

FAMILIARIZATION PROGRAMS AND INDEPENDENT DIRECTORS

(Disclosure under Regulation 25 & 46 of SEBI (LODR) Regulations, 2015)

The Company has in place a familiarization program for its Independent Directors (copy available on the Company's website). The objective of the program is to familiarize Independent Directors on our Board with the business of the Company, industry in which the Company operates, business model, challenges etc. through various programs which largely around interaction with subject matter experts within the Company, meetings with our business leads and functional heads on a regular basis.

The Company has three Independent Directors:

Ms. Anita Ramachandran
Mr. Rajendra Kumar Srivastava and
Ms. Shubha Rao Mayya.

All of them were appointed on our Board with effect from June 4, 2020. The Company has issued letters of appointment to each of the Independent Directors detailing his/her role, responsibilities, and liabilities. As part of their induction onto the Board, the Company through its executive directors and senior management conducted a detailed familiarization program for all the Independent Directors on June 29, 2020 and June 30, 2020 which extended for more than 3 hours on each day.

The above induction program had detailed presentations covering the corporate overview, Company's vision, mission and values, the culture we seek to build, technology landscape, business structure, business units and their operations, HR practices and policies.

Further, as part of continuous familiarization with our business, people and processes, the Company schedules meetings between business/functional heads and Independent Directors, which are generally held prior to the quarterly Board and Committee meetings.

During these meetings, detailed presentations and discussion are held on different aspects of the business including but not limited to financial and operational performance review, customer feedback, strategies, objectives, business plans, budgets, targets, outlook, key performance indicators, competitive landscape, technology trends, new initiatives and offerings, account development plans, M&A initiatives, succession plan, tracking of open action items, compensation of employees, working capital management, changes in senior management, reviewing major litigation, changes in the regulatory regime and compliances, risk management, etc.

Ms. Shubha Rao Mayya, who is the Chairperson of Audit Committee, also has a separate session every quarter with the Chief Financial Officer of the Company on the financials, internal audit reports, policies and procedures followed by the Company.

During the financial year 2021-22, the Company also sponsored its Independent Directors to attend the 'Online Orientation Programme for Directors of Listed Companies' conducted by the National Institute of Securities Markets (NISM). It was a half-day program covering the topics such as Boardroom Dynamics, Role of the Board, Regulatory Perspective on Roles & Responsibilities of Directors, Board Committees and expectations from them.

Details of familiarization programs attended by our Independent Directors as of March 31, 2022:

Name of the Independent Director	DIN	Total # of hours attended (during FY 21-22)	Total # of hours attended (during FY 20-21)	Cumulative # of programs conducted till date	Cumulative # of hours attended till date
Anita Ramachandran	00118188	15.5	14.25	10	29.75
Rajendra Kumar Srivastava	07500741	19.25	14.25	11	33.5
Shubha Rao Mayya	08193276	21.25	18.25	18	39.5