

FAMILIARISATION PROGRAMME

Background:

In terms of clause 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to familiarize the public interest directors (i.e. independent directors) through various programmes / training sessions, about the Company including their roles, rights, responsibilities, nature of the industry in which the company operates; business model of the company, and other relevant information.

In view of the above, National Securities Depository Limited (NSDL) has designed its Familiarisation programmes for Independent Directors to build an understanding of NSDL, its businesses and revenue sources, the securities & capital markets and regulatory environment in which it operates, its new initiatives and projects, role and responsibilities of the Independent Directors etc.

Familiarisation Programme:

The process flow of the NSDL familiarisation programme are as follows:

1. The Company conducts orientation programs / presentations / training sessions, periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company. Such orientation programs / presentations / training sessions provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the nature of industry, Company's strategy, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.
2. The Independent Directors are made aware of their rights, role, responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates terms and conditions of their appointment.

3. A detailed presentation is made before the Independent directors covering NSDL history, legal framework, business overview, etc. at the time of their induction on the governing Board of NSDL.
4. Presentations on various topics covering nature of the industry, business model and relevant information are made available to the independent directors and the Board as a whole during the respective Board meetings, as and when required.
5. During the year six such presentations were made for approximately eight hours.