

Familiarization Programmes conducted in FY 2025-26 for Independent Directors**Preamble:**

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) requires a Company to familiarize its Independent Directors through various programs about the Company, including the following:

- i. Nature of the industry in which the company operates;
- ii. Business model of the company;
- iii. Roles, rights, responsibilities of independent directors; and
- iv. Any other relevant information.

Further, Regulation 46(2) of the SEBI Listing Regulations requires a Company to disseminate on its website the details of familiarization programs imparted to Independent Directors including the following details:

- i. Number of programs attended by Independent Directors (during the year and on a cumulative basis till date),
- ii. Number of hours spent by Independent Directors in such programs (during the year and on cumulative basis till date), and
- iii. Other relevant details.

The Directors are afforded many opportunities to familiarize themselves with the Company, its Management and its operations during their association with the Company. The Directors are provided with all the documents and information to enable them to have a better understanding of the Company, its operations and the industry in which it operates.

Revisit of Terms of Reference in FY 2026:

The Directors are also updated on the terms of reference (TOR) of each committee and confirmation on compliance / review of matters as per terms of reference is given on periodical basis. During the FY2026, Company had revisited the Charters/TOR of Board and all its Committees to update the same to align with regulatory requirements and best practices. This facilitated in familiarizing/ updating the Board with the role and function stipulated for Board and every Committee.

All the Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

The Chairman, Managing Director & CEO, CFO and the Senior Management provide an overview of the operations and familiarize the Directors on matters related to the Company’s values and commitments. They are also introduced to the organization structure, constitution and terms of reference of the Committees, board procedures, management strategies etc.

Presentations are sent to Board Members for familiarization.

Directors also got familiarized on various aspects on Industry, Business, Operations, Functions etc., through detailed presentations decks that were circulated to them with the Agenda papers in FY2026. The Presentation decks including presentation on Business Performance, Sector/ Industry updates, peer benchmarking, analysts recommendations, Financial Highlights, Risk Management, internal audit reports, Asset Liability Management, Corporate Social Responsibility, ESG, Stakeholder Relationship, Information Technology, Update on Cyber security, Digital & Artificial Intelligence, Functional updates including on HR, Legal, and subsidiary Updates were generally sent to all Board/ Committee members along with the Agenda to afford sufficient time for pre-read or tabled / presented at the meeting with updated data. The same were briefed at the respective meetings, which facilitated in effective deliberations and decisioning at meetings.

In terms of above, the Company conducts several familiarization programs for all the Directors.

The details of programs conducted in FY 2026 included the following:

- Organised one day dedicated training on IT & Cyber Security for certain Board Members at IDRBT, Hyderabad, as mandated by RBI.
- Organised visit for certain Board Members to Company's Central processing Centre (CPC) for live briefing on Company's operations enabled by Tech and AI.
- Organised visit for certain CSR Committee Members to Company's CSR site, attending live training, interaction with beneficiaries of Company's Financial literacy programs to assess the impact.
- Quarterly reviews including Business performance update and Financial review;
- Presentations made by Internal Auditors and Joint Statutory Auditors;
- Updates on Risk Management: identification, mitigation and management of risk including credit risk, operation risks, emerging risks including due to Geo political situation etc.;
- Review Annual Budget and Business Strategy;
- Industry Outlook, Competition update;
- Annual awareness on Cyber Security, BRSR, and SEBI PIT Regulations via circulation of presentations.
- Update on Information Technology Framework and strategy including Digitalization initiatives, IT Outsourcing activities, IT related policies and audit reports;
- Updates on Digital and AI components/projects/initiatives/applications;
- Strategy/Performance and investments made by subsidiary companies;
- Implementation of Liquidity Risk Management (LRM) framework and Review of LRM & Asset Liability Management (ALM) returns;
- Reviewing of RBI Inspection Report;
- Statutory/Regulatory updates, impact, actionable and implementation status at Board and various Committees of the Board;
- Briefing on CSR activities, BRSR performance and ESG initiatives;
- Update on Company's remuneration policies, peer benchmarking, Code of Conduct and Succession Planning for Directors, KMPs and Senior Management;

- Formulation, amending and reviewing of various policies at the Board/Committee level;
- News, articles related to the Company;
- Circulating press releases, key disclosures made to Stock Exchanges;
- Prevention of Insider Trading Regulations, SEBI Listing Regulations;
- Discussions on Internal Control over Financial Reporting, Internal Control Processes, Framework for Related Party Transactions, etc.;
- Updates on Roles, Rights and Responsibilities of Directors and Company's Policies;

The details of familiarization programmes imparted to Independent Directors as required under Regulation 46(2) of the SEBI Listing Regulations are given hereunder:

Name of Independent Directors	No of Programmes/ Meetings attended		No. of hours invested	
	During FY 25-26	From 1 st April 2015 till 31 st March 2026 (Cumulative)	During FY 25-26	From 1 st April 2015 till 31 st March 2026 (Cumulative)
Mr. Milind Sarwate	34	195	48 hours 43 minutes	238 hours 24 minutes
Ms. Rebecca Nugent	17	73	30 hours 18 minutes	115 hours 2 minutes
Mr. Diwakar Gupta	28	88	42 hours 10 minutes	125 hours 55 minutes
Mr. Vijay Kumar Sharma	25	36	45 hours 35 minutes	68 hours 12 minutes
Ms. Padmaja Chunduru*	3	3	10 hours 55 minutes	10 hours 55 minutes

**Ms. Padmaja Chunduru was appointed as Independent Director of the Company w.e.f. 10th November 2025.*

Date : 31st March 2026

Place: Mumbai