

**FAMILIARIZATION PROGRAMME
FOR INDEPENDENT DIRECTORS
OF
CANOPY FINANCE LIMITED**

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has been familiarizing the Independent Directors on its Board, on a quarterly basis, with detailed presentation on the Company and its operations and business plans, the nature of its industry in which the Company operates.

Such programmes and presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and also help them to understand the strategy, business, operations, markets, organization structure, product offerings, finance, risk management, internal controls in a better manner.

When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Managing Director, Chief Financial Officer and the Company Secretary to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment.

At Board Meetings, presentations are made by the Functional and Business heads which gives insight on the factors affecting the business, current and prospective business scenarios vis-à-vis operations of the Company. This also includes presentation on business performance, financial parameters, working capital management, etc.

At Audit Committee Meetings, the Independent Directors are appraised on changes in various laws and its impact on the operations of 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.

Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part.

The Company circulates news and articles related to the industry on a regular basis and also provide specific regulatory updates from time to time.

The familiarization sessions were highly interactive wherein each member participated effectively.
