

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Purpose:

In terms of provisions of Schedule IV to the Companies Act, 2013 and Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to schedule a program to familiarize its newly appointed independent directors and update them on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

Objective:

The Company strongly believes that effective programme help the Independent Directors, not only to have greater insight into Company's business but also contribute effectively in decision making at Board and Committee Meetings.

Details of familiarization programme imparted to Independent Directors:

During the year, the Company has familiarized its Independent Directors on various aspects of business and operations of the Company and their rights, roles and responsibilities in the Company both as a part of separate meeting with them, as a part of their induction process on the board and through quarterly business update presentations in the Board Meetings.

The Company inter-alia conducted following programmes/ presentations, from time to time, at the quarterly board meetings, to familiarise the Independent Directors about the Company. The presentations made at the Board and its Committee Meetings included but were not limited to the following:

- Business and performance updates of the Company,
- Business Strategy/ Plan of the Company,
- Financial parameters
- Update on key regulatory changes and its impact on the Company
- Annual Business Plan and Budget of Company.

Further, Independent Directors were briefed on their roles, duties, rights and responsibilities at the time of their appointment through a formal appointment letter.

Each Independent Director of the Company has complete access to information relating to the Company like policies, board presentations and financial statements. Independent Directors have the freedom to interact with the Company's management or with the other Independent Directors. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations, and the industry segments of which it is a part. Further, Independent Directors meet for a separate meeting of Independent Directors without the presence of the Company's management personnel to discuss matters pertaining to the Company's affairs.

InCred! finance

Pursuant to NCLT Order dated May 6, 2022, approving the composite scheme of amalgamation and arrangement, the listed NCDs of InCred Prime Finance Limited (Formerly 'InCred Financial Services Limited') are transferred to InCred Financial Services Limited (Formerly 'KKR India Financial Services Limited') and the said NCDs got relisted w.e.f. October 12, 2022.

Accordingly, the requirement of familiarization programme was applicable to the Company w.e.f. October 12, 2022. The details of familiarization programmes as required under Regulation 62 (1A(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, imparted after relisting of securities are as under:

Sr no	Name of Independent Director	Numbers of programs attended		Numbers of hours spent in such programs	
		F.Y. 2022-23	Cumulative F.Y. 2022-23	F.Y. 2022-23	Cumulative till F.Y. 2022-23
1.	Ms. Rupa Vora [#]	3	3	More than 5 hours	More than 5 hours
2.	Mr. Sekar Karnam [#]	3	3	More than 5 hours	More than 5 hours
3.	Ms. Sunita Gupta [*]	0	0	0	0
4.	Ms. Ambika Bisla [*]	0	0	0	0
5.	Mr. Sankaran Nair Rajagopal [*]	0	0	0	0
6.	Mr. Debashish Dutta Gupta ^{**}	3	3	More than 5 hours	More than 5 hours

[#]Appointed as a director of the Company w.e.f. July 26, 2022

^{*} Appointed as a director of the Company w.e.f. March 30, 2023

^{**} Ceased as a director of the Company w.e.f. March 30, 2023