

Suryakrupa Finance Limited

L60200GJ1986PLC083845

Familiarisation Programme for Independent Directors

PREAMBLE:

In accordance with requirement of Clause 49 of the Listing Agreement and Schedule IV of the Companies Act, 2013, the Company shall familiarise the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

PURPOSE & OBJECTIVE:

- ❖ The Program aims to provide insights into the Company to enable the Independent Directors to understand their roles, rights, responsibilities in the Company and get updated on the Business & Operations of the Company and contribute significantly to the Company.
- ❖ 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 periodically to familiarize the Independent Director 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 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 to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- ✓ New Independent Director are provided with Copy of latest Annual Report, the Suryakrupa Code of Conduct, the Suryakrupa Code of Conduct for Prevention of Insider Trading and Schedule of upcoming Board and Committee meetings.
- ✓ A detailed Appointment Letter incorporating the roles, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Suryakrupa Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

→ THE INDEPENDENT DIRECTORS WERE PROVIDED AN OVERVIEW OF:

- a. Criteria of Independence applicable to Independent Directors as per Clause 49 of the Listing Agreement on Corporate Governance and the Companies Act, 2013;
- b. Roles, functions, duties, responsibilities and liabilities of Independent Directors;
- c. Directors Responsibility Statement forming part of Board's Report;
- d. Risk Management system & framework;
- e. Board evaluation process and procedures;
- f. Dealing with Related Party Transactions under the Companies Act, 2013 and the Listing Agreement;
- g. Internal Financial Controls and
- h. Loan and Investments under the Companies Act, 2013.

PROGRAMMES AND DISCLOSURE:

- Familiarization programme will be conducted "as needed" basis during the Year.
- As and when familiarization programmes is conducted, the same will be disclosed on the website of the Company and a web link thereto shall also be given in the Annual Report.