

## **ESCORTS FINANCE LIMITED**

### **Familiarization Programme for Independent Directors**

#### **Objective**

The Company strongly believes that an effective familiarization programs helps the Independent Directors, not only to have greater insight into Company's business but also contribute effectively in decision making at Board/ Committee meetings.

It is important that the Independent Directors are well versed with the business and all the related activities including but not limited to the nature of industry, markets, operations, and its businesses, policies, regulatory aspects affecting the Company, etc.

#### **Statutory Requirement**

In accordance with requirements of Regulations 25 and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company shall familiarize 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 programs.

The familiarization programmes which may be conducted for Independent Directors from time to time, would aim to provide understanding about the Company's business and its operations, business strategies, management structure, risk management framework, regulatory environment in which the Company operates, among other things.

#### **Familiarization Programme in the Company**

The Board familiarization program comprises of the following:

- 1) Induction program for new Independent Directors,
- 2) Immersion sessions on business and functional issues,

At the Company, all new Independent Directors are taken through a detailed induction and familiarization program when they join the Board.

## **1) As part of the Induction Sessions:**

- ❖ A familiarization pack is handed over to the new inductee, which includes the Company's Corporate Profile, its Mission, Vision, and Values Statement, Organizational structure, the Company's history and milestones, the latest Annual Report, Code of Conduct applicable to Directors/ employees of the Company, Whistle Blower Policy, Company's Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices along with a summary on do's and don'ts pertaining to Insider Trading issues.
- ❖ The Director provides an overview of the Organization its history, culture, values, and purpose.
- ❖ The Business and Functional Heads take the Independent Directors through their respective businesses and functions. The Independent Directors are also exposed to the constitution, Board Procedures, matters reserved for the Board, and major risks facing the business and mitigation programmers.
- ❖ The Independent Directors are also made aware of their roles and responsibilities at the time of their appointment and a detailed Letter of Appointment is issued to them.

## **2) Immersion sessions on business and functional issues:**

- ❖ In the Board Meetings, immersion sessions deals with different parts of the business and bring out all facets of the business besides the shape of the business. These immersion sessions provide a good understanding of the business to the Independent Directors. Similarly, for all the functions, there are immersion sessions that are convened. These sessions are also an opportunity for the Board to interact with the next level of management. To make these sessions meaningful and insightful, pre-reads are circulated in advance. Deep dive sessions are also organized on specific subjects for better appreciation by the Board of its impact on the business. There are opportunities for Independent Directors to interact amongst themselves every quarter.
- ❖ In order for the Directors to exercise their judgement and discharge their duties with sufficient knowledge, the Directors are updated with changes in Law, regulations, relevant judicial or regulatory orders, and compliance requirements during the Board meetings.

- ❖ In each Financial year, The Company organize a dedicated Board Meeting for imparting the requisite information to the Directors of the Company wherein various presentations made at the Board Meetings which included updates on regulatory, business environment, risk management, Company policies, and other relevant issues. Quarterly Operations Report which includes information on business performance, operations, market share, financial parameters, working capital management, senior management changes, litigations, compliances, fund-flows.

**ESCORTS FINANCE LIMITED**

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**Familiarisation Programmes organised by the Company during the year 2021-22**

<b>Particulars</b>	<b>During the year 2021-22</b>
Number of familiarisation programmes organised by the Company	4
Time spent by the Independent Directors in such programmes in aggregate	4