



**ADITYA BIRLA FINANCE LIMITED**

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**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

*Ref: Schedule IV {Section 149 (8)} of the Companies Act, 2013 & Clause 25 (7) and 46(2) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*

<b>Objective</b>	<p>The Company follows structured orientation and training programme for the Independent Directors of the Company to understand and get updated on the business and operations of the Company and nature of the industry in which the Company operates.</p> <p>The Independent Directors are kept aware and are being regularly updated by the Company, as and when required, about the changes in the regulatory framework at every quarterly meetings and of their role, responsibilities and duties.</p>
<b>Familiarisation Programme</b>	<p>Familiarisation programmes for the Independent Directors generally forms part of the Board induction process.</p> <p>Presentations are regularly being made to the Board and its various Committees, where the Directors/ Committee Members get an opportunity to interact with the Senior Management Team including the Statutory and the Internal Auditors of the Company. Such presentations inter alia cover the performance of various lines of businesses of the Company, operating results, comparison of actual performance vs. budget and with competition, management outlook on businesses, economic/industry developments, sectoral updates, and other related issues. The Directors are also regularly kept informed of the other developments of the Company.</p> <p>During the Financial Year 2021-22, the Company invited all the Independent Directors to attend a virtual learning programme on Governance for Directors on Boards of NBFCs organized by Centre for Advanced Financial Research and Learning, an independent body set up by the Reserve Bank of India.</p>



<p><b>Induction Kit for new Directors</b></p>	<p>A new Director is welcomed on the Board of Directors by sharing various documents of the Company for his/her reference such as:</p> <ol style="list-style-type: none"> <li>1. Brief introduction of the Company</li> <li>2. Profile of Board of Directors</li> <li>3. Profile of Senior Management Personnel</li> <li>4. Details of various Committees of the Board</li> <li>5. Code of Conduct for Board of Directors and Senior Management for maintaining highest degree of Corporate Governance and disclose personal and/or financial interest in any business dealings concerning the Company</li> <li>6. Code of Conduct for trading in listed or proposed to be listed securities of the Company to ensure compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 etc.</li> <li>7. Latest Annual Report</li> <li>8. Detailed Appointment letter incorporating the role, function, duties, remuneration and evaluation.</li> </ol>	
<p><b>Orientation Module</b></p>	<p style="text-align: center;"><b>Particulars</b></p>	<p style="text-align: center;"><b>Responsibility</b></p>
	<p>Business overview, Corporate Plan</p>	<p>Managing Director &amp; Chief Executive Officer / Chief Financial Officer</p>
	<p>Board Meeting Process</p>	<p>Company Secretary</p>
	<ol style="list-style-type: none"> <li>1. Statutory Compliances as a Board member as per the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Directions issued by Reserve Bank of India, etc.</li> <li>2. Updates on Companies Act, 2013.</li> <li>3. Updates on SEBI Regulations and Circulars</li> <li>4. Updates on Reserve Bank of India's Directions and Circulars</li> </ol>	<p>Company Secretary; Chief Compliance Officer</p>

As such, the Company ensures that there is appropriate mechanism to ensure that the Directors remain familiar with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, and continue to be updated on the state of Company's affairs and the industry in which it operates.

**Review of the Programme:**

The Company may review the programme and make necessary revisions, as and when required.

**Disclosure requirement:**

The familiarisation programme for Independent Directors is disclosed on the Company's website [www.adityabirlafinance.com](http://www.adityabirlafinance.com) and web link thereto shall be given in the Annual report.

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