

ABM KNOWLEDGEWARE LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Preamble:

As per Clause 49 of the Listing Agreement and the Schedule IV to the Companies Act, 2013, the Company shall familiarize 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 programs.

Purpose and Objective:

Company believes that the independent directors sitting on the Board of the Company can make a huge contribution in its decision-making process in general and policy formulation in particular. In order to tap this potential the Familiarization Program shall aim at helping the independent directors to understand their roles, rights and responsibilities. The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

Familiarization Process:

- At the time of induction of the newly appointed Independent Director (ID), he/she is apprised adequately about the Company, its latest financial statements and their analysis, its business model, Industry scenario, competition, significant recent developments and also the Board processes by the Managing Director, the Chief Financial Officer, the Company Secretary and the Senior Management.
- The Company provides presentations through its Executive Directors / Senior Managerial Personnel to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Independent Directors have freedom to interact with the Company's management. The Company extends all support and assistance required in order to facilitate the Independent Directors to meet/ interact with the Business Heads/ members of the Senior Management team as and when desired by them.
- The Presentations also provide an opportunity to the Independent Directors 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.
- In addition, the Company arranges training programs by domain experts in the fields relevant for the Company's business and directors like changes in laws, regulations etc., their impacts on the Company's business and changes in practices /policies adopted by the Company, to enable them contribute therein / validate them. Any development or change in regulations, business news covering the industry in which the Company operates, about the Company & its competitors, financial barometers etc. shall be circulated to the directors.

- The Company provides the necessary documents, reports and policies to enable Board members to familiarise with the Company’s procedures and practices.
- The draft Policy documents are circulated/ placed at the meetings of the Board of Directors for discussion and deliberations by the members of the Board and Committees thereof, as applicable, before being finalized.

All efforts are made to ensure that the Directors are fully aware of the current state of affairs of the Company and the industry in which it operates.

Disclosure of the Program

Familiarization program shall be conducted as per need.

This Program 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.
