

CONTINENTAL SECURITIES LIMITED  
(Formerly known as CONTINENTAL SECURITIES LIMITED  
FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS  
2022-23

Policy Name	Familiarisation Programme for Independent Directors
Regulations	Regulations 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Review Cycle	Annually or in the event of any change in regulatory Guidelines

Approver Board of Directors of CONTINENTAL SECURITIES LIMITED

Latest approval/review  
date  
April 2023

## Table of Contents

PREAMBLE

PURPOSE

FAMILIARIZATION PROGRAMME

ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTOR

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS

DISCLOSURES

POLICY SEVERABLE

AMENDMENT

## PREAMBLE

Pursuant to Regulations 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to familiarize its 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. Also, in terms of Schedule IV of the Companies Act, 2013 the Independent Directors are required to undertake appropriate induction and regularly update and refresh their skills, Knowledge and familiarity with the Company.

## PURPOSE

The Familiarization Programme intends to provide deep insights about the functioning, operations and business model of the Company to enable the Independent Directors to understand their roles, rights and responsibilities in the Company and further contribute significantly in the effective working of the Company. Independent directors play a pivotal role in upholding corporate governance norms and insuring fairness in decision making. Being experts in various fields, they also bring independent judgment on matters of strategy, risk management, controls and business performance.

## FAMILIARIZATION PROGRAMME

### ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS

At the time of appointing a new Independent Director, a formal letter of appointment is given to the Director, inter alia, explaining the role, duties and responsibilities of the Director. The Director is also explained in detail the compliances required from him / her under the Act, SEBI Regulations and other relevant regulations.

To familiarize the new directors to the company, an induction kit is usually shared with them. The kit shall include at the minimum:

- Brief introduction to the Company and Profile of Board of Directors of the Company.
- Report on Roles and Responsibilities of the Board.
- Details of various Committees of the Board.
- Code of Conduct for Directors and Senior Management personal.
- Code for Independent Directors.

- Code of Conduct for prevention of Insider Trading in Securities of CONTINENTAL SECURITIES LIMITED.

- Corporate Presentations.
- Latest Annual Report.
- Set of various policies adopted by the Board

The Managing Director also has a one-to-one discussion with the newly appointed Director.

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

#### OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

The Company through its Executive Directors or Senior Managerial Personnel conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;

The programmes / presentations provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

The programmes / presentations familiarize the Independent Directors with their roles, rights and responsibilities.

Ongoing familiarization aims to provide insights into the Company and the business environment to enable all the Independent Directors to be updated of newer challenges, risks and opportunities relevant in the Company's context and to provide perspective to the strategic direction of the Company.

At least one Board Meeting in a year has a detailed Strategy session with the senior management team of the Company. The members of the management team make presentations to the Board members which inter-alia covers the industry scenario, strategic priorities for the Company and the business model of the Company.

The Company also highlights to the Board on the changes in the key regulations impacting the Company or the functioning, roles and responsibilities of the Board members.

## DISCLOSURES

The Programme shall be uploaded on the Company's website for public information.

The Company shall also disclose the following information in relation to the familiarization programme, on its website-

Details of familiarization programmes imparted to independent directors, including the following details:-

- Number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- Number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- Other relevant details

Further, a web link, where details of familiarization programmes imparted to independent directors are disclosed, shall also be provided in the section on Corporate Governance in the Annual Report of the Company.

## POLICY SEVERABLE

This policy read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 constitutes the entire document in relation to its subject matter. In the event that any term, condition or provision of this policy being held to be a violation of any applicable law, statute or regulation, the same shall be severable from the rest of this policy and shall be of no force and effect, and this policy shall remain in full force and effect as if such term, condition or provision had not originally been contained in this Policy.

## AMENDMENT

Any change in the policy shall be approved by the Board of Directors of the Company. Any amendment in the regulatory guidelines shall prevail and necessary amendment shall be carried out at a subsequent date in the policy. The Board of Directors of the Company shall have the right to withdraw and / or amend any part of this policy or the entire policy, at any time, as it deems fit, or from time to time, subject to applicable law in force.