

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Process Note Information		
Policy Name	Familiarization Programme for Independent Directors of Intec Capital Limited (Version No. 2)	
Policy No.	ICL/CMPL/AC/05/ dated 9th November, 2016	
Policy Version No.	Version No. 2	
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Cross Functional Experts / Concurred / Collectively Recommended By	Sudhindra Sharma (Chief Financial Officer)	
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Expiry / Review Date	As and when required on or before the February 2018	
Approved by	Board of Directors	
Document available with	Compliance Department	



1. **Preamble:**

- 1.1. This Familiarization programme for Independent Directors of Intec Capital Limited is formulated in terms of requirement of regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (hereinafter referred to as "SEBI LODR 2015") as amended from time to time.
- 1.2. This Familiarization programme for Independent Directors has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

2. **Objective**

- 2.1. To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

3. **Orientation / Familiarization module for New Independent Directors upon joining:**

<i>Orientation / Familiarization module for new Independent Directors upon Joining</i>		
<i>Sl.</i>	<i>Headings</i>	<i>Description of Programme</i>
3.1	Programme "as needed" basis	This module will be restructured as and when necessary and will be conducted for new Independent Directors upon joining and on need basis.
3.2	Induction program on joining of an Independent director	The company may organize familiarization programme on structured module to update the Independent Directors and shall organize an induction program on joining of an Independent director to familiarize them with the following aspect: (a) Roles, Rights and Responsibilities (b) Board dynamics & functions; (c) Human Resource management ; (d) Nature of the Industry in which Company operates ; (e) Business Model of Company; (f) Financial Performance, Budgeting and Planning ; (g) an other relevant information
3.3	Intec's various Committee of Board (COB) and their Terms of Reference (TOR)	Further, Independent Directors were made to appraise with Intec's various Committees of Board (COB), their members, their terms of reference (TOR) with roles and responsibilities of COB. The members include highly experienced Director-Members and Executive-Members with strong execution capability and a proven track record.
3.4	Auditors, and Bankers	Further, Independent Directors were made to appraise with Intec's Statutory Auditor, Internal Auditor. Secretarial Auditors and Existing Bankers.
3.5	Management Team and Organization Structure	Further, Independent Directors were made to interact with Management Team and appraise with Intec's Organization Structure which includes highly experienced Management Team.
3.6	Internal Policies, processes and documents etc.	Independent Directors are made to interact with senior management personnel and are given all internal policies, processes and documents sought by them for enabling a good understanding of the Company, its operations and the industry of which it is a part.
3.7	Sponsor the paid seminar and	The Company may nominate and sponsor the new Independent Directors for various programmes on relevant topics organized by ICAI,

