



CITICORP FINANCE (INDIA) LIMITED

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

OWNER: Secretarial Department

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ISSUE DATE:
March 23, 2016

**LAST APPROVED BY THE
BOARD:**

March 23, 2016

VERSION: 1.2



1. **Purpose and Scope**

Pursuant to Regulation 25 (7) and 62 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (fifth amendment) and other applicable provisions, if any, 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 programmes.

This program's scope is to get a full understanding of the Company.

2. **Overview of Familiarisation process**

- a. The Independent Directors are explained in detail the compliances and disclosures expected from them under the Companies Act, 2013, RBI Regulations and other relevant rules, regulations and their affirmation is obtained with respect to the same.
 - b. The appointment letter issued to Independent Directors inter alia sets out the duties, responsibilities, expectation of the Board from the appointed Independent Director.
 - c. The Independent Directors are expected to be aware of and further updated from time to time about their roles, rights, responsibilities in the Company.
 - d. All the important documents containing the information about the Company like, Memorandum and Articles of Association, Annual Reports, Business profile and Nature of Industry, etc. are handed over at the time of appointment, on demand.
3. As per the requirement of Regulation 62 (1A) (i), the details of programs attended by the Independent Directors during each financial year will be made available on the website of the Company, in the first quarter of the following financial year.

4. **Other initiatives to update the directors on continuing basis**

- a. Discussion at the Board Meetings and Committee Meetings help the Independent Directors to understand the company policies, risk management, changes in the regulatory environment applicable to the sector in which it operates and business excellence.
- b. Independent Directors are provided all the information / documents sought by them for enabling them a good understanding of the Company, its various operations and the industry segments in which it operates.



5. **Separate Meeting**

At least once in a year, Independent Directors meet without the presence of the other directors and Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.