

**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS FOR FY 2024-25**  
**IVALUE INFOSOLUTIONS LIMITED**

**Preamble**

The role of Independent Directors is of paramount importance in the corporate ecosystem, particularly from the perspective of investors (especially minority shareholders), stakeholders, and regulators. Independent Directors are expected to uphold the highest standards of integrity and probity, exercise independent judgment, and contribute towards the adoption and implementation of best corporate governance practices, while meeting the stringent criteria of independence from the management and the Company.

Accordingly, it is imperative for the Company to ensure that Independent Directors are adequately familiarised with the Company, its operations, management structure, and the regulatory framework governing its functioning.

Pursuant to **Regulation 25(7)** of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a listed entity is required to familiarise its Independent Directors through various programmes covering, inter alia:

- the nature of the industry in which the listed entity operates;
- the business model of the listed entity;
- the roles, rights, and responsibilities of Independent Directors; and
- such other relevant information as may be deemed necessary.

The Code of Conduct prescribed under the applicable provisions of the act and regulations sets out the roles, rights, and responsibilities of directors. The said Code of Conduct has been adopted by the Board of Directors of the Company. All directors, including Independent Directors, appointed to the Board are required to familiarise themselves with the Code of Conduct and provide a written confirmation of compliance to the Company. The Code of Conduct is also available on the Company's website.

**Periodic Updates**

All Independent Directors are apprised of their roles and responsibilities at the time of their appointment through a formal Letter of Appointment, which clearly sets out the terms and conditions of their engagement. Newly appointed directors are also provided, along with their Letter of Appointment, an introductory kit comprising highlights of key statutory provisions, a complete set of the Company's statutory and internal policies, details of various Board-level committees, the Memorandum and Articles of Association of the Company, and such other relevant materials as may be required to enable them to gain a comprehensive understanding of the Company and its operations.

**Training sessions:**

The Company in its every Board meeting allocates considerable amount of time for agenda item titled "Regulatory presentation" wherein, the Chief Regulatory Officer presents to the Board, a brief presentation highlighting SEBI & Other Regulatory Updates, Investor Services related Matters.

Details of programmes during FY 2024-25 (April 01, 2024 to March 31, 2025)

<b>Name of Independent Directors</b>	<b>No. of Programmes</b>	<b>No. of approx. hours spent in such programmes</b>
Sumith Kamath	3	16
Nagendra Venkaswamy	3	16
Kalpana Rangamani	3	16