



*(Formerly known as NTL India Private Limited)*

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**NTL INDIA LIMITED POLICY ON FAMILIARIZATION PROGRAMMES FOR  
INDEPENDENT DIRECTORS**

Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

## **NTL INDIA LIMITED**

### **POLICY ON FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS**

#### **1. Background:**

The Familiarization Program (“the Program”) for Independent Directors of **NTL India Limited** “the Company” has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. It requires the listed entity to familiarize the Independent Directors of the Company about the nature of the industry in which the Company operates, business model of the Company, their roles, rights, responsibilities in the Company and other related information which is required to update the knowledge of Directors in the current business and regulatory scenario through various programs conducted for the Directors of the Company.

#### **2. Familiarization process:**

The Company conducts the familiarization programmes for the Directors of the Company in the following manner:

1. The Company in-order to familiarize the newly appointed Independent and Non-executive Directors with the Company, its operations, business overview, their roles, duties and responsibilities are provided with an induction kit. The induction kit gives brief details on the structure of the Company and familiarizes the Directors with their Roles, Duties and Responsibilities as a Director. It is given as part of the Company’s intent to familiarize the Director with the Company, Nature of Industry, the Roles, Duties and Responsibilities of Directors and practices of the Company.
2. The Management of the Company gives a brief information on detailed business strategy for various businesses of the Company with the current market scenarios in the Board meetings held by the Company.
3. The information on operations will be provided to the Directors which include information on business performance and operations, Company’s Global market presence, financial change, major litigations, compliances, major transactions, regulatory parameters, fund flows, senior management scenario etc. during the board meetings.
4. The key highlights of amendment to corporate laws, other statutory laws and regulations will be presented to the Board.
5. The Company organizes site visits for the Directors of the Company with a view to give practical exposure about the operations of the Company. Each Director of the Company has complete access to any information relating to the Company.

Independent Directors have the freedom to interact with the Company’s management. They are given all the documents sought by them to enable a good

understanding of the Company, its various operations and the industry segments of which it is a part.

6. A detailed letter of appointment and terms and conditions of appointment of Independent Directors incorporating the following will be given to each Independent Director at the time of appointment:
- Terms of appointment
  - Roles and duties of Independent Directors
  - Expectation of the Board from the appointed director
  - Adherence to Code of Conduct
  - Duties and responsibilities
  - Remuneration
  - Status of appointment
  - Performance evaluation
  - Conflict of interest, confidentiality and termination

### **3. Programme Details:**

The Company provided updates to the Board on various amendments in the Companies Act, 2013, SEBI (LODR) Regulations, 2015. Information was provided at the Board Meetings on the business operations of the Company and financial performance of the Company.

Details of the Board meetings held during the financial year and the Directors attendance will be given in the Corporate Governance report forming part of the Annual Report in below format.

<b>Number of Independent Directors</b>	<b>Number of Board meeting attended</b>	<b>Number of Hours attended</b>

### **4. Disclosure of the Policy**

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

### **5. Review of the Programme**

The Board will review this program and make revisions as may be required. This policy was approved by the Board of directors.

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