Note on Information on Familiarisation Programmes for Independent Directors pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015)

Pursuant to the SEBI Listing Regulations, 2015:

A Company is required to familiarise the Independent Directors (IDs) with the nature of the industry in which it operates, its business model, their roles, rights, responsibilities in the Company and other relevant information etc., through various programmes.

The Company familiarizes the Directors, on a continuous basis, about the operations of the Company and other details from time to time, inter alia, as follows:

- Insights into the Company and business environment to enable all the Independent Directors to be updated of newer challenges, regulatory environment and risks and opportunities in the NBFCs context.

- As and when a new ID is appointed, as part of the process of induction, the Company has the practice of familiarising the new ID with information on various aspects of the Company, including the following:

a) Individual meetings with

i. Senior Management to understand the Company’s vision, mission, and annual plan
ii. Chief Business Officer to understand the Company’s business Model
iii. Chief Risk Officer to understand the Risk Management Framework emphasizing on technological risks and also including other risks
iv. Chief Operating Officer to understand the HR and CSR agenda along with key deliverables
v. Chief Financial Officer to understand the Financial aspects

b) Company's Code of Conduct for directors
c) Annual reports of last three years
d) Company's Insider Trading Code
e) Latest Debt Investor Presentation
f) Existing composition of Board and its Committees

The Directors were updated on an ongoing basis on the significant developments in the Company.

During the Financial Year 2024–25, the Board of Directors and its various Committees were presented updates on key strategic and operational matters. These included, inter alia, updates on Risk Management, Financial and Business Performance, Capital Adequacy, Internal Capital Adequacy Assessment Process (ICAAP), Portfolio Quality and associated improvement areas, Liquidity Management, Financial Inclusion initiatives, and matters pertaining to Corporate Governance.

In accordance with their respective terms of reference, the Committees of the Board were also presented with subject-specific updates.

- IT Strategy Committee: Presentation on the Information Technology and Information Security Updates;
- Risk Oversight Committee: Updates on risk matters and Policies;
- Corporate Social Responsibility (CSR) Committee: Deliberations on CSR & ESG initiatives and performance;
- Nomination and Remuneration Committee: Discussions on Human resource matters, including Senior Management Succession Planning, Self-assessment on Corporate Score card and remunerations;
- Audit Committee: Updates on Regulatory Compliance, Internal audit, Customer Service, discussion on the financial aspects of the Company etc.

Board and Committee meetings were convened on periodical basis, with additional meetings held as and when required, to deliberate on business and financial performance and other critical matters.

Independent Directors participated in the familiarization sessions aimed at enhancing their understanding of the Company’s business and governance framework. These sessions covered the following topics:

• Overview of the Company’s Business Plan;
• Strategic Initiatives including Organic and Inorganic Growth Opportunities;
• Table-Top Exercise - The cybersecurity awareness session aimed to enhance the board's understanding of cyber risks, best practices, and incident response strategies. The session focused on real-world case studies, practical measures to mitigate cyber threats and session aimed to; -
  - Educate the Board on key cyber risks and mitigation strategies.
  - Enhance the Board's incident response and crisis management skills.
• Financial Performance

During the year, the Independent Directors collectively devoted approximately **12 hours across 7 familiarization programs**. Cumulatively, they have spent approximately **34 hours across 12 familiarization programs** till date