



TCI Finance Limited

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Familiarisation Programme of Independent Directors

TCI Finance Limited

Familiarisation Programme for Independent Directors
(Pursuant to Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI
(Listing Obligations and Disclosure Requirement) Regulations, 2015

A. Preamble

Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof, if any, read with Code of Independent Directors (Schedule IV) as per Companies Act 2013, requires listed companies to conduct familiarization programme for the Independent Directors so as to familiarize them 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. As per Listing Regulations, the details of the Familiarization programme for Independent Directors shall be disseminated on the website of the Company.

B. Purpose & Objective

The Program 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.

C. Details of Familiarization Programme

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 Chairman, Managing Director, the Chief Financial Officer and the Company Secretary.

2. The Company, on regular basis, makes detailed presentation to the entire board including Independent Directors on the Company's operations and business plans, the nature of industries in which the Company operates.

3. Deliberations were held and / or presentations were made from time to time on major developments in the areas of the Companies Act 2013, SEBI Insider Trading Regulations 2015, SEBI Listing Regulations, 2015 and revised framework for NBFC-Non Banking Finance Company- Non Systematically important non deposit taking Company and related Regulations.

4. Directors in particular were informed about their roles, responsibilities and duties under the Companies Act, 2013, RBI master circulars applicable to Non-Banking Finance Company-Non deposit taking Companies, SEBI Listing Regulations 2015, through Board papers and appointment letters, if any given to them.

Details as per Regulation 46(2)(i) of SEBI (Listing Obligations & Disclosure Requirements) 2015 of the familiarization programme imparted to Independent Directors during the year 2019-20 are highlighted below:

<u>Date of Programme</u>	<u>Topic Covered</u>
31.07.2020	1. Revised Policy Guidelines on 'Know Your Customer' norms and Anti-Money Laundering measures 2. Amendment in fair practice code policy as per guidelines issued by RBI
10.02.2021	Updation on various amendments in Companies Act, 2013 and SEBI Listing Regulations.

The details of the no. of programmes, no. of hours spent by the independent directors and other relevant details are as follows: -

S. No	Name of the Director	No. of Programmes attended		No. of Hours Spent	
		During the year	On a cumulative basis till date	During the year	On a cumulative basis till date
1)	Dr. D R Agarwal	2	5	2 Hrs	4 Hrs
2)	Mr. Rajesh Kundra	1	1	1 Hrs	1 Hrs

D. Programme and disclosure:

- i. Familiarization programme will be conducted on need basis during the Year.
 - ii. As and when familiarization programme is conducted, the same will be disclosed on the website of the Company and a web link thereto shall also be given in the Annual Reports of the Company.
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