

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS OF SOFTVAN LIMITED**

### **Preamble:**

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall schedule a program to familiarize the independent directors with the Company 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.

### **Induction Programme:**

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing Company's Corporate Profile, Memorandum and Articles of Association, latest Annual Report, Policies, Terms of Reference of Committees, code of conduct applicable to Directors and employees of the Company and Softvan Limited Code for Prevention of Insider Trading is shared to the Directors.

The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed Director, their fiduciary duties and responsibilities that come with the appointment as a Director of the Company, along with the details of remuneration and performance review process.

### **Ongoing Familiarisation Programmes:**

The Board meetings of the Company are held at a Corporate Office of the Company wherein various presentations are made for business of the Company and its subsidiaries from time to time on different functions and areas in order to enable the Directors to better understand the Business and operations of the Company.

Presentations are made at the Board and Board Committee Meetings, on Business and performance updates of the Company, business strategy and risks involved, market share, financial parameters, working capital management, senior management changes, litigations, compliances and fund flows. The Presentations at Board meetings include update on major developments in legal & regulatory areas, like Companies Act, Listing Agreement, and various Tax and financial reporting changes.

Each Independent Director of the Company has complete access to information relating to the Company like policies, Board Presentations and Financials at all times through Board Effect Portal. Independent Directors have the freedom to interact with the Company's management. 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.

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 and put forth their combined views to the Chairman and Executive Director.

### **Areas covered:**

- ❖ Overview about Softvan Limited and its businesses
- ❖ Presentation on Sales & After Sales business of the Company
- ❖ Strategic bets and their progress
- ❖ Industry / Market and Technology trends
- ❖ Competition
- ❖ Future outlook
- ❖ Roles and Responsibilities of Independent Directors
- ❖ Provisions relating to Directors, Key Managerial Personnel (KMPs) and recent developments
- ❖ Presentations and discussions on the latest amendments in the significant provisions of the Companies Act, 2013, SEBI Regulations, Secretarial Standards

The details of familiarization programmes/ Sessions held with effect from ..... imparted to Independent Directors as per Regulation 25 (7) of SEBI (Listing Obligations and Disclosure Requirements), 2015, are as follows:

S. No	Name of the Independent Director	No. of Programmes attended		No. of hours spent in the Sessions attended	
		Financial Year .....	Cumulative till date	Financial Year .....	Cumulative till date
1.					
2.					
3.					
4.					