



DATAMATICS GLOBAL SERVICES LIMITED

FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

❖ **PREFACE:**

As required by the regulatory requirements, the Company shall impart Familiarisation Programmes for new Independent Directors inducted on the Board of the Company.

The Company will organize familiarization programme for the Independent Directors on “as needed” basis, to provide insights into the Company to enable the Independent Directors to understand the Company’s business that would facilitate their active participation in managing the Company.

The Familiarisation Programme of the Company will appraise the Independent Directors about the Company’s business model, Group structure, organization structure and such other areas from time to time, to enable them make effective contribution and discharge their functions effectively, as a Board Member.

The programme also intends to improve awareness of the Independent Directors on their roles, rights, responsibilities towards the Company to enable them to make effective contribution and discharge their functions effectively, as a Board Member.

❖ **METHODOLOGY OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:**

The Company through its Chairman / CEO / Executive Director / Key Managerial Personnel / Senior Management Personnel shall conduct the programmes / presentations periodically to familiarize the Independent Directors covering details of the Company, including but not limited to the following:

- The Chairman / Chief Executive Officer or such other authorised officer(s) of the Company shall lead the Familiarisation Programme on aspects relating to business, strategy, industry, etc.
- The Compliance Officer or such other authorised officer(s) of the Company shall familiarise the Independent Directors with their functions, roles, rights, duties and responsibilities, liabilities, under various statutes, corporate governance, etc.
- New Independent Directors are provided with copy of latest Annual Report, DGSL Code of Conduct, DGSL Code of Conduct for Prevention of Insider Trading, DGSL Code of Corporate Disclosure Practices and other Corporate Policies and guidelines under various applicable laws.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, DGSL Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

❖ **OTHER INITIATIVES TO UPDATE THE INDEPENDENT DIRECTORS ON A CONTINUING BASIS:**

- At various Board meetings during the year, presentations are made to the Board on various aspect with respect to performance of the Company risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and other relevant issue.
- Quarterly financial results / important communications of the Company are sent to the Directors.
- The Board of Directors is regularly updated with the Management mailers on all Company news items from time to time.
- In addition to the above, in case the Director is interested in meeting any specific department or function or getting any further detail, the same is also arranged by the Company.



❖ **FAMILIARISATION PROGRAMMES DURING THE FINANCIAL YEAR 2022 – 23:**

During the financial year 2022-23, the following discussions were held in the nature of familiarization to the Independent Directors and the Board of Directors of the Company:

Sr. No.	Subject matter of discussion	No. of hours spent by Independent Director and the Board	
		FY 2022-2023	Cumulative till date
1.	Legal/Regulatory updates	30 mins	4 hours
2.	Regular key update on business performance		

Besides the above, the Independent Directors and the Board as a whole, are on a continual basis familiarized with the overall performance and functioning of the Company, risk management process, human resource processes and people development initiatives, CSR, safety, sustainability and governance initiatives of the Company.

.....