

BAMPSL SECURITIES LIMITED
Familiarisation Programme for Independent Directors
(In terms of clause 49 of the Listing Agreement)

1. PREAMBLE

The Clause 49(II) (B) (7) of the Listing Agreement entered with the Stock Exchanges stipulates that:

- a) The Company shall familiarise 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.
- b) The details of such familiarisation programmes shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.

2. PURPOSE & OBJECTIVE

The Familiarisation Programme for Independent Directors which also extends to other Non-Executive Directors aims to provide insights into the Company to enable the Independent Directors to understand their roles, rights, responsibilities in the Company and get updated on the Business & Operations of the Company and contribute significantly to the Company.

3. 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 terms, role, duties and responsibilities expected of him/her as an Independent Director of the Company.

At the outset, all the Independent Directors are provided with an overview of the following;

- a) Criteria of independence applicable to Independent Directors as per clause 49 of the Listing Agreement on Corporate Governance and the Companies Act, 2013;
- b) Time allocation by the Independent Directors on financial controls, financial management compliance, Stakeholders conflicts, Board effectiveness, strategic direction, Meetings and performance assessment;
- c) Roles, functions, Duties, Responsibilities and liabilities of Independent Directors;
- d) Code of Conduct of Directors and Insider Trading Regulations;
- e) Performance Appraisal & Evaluation process;
- f) Directors Responsibility Statement forming part of Board's Report;
- g) Policies inclusive of Vigil Mechanism Policy;
- h) Term including Remuneration;
- i) Internal Financial Controls.

4. CONTINUAL FAMILIARISATION MODULES

The Company informs the new Independent Director about various disclosures and declarations to be submitted by him/her to the Company under the Companies Act, 2013, Clause 49 of the Listing Agreement and other relevant regulations and requisite affirmation taken with respect to the same.

The Independent Directors are given complete access to any information relating to the Company. In order to get familiarized with the business and operations of the Company; the Company also provides to the new Independent Director all information and documents such as the Memorandum and Articles of Association, latest Annual Report, copy of the Code of Conduct for Directors and Senior Management / Code of Conduct for Independent Directors, copy of the Company's Code for Prohibition of Insider Trading, documents containing information about the Industry in which the Company operates, capital structure, organization structure, brief profile of the Board of directors and Key Managerial Personnel (KMP) etc. In case the inductee is also inducted on the other Committees, he is also handed the respective Committee Charters and the Whistle Blower Policy.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, business strategy, operations and functions of the Company. A brief introduction to the Company is also made. Independent Directors have the freedom to interact independently with the Statutory Auditors, the Internal Auditors and external advisors as may be appointed from time to time. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's affairs were made at the separate meeting of the Independent Directors held during the year.

5. DISCLOSURE OF THE POLICY

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

6. REVIEW OF THE PROGRAMME

The Board will review this Programme and make revisions as and when deems necessary.