

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS
CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED
(As per Regulation 25 & 46 of SEBI (LODR) Regulations, 2015)

Purpose & Scope

This program's purpose is to familiarize the directors with the business operations of the Company. The programme for independent directors also extends to other non- executive directors which aims to familiarise them with the Company, their roles, rights, responsibilities in the Company, nature of the NBFC industry, business model of the Company, etc.,

Director's handbook

On their appointment, Independent Directors are familiarized about the Company's operations and businesses. As part of the familiarization programme, a handbook is provided to all the Directors including Independent Directors at the time of their appointment. The handbook provides a snapshot to the Directors of their roles, duties and responsibilities, rights, appointment process and evaluation, compensation, Board procedure and stakeholders' expectations. The handbook also provides the Directors with an insight into the Murugappa Group's practices.

Letter of appointment

The Company issues a formal letter of appointment to the independent director which incorporates all relevant information about the appointment including their roles, duties and responsibilities. The terms and conditions of appointment of independent directors are also available on the website of the Company.

Code of conduct

The Company's code of conduct which *inter alia* explains the values and beliefs of the Company, functions, duties and responsibilities as a director of the Company.

Familiarisation with Regulatory requirements

Key regulatory updates are circulated to the Board on quarterly basis which helps the Board members to familiarise with the Company, its business and the regulatory framework in which the Company operates.

In camera discussions with auditors

The Audit Committee members have an in camera interactions with the statutory auditors and the internal auditors appointed from time to time. They meet without the presence of the management and are conducted informally to enable the independent directors to discuss the matters pertaining to the Company's affairs and put forth their combined views to the board of directors of the Company.

Board Portal

The Company has a web based board portal which is accessible to all Board members with security passwords. Agenda and other relevant annexures and materials required for Board and Committee meetings are made available on the portal for ready reference of the directors.

Cholamandalam Financial Holdings Limited

The Company has an ongoing familiarisation programme for all its Directors including Independent Directors. The programme includes the following:

1. A comprehensive directors' hand book – This handbook is handed out to all the directors upon appointment and upon every updation of the book. A tentative agenda for each quarter is also provided.
2. Quarterly regulatory updates: All key changes in regulatory environment is updated to the directors and a detailed note/presentation is circulated to the Board members as a part of the regular agenda.
3. Industry/business update: On a quarterly basis, a presentation on the company's performance vis-à-vis the budget are shared for the information and of the directors.

Details of the above Familiarisation programme imparted to Independent Directors:

Name of Independent Director	FY 2017-18		2018-19		FY 2019-20		FY 2020-21		FY 2021-22	
	Number of meetings attended	Total number of hours spent	Number of meetings attended	Total number of hours spent	Number of meetings attended	Total number of hours spent	Number of meetings attended	Total number of hours spent	Number of meetings attended	Total number of hours spent
Mr. M B N Rao*	3	1.5 hrs	2	1 hrs	NA	NA	NA	NA	NA	NA
Ms. Shubhalakshmi Panse#	3	1.5 hrs	6	3 hrs	4	2 hrs	NA	NA	NA	NA
Mr. Ashok Barat\$	NA	NA	4	2 hrs	7	2.5 hrs	6	3 hrs	3	1.5 hrs
Mr. B Ramaratnam	NA	NA	1	1 hr	6	3 hrs	5	2.5 hrs	5	2.5 hrs
Ms. Vasudha Sundararaman	NA	NA	NA	NA	1	0.5 hr	6	3 hrs	5	2.5 hrs
Mr. K Balasubramanian^	NA	NA	NA	NA	NA	NA	NA	NA	1	0.5 hrs

* Retired at the conclusion of 69th AGM held on July 31, 2018

Resigned with effective from November 20, 2019

\$ Resigned with effective from December 21, 2021

^ Appointed with effective from March 17, 2022