



# **FCS SOFTWARE SOLUTIONS LIMITED**

## **FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS**

**(Effective from 11<sup>th</sup> February, 2019)**



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## **FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS**

This Familiarization Program ("the Program") for Independent Directors of FCS Software Solutions Limited ("the Company") has been adopted by the Board of Directors in their Board Meeting held on 11<sup>th</sup> February, 2019 pursuant to Regulations 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### **PURPOSE AND OBJECTIVE OF THE PROGRAMMES**

Regulation 25(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 stipulates that 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 programmes.

Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them 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 and such other areas as may arise from time to time.

### **DETAILS OF THE PROGRAMME:**

- a) The Company shall provide an orientation to the Independent Director at the time of his/her joining so as to enable them to understand, inter-alia, the business of the Company.
- b) The Managing Director, CFO or such other authorised officer(s) of the Company shall lead the Programme on aspects relating to business/ industry and other matters.
- c) Further, the Programme shall also provide information relating to the financial performance of the Company and the budget and control process of the Company.
- (d) Presentations are regularly made to the Board of Directors/ Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, where Directors of the Company get an opportunity to interact with senior managers.
- e) The Programme shall provide information relating to the Company, business model of the Company, geographies in which Company operates and the nature of the industry etc.

The policy may consist of one or more of the following:



- i. To provide regular training on changes in dynamics of law so as to keep the directors updated with all necessary provisions to be fresh with legal provisions at all times.
- ii. To provide legal opinion and advisory as and when the need may arise in relation to corporate and allied laws as applicable to the Company.
- iii. Facilitate in making comments on the draft policies of the company to ensure adherence to law.
- iv. Provide advisory on manner of disclosures required under the various provisions of corporate laws.
- v. Provide brief presentation as and when needed on the regulatory changes.
- vi. Provide training on any specific law requirements.
- vii. Provide insight on regulatory requirements in comparison to laws in other countries as well.
- viii. To keep abreast with the regulatory changes and the implications thereof.

#### **REVIEW OF THE PROGRAMME**

The Programme will be conducted on an “as needed” basis during the year and will be reviewed by the Board from time to time to make necessary revisions.

#### **DISCLOSURE OF THE PROGRAMME**

The Programme 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