

PUNE E- STOCK BROKING LIMITED

POLICY ON FAMILARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

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Preamble

The enactment of the Companies Act, 2013 (the Act, 2013) and Regulation 25(7) and 46 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have brought to the fore a number of provisions which will help the directors and the companies to ensure better corporate governance. In order to increase the Board's effectiveness, 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. Training needs are identified as being a mandatory requirement now so as to enhance the skills and competencies.

Purpose

The Familiarization Programmes are aimed to familiarize the independent directors with the company, their roles & responsibilities in the company, nature of industry in which the company operates and business model of the company by imparting suitable training sessions.

Initial Familiarisation module

At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the role, function, duties and responsibilities expected of him/her as an Independent Director of the Company. The Company conducts an introductory familiarisation program/presentation, when a new Independent Director comes on the Board of the Company.

At the outset, all the independent directors are provided an overview of:

- Criteria of independence applicable to Independent Directors as per SEBI(LODR) Regulations, 2015 and the Companies Act, 2013;
- Business of the Company/ subsidiary companies, business performance, operations, finance, Corporate Social Responsibility, Board effectiveness etc.
- Roles, functions, Duties, Responsibilities and liabilities of Independent Directors as per the provisions of the Companies Act, 2013 and rules framed thereunder, the listing regulations, the Memorandum & Articles of Association and the rules/regulations/guidelines issued by regulatory authorities.
- Vigil Mechanism including policy formulation, disclosures, code for Independent Directors, etc.
- Board Evaluation Process and Procedures

The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him to effectively fulfil his role as a Director of the Company.

The Director is also explained the compliances required from him under the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other relevant regulations and his affirmation taken with respect to the same.

Continual familiarisation modules

The Company follow a structured orientation programme for the Independent Directors to understand and get updated on the business and operations of the Company on a continuous basis.

The familiarisation module shall be designed by the Company on the following lines:

Functional Area

Overview of Strategy and business model of the Company

Presentation on Business Overview

Presentation on Financial Overview

Review of Operations of the Company

Statutory reporting's and compliance related certifications

Key developments in the Company and any important regulatory amendments applicable to the Company.

Also, the Independent Directors get an opportunity to interact with the senior leadership team of the Company and to help them understand the Company's strategy, business model, operations, service and product offerings, markets, organisation structure, facilities and such other areas.

Amendment to the Policy

The Board of Directors on its own can amend this Policy, as and when deemed fit.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), Clarification, circular(s) etc.

Disclosure of the Company

This Policy shall be uploaded on the Company's website for public information.