



**MUTHOOT MICROFIN LIMITED
(MML)**

CIN: U65190MH1992PLC066228

**FAMILIARIZATION PROGRAMS FOR
INDEPENDENT DIRECTORS**

***[Regulation 25(7) of the Securities and Exchange Board of India (Listing
Obligations and Disclosure Requirements) Regulations, 2015]***

1. OVERVIEW

1.1 APPLICABILITY

- 1.1.1 To strengthen Board effectiveness and better corporate governance, 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 programme(s) in accordance with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations').
- 1.1.2 Further, the details of such familiarization programme(s) shall be disclosed on the Company's website and a web link shall also be given in the Annual Report.

1.2 OBJECTIVE OF THE PROGRAMMES

- 1.2.1 To afford every opportunity for the Independent Directors to familiarize themselves with the operations of the Company, its management, the industry to which the Company belongs, and their roles and responsibilities, so that they can contribute significantly towards the growth of the Company.
- 1.2.2 To provide insights into the Company and the industry to which it belongs, to enable the Independent Directors to understand the business in depth and contribute significantly to the decision-making process.
- 1.2.3 To ensure update on continual basis on the significant changes therein so as to be in the position to take well informed and timely decision.

2. PROGRAMMES

Familiarization programs consists of the following:

2.1 FORMAL LETTER OF APPOINTMENT

- 2.1.1 Formal letter of appointment is issued to Independent Directors incorporating, inter alia, their duties, roles, responsibilities, liabilities as director of the Company.

2.2 INDUCTION

- 2.2.1 A new director is apprised of the operations of the Company, Business model, various Policies and Code of conduct adopted as per various Statutes, details of group companies, strategic investments in the Company, background of other Directors on Board, orientation on various statutes, Committee details and its terms of reference, Risk management system and framework, Board evaluation process and programs to understand better the industry,

market and the performance of the Company.

2.2.2 The Directors are provided with the opportunity to interact with the Senior Management of the Company to understand the Company's strategy, business model, operations, services, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

2.3 CONTINUAL FAMILIARIZATION PROGRAMMES

2.3.1 Detailed agenda for all the meetings of the Board and Sub-committees of the Board, were forwarded to all the Directors in advance, to enable the Board members to perform their duties and role effectively. Agenda of quarterly meetings covers all the statutory information to be provided in accordance with the provisions of Companies Act, 2013 and Listing Regulations.

2.3.2 The Company facilitated, detailed deliberations on each agenda item of the meetings of the Board and Subcommittees of the Board.

2.3.3 Quarterly presentations on operations made to the Board included information on business performance, operations, market share, major litigations, borrowings, financial parameters, fund flow, regulatory scenarios etc.

2.3.4 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, business excellence with areas of improvement and other relevant issue

3. PROGRAM HOURS

Further, as per the requirements of Regulation 62(1A)(i) of the Listing Regulations details of familiarization programmes (No. of Hours) attended by Independent Directors during the Financial Year 2022-23 & cumulative till date are as follows:

Sl No.	Details of Familiarization Program	Mr. Alok Prasad		Mr. T S Vijayan		Ms. Pushpy B Muricken		Ms. Bhama Krishnamurthy		Mr. R Anand*	
		No. of hours	Cumulative till date	No. of hours	Cumulative till date	No. of hours	Cumulative till date	No. of hours	Cumulative till date	No. of hours	Cumulative till date
1	Induction Program	-	2	-	2	-	2	-	2	2	2
2	Quarterly presentation	13	70	13	59	13	61	13	59	3	3

	ns on operations										
3	ESG	1	1	1	1	1	1	1	1	Half an hour	Half an hour
4	Risk Management	4	9	1	5	1	6	2	9	-	-
5	Regulatory Updates	2	13	2	10	2	11	2	10	Half an hour	Half an hour
6	Cyber Security Awareness	1	1	1	1	1	1	1	1	1	1

*Mr. R Anand was inducted on the Board dated December 20, 2022.

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