

DETAILS OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING FINANCIAL YEAR 2022-23

The Company strongly believes that effective familiarisation programme helps the Independent Directors, not only to have greater insight into Company's business but also contributes effectively in decision making at Board / Committee meetings.

It is important that the Independent Directors are well versed with the business and related activities, including but not limited to the nature of industry, products, markets, its businesses, policies, regulatory aspects affecting the Company, etc. This can only be achieved through a structured familiarisation plan.

Majority of the Independent Directors of the Company are associated with Fusion Micro Finance Limited for more than 3 years and are well versed with the industry, business operations, policies/ practices of the Company.

The familiarisation programme for Independent Directors is prepared in consultation with the Independent Directors and after making an assessment of the requirements.

The Company has a familiarisation programme for the new directors which involves apprising about operations of the Company, internal policies and practices, regulatory framework etc.

The induction kit for new directors includes annual reports, memorandum and articles of association of the Company, Code of Conduct and other corporate governance policies, composition of various board committees along with their terms of reference etc. including guidance on the regulatory framework.

At various Board meetings during the year, presentation is made to the Board on the economy & industry scenario, operational & financial performance of the Company, market share, risks & mitigation plans, initiatives on health & safety, CSR & sustainability, etc, which keeps the Directors updated on the operations and the key development impacting the Company.

Regular interactions are held between statutory and internal auditors and independent directors. Further, quarterly updates on relevant statutory, regulatory changes and landmark judicial pronouncements encompassing important laws are circulated to the Directors. The Directors are also informed of important developments in the Company.

On the matters of specialized nature, the Company engages outside experts/consultants for presentation and discussion with the Board members as and when necessary.

During the Year 2022-23, The company has organised a session on SEBI (Prohibition of Insider Trading) Regulations, 2015 which was delivered by Corporate Professionals Capital Private Limited in order to give an overview on the law relating to insider trading to all the directors including independent directors with a view to enable them to take an effective decision as and when required in pursuant to the law relating to the insider trading matters.

Further, the company has also conducted a session on strategic levers for digitalization in order to enable the directors to have a better understanding of the manner in which digitalization can be promoted and implemented in the microfinance business.

During the year, 2 programmes have been conducted by the company and Independent directors have spent approximately 04 hours as a part of familiarisation program.

For Fusion Micro Finance Limited

Sd/-

Deepak Madaan

Company Secretary & Compliance Officer