

**OPTIMUS FINANCE LIMITED**

**CIN: L65910GJ1991PLC015044**

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**DETAILS OF FAMILIARIZATION PROGRAMS  
FOR INDEPENDENT DIRECTORS**

**Preamble:**

In accordance with Regulations 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, which inter-alia 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 .

**Overview of the Familiarisation process:**

The appointment letter issued to Independent Directors inter alia includes –

- (i) Code for Independent Directors,
- (ii) Code of Conduct under Corporate Governance,
- (iii) Code of Conduct under Insider Trading.

The Code for Independent Directors sets out Guidelines for Professional Conduct, Roles, Functions, Duties etc.

Independent Directors are provided with necessary documents/brochures, reports, and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Committee Meetings, on each segment of business, performance, Capex, Global business environment impacting the Company, business strategy and Risks assessment and Mitigation.

Quarterly updates on relevant statutory changes, the New Code of Conduct and landmark judicial pronouncements encompassing important laws, legislative changes having impact on the Company business are regularly circulated and updated.

Each director of the Company has access to information relating to the Company. Independent Directors have the freedom to interact with the KMP and the Company's management. They are given all the documents sought by them to enable a good understanding of the Company, its various operations, and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman & Managing Director.

Periodicals plant visits are organized to enable them to understand the operations of the Company, new initiatives undertaken, expansion and one-to-one communications with Functional Head, and Other Senior Executives of the Company.

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS  
[PURSUANT TO THE PROVISIONS OF REGULATION 46 (2) OF SEBI (LISTING OBLIGATION AND  
DISCLOSURE REQUIREMENT) REGULATIONS, 2015]**

All the familiarization programme activities are merged with the Board meetings for the convenience of the Directors of the Company. Also, individual programs are being conducted separately for them, as and when required.

Sr No.	Name of Independent Directors	No. of Programmes (Board Meetings) attended by Independent Directors		No. of Hours spent (at Board/ Meetings) by Independent Directors in such programmes	
		during the year 2021-22	On cumulative basis till 31.03.2022	during the year 2021-22	On cumulative basis till 31.03.2022
1	Mr. Vinay Pandya	5	5	3	3
2	Mr. Niharkumar Naik (Resigned w.e.f. 31.12.2021)	4	4	2.5	2.5
3	Ms. Jigisha Thakkar (Resigned w.e.f. 31.12.2021)	4	4	2.5	2.5
4	Ms. Divya Zalani (Appointed w.e.f. 31.12.2021)	1	1	0.5	0.5
5	Mr. Rahil Thaker (Appointed w.e.f. 31.12.2021)	1	1	0.5	0.5

Note: During the financial year 2021-22, Five Board Meetings were convened and held.