



**POLICY ON FAMILIARISATION
PROGRAMME
OF
FINO PAYMENTS BANK
LIMITED**

POLICY ON FAMILIARISATION PROGRAMME

Document Review and Approval

Revision history

	Summary of Change	Prepared By	Reviewed by	Recommended by (Mgt. Com)	Approved by	Ver No.	Effective Date
1	First Release	Pratima Thomas - Head -HR	Basavraj Loni - DVP Legal and Company Secretary	N.A.	Board of Directors	1.0	November 12, 2021

1. PREFACE

In accordance with Regulation 25 (7) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (the 'Regulations'), **Fino Bank Payments Limited** (the '**Bank**') is required to familiarize the Independent Directors of the Bank with the Bank, their roles, rights, responsibilities in the Bank, nature of the industry in which the Bank operates, business model of the **Bank** and any other relevant information relating to operations of the Bank etc., through various programmes.

Further, 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 Bank.

2. TITLE:

This Policy shall be called '**Policy on Familiarisation Programme of Fino Payments Bank Limited**'.

3. OBJECTIVE

To familiarise Independent Directors about the business and functioning of the Bank.

4. SCOPE

Familiarisation program shall be conducted annual "as and when needed" during the year or as may be decided by the Board. The said program shall be also conducted when a new Independent Director is inducted to the Board. The programme shall also provide insights into the Bank to enable the Independent Directors to understand the Bank's business in depth that would facilitate their active participation in managing the Bank.

Familiarisation programme for the Independent Directors shall cover the following aspects:

- Nature of the industry in which the Bank operates;
- Business model of the Bank;
- Risks and challenges for the Bank;
- Changes in business environment;
- Strategic discussions and future outlook; or
- Roles, rights and responsibilities of the Independent Directors;
- Vision and Mission Statement;
- Compliance and Governance.

The Bank shall provide all relevant information in relation to the Bank and its business such as details of group companies, corporate governance practices, an overview of the regulatory developments on the governance in front of its Directors.

5. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- a. The newly appointed Independent Directors of the Bank shall be familiarised with the various aspects of the Bank like constitution, vision & mission statement, the activities, business model geographies in which the Bank operates, band procedures, strategic direction, etc. by way of detailed presentation.

- b. Information material like code of conduct, the code of internal procedures and conduct for prohibition of insider trading and other applicable policies of the Bank, performance highlights, etc., will also to be provided to supplement the presentation and to create awareness to the Independent Director of their roles, rights, responsibilities towards the Bank.
- c. The familiarisation programme shall also provide information relating to the financial performance of the Bank and budget and control process of the Bank.
- d. Periodic presentations, as may be needed, will be made to the Independent Directors to update them on all business related issues and new initiatives undertaken by the Bank including any regulatory changes that may have impact on the operations of the Bank including roles and responsibilities of the Independent Directors. The Bank may also conduct training programme to its Independent Director by experts outlining the roles, rights, duties and responsibilities of Independent Directors from the perspective of various applicable laws.
- e. The Independent Directors may also be recommended to attend various seminars, conferences training programmes from time to time.
- f. At various Board meetings during the year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates, thus also familiarising the Independent Directors about their extended roles, rights, duties and responsibilities.
- g. The Chairman & Managing Director and other executives of the Bank shall lead the familiarisation programme on aspects related to business/industry. The Chief Financial Officer or such other authorised officer(s) of the Bank may participate in the programme for providing inputs on financial performance of the Bank and budget control process, etc. apart from involvement of company secretary and other senior management personnel/key managerial personnel of the Bank and when required to conduct such programmes.

6. DISCLOSURE

As and when familiarisation programme is conducted, the details of the same will be disclosed on the website of the Bank and a web link thereto shall be provided in the Annual Report. As required under Regulation 46 of the Regulations the details of familiarisation programme imparted to independent director shall include the following details:

- a) number of programmes attended by independent directors during the year and on cumulative basis till date;
- b) number of hours spent by independent directors in such programmes during the year and on Cumulative basis till date; and
- c) other relevant details.

7. AMENDMENT

Any amendments to this Policy or replacement of this Policy entirely with a new Policy, will be approved by the Board of Directors. This Policy may be amended from time to time based on changing requirements as prescribed by the SEBI/Stock Exchange(s)/ RBI or any other appropriate statutory authority.

8. CONFLICT IN THE POLICY

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down or mentioned under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

9. EFFECTIVE DATE OF THE POLICY

This Policy will come into effect from the date of approval of the same by the Board of Directors of Company.
