February 11, 2019	Material Changes brought in force by the SEBI (LODR) Amendment Regulations, 2018	Mr. Alpesh Shah, Company Secretary	PDF
4	2019-20	February 12, 2020	Amendment in Companies Act, 2013 & SEBI (Prohibition of Insider Trading) Regulations, 2015 (last amended as on September 17, 2019)	Mr. Alpesh Shah, Company Secretary	PDF

Details under Regulation 46 of the familiarization programmes imparted to Independent Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. Nos.	Name of the Independent Directors	Number of programmes attended		Number of hours spent in such programmes	
		During the financial year 2016-17	On cumulative basis till date	During the financial year 2016-17	On cumulative basis till date
1	Mr. Jaspal Bindra	1	1	30 Minutes	30 Minutes
2	Mr. Chandir Gidwani	1	1	30 Minutes	30 Minutes
3	Mr. Rishad Byramjee	1	1	30 Minutes	30 Minutes
4	Mr. Vivek Vig	1	1	30 Minutes	30 Minutes
5	Mr. K. R. Kamath	1	1	30 Minutes	30 Minutes
6	Mr. Pankaj Thapar	1	1	30 Minutes	30 Minutes
7	Mr. Rajasekhara Reddy	1	1	30 Minutes	30 Minutes
8	Mr. Manmohan Shetty	1	1	30 Minutes	30 Minutes
9	Mr. Subhash Kutte	1	1	30 Minutes	30 Minutes
10	Mr. Manish Verma	1	1	30 Minutes	30 Minutes
11	Mr. Rajesh Nanavaty	1	1	30 Minutes	30 Minutes

Details under Regulation 46 of the familiarization programmes imparted to Independent Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. Nos.	Name of the Independent Directors	Number of programmes attended		Number of hours spent in such programmes	
		During the financial year 2017-18	On cumulative basis till date	During the financial year 2017-18	On cumulative basis till date
1	Mr. Jaspal Bindra	1	2	30 Minutes	60 Minutes
2	Mr. Chandir Gidwani	1	2	30 Minutes	60 Minutes
3	Mr. Subhash Kutte	1	2	30 Minutes	60 Minutes
4	Mr. Manmohan Shetty	1	2	30 Minutes	60 Minutes
5	Mr. Rajesh Nanavaty	1	2	30 Minutes	60 Minutes
6	Mr. Rishad Byramjee	1	2	30 Minutes	60 Minutes
7	Mr. K. R. Kamath	1	2	30 Minutes	60 Minutes

Details under Regulation 46 of the familiarization programmes imparted to Independent Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. Nos.	Name of the Independent Directors	Number of programmes attended		Number of hours spent in such programmes	
		During the financial year 2018-19	On cumulative basis till date	During the financial year 2018-19	On cumulative basis till date
1	Mr. Jaspal Bindra	1	3	30 Minutes	90 Minutes
2	Mr. Chandir Gidwani	1	3	30 Minutes	90 Minutes
3	Mr. K. R. Kamath	1	3	30 Minutes	90 Minutes
4	Mr. Rajesh Nanavaty	1	3	30 Minutes	90 Minutes
5	Mr. Rishad Byramjee	1	3	30 Minutes	90 Minutes
6	Ms. Mahakhurshid Byramjee	1	1	30 Minutes	30 Minutes
7	Mr. Subhash Kutte	1	3	30 Minutes	90 Minutes
8	Mr. R.S. Reddy	1	1	30 Minutes	30 Minutes
9	Mr. NVP Tendulkar	1	1	30 Minutes	30 Minutes
10	Ms. Anjali Seth	1	1	30 Minutes	30 Minutes
11	Mr. Manmohan Shetty	1	3	30 Minutes	90 Minutes

Details under Regulation 46 of the familiarization programmes imparted to Independent Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. Nos.	Name of the Directors	Number of programmes attended		Number of hours spent in such programmes	
		During the financial year 2019-20	On cumulative basis till date	During the financial year 2019-20	On cumulative basis till date
1	Mr. Jaspal Bindra	1	4	30 Minutes	120 Minutes
2	Mr. Chandir Gidwani	1	4	30 Minutes	120 Minutes
3	Mr. K. R. Kamath	1	4	30 Minutes	120 Minutes
4	Mr. Rajesh Nanavaty	1	4	30 Minutes	120 Minutes
5	Mr. Rishad Byramjee	1	4	30 Minutes	120 Minutes
6	Ms. Mahakurshid Byramjee	0	1	30 Minutes	30 Minutes
7	Mr. Subhash Kutte	1	4	30 Minutes	120 Minutes
8	Mr. R.S. Reddy	1	2	30 Minutes	60 Minutes
9	Mr. NVP Tendulkar	1	2	30 Minutes	60 Minutes
10	Ms. Anjali Seth	1	2	30 Minutes	60 Minutes
11	Mr. Manmohan Shetty	1	4	30 Minutes	120 Minutes
12	Mr. T. M. Bhasin	1	1	30 Minutes	30 Minutes
13	Mr. S. K. Mitra	1	1	30 Minutes	30 Minutes
14	Mr. Rajesh Srivastava	1	1	30 Minutes	30 Minutes