

**Familiarization Program for Independent
Directors**

Background

This familiarization program for the Independent Directors of Roopyaa Finbizz Limited (“the Company”) has been adopted by the Board of Directors pursuant to Clause 49 of the Listing Agreement.

Objective

To understand the entire operations and activities of the organization, its broad objectives and its vision going forward, an induction programme is organized for the Directors at the time of their joining, and thereafter every year for the existing Independent Directors. The Familiarization Programmes for Independent Directors are structured by the Company taking into cognizance the requirements of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Continuing Education Process and Familiarization of Independent Director

- The Company shall conduct programmes/ presentations periodically to familiarize the Independent Directors to interact with the strategy, operation and functions of the Company.
- Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company’s strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The programmes/presentations also familiarize the Independent Directors with their roles, rights and responsibilities.
- The above program will also include the familiarization on statutory compliances as a Board member including their roles, rights and responsibilities.
- The Company shall also circulate the news and articles related to the industry in which the Company operates on regular basis and may provide specific regulatory updates from time to time.
- The Company may conduct an introductory familiarization programme/ presentation, when new Independent Director comes on the Board of the Company.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company’s business activities.
- New Independent Directors are provided with copy of latest Annual Report, the Code of Conduct for the Directors and Senior Management Personnel of the Company and the Code of Conduct for Prevention of Insider Trading.

Other initiatives

- The Independent Directors get an opportunity to visit Company's office, where the Senior Management will make presentation on the operations of the Company.
- At various Board Meetings during the year, Board is briefed on the Risk Management, Company Policies, and Changes in regulatory environment applicable to Corporate Sector and to the industry in which it operates, Business performance, operations, Senior Management change, major litigations, compliances, subsidiary information and other relevant issues.

Review of the program

The familiarization programmes for Independent Directors will be reviewed from time to time and revisions would be made, as and when required.
