

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVE OF THE PROGRAMMES

- To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations, when needed to familiarize the Independent Directors with the strategy, operations 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 familiarises the Independent Directors with their roles, rights and responsibilities.
- 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 VPL Code of Conduct, the VPL Code of Conduct for Prevention of Insider Trading and VPL Code of Corporate Disclosure Practices.
- An Appointment Letter is issued for the acceptance of the Independent Directors.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS

- Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, donations, regulatory scenario etc.
- Quarterly results / press release of the Company are sent to the Directors.