

INDUSIND BANK LIMITED

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

I. Regulatory Landscape:

Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) requires every listed entity to familiarise its Independent Directors through various programmes, including:

- Nature of the industry in which the listed entity operates;
- Business model of the listed entity;
- Roles, Rights, Responsibilities of Independent Directors; and
- Any other relevant information.

Pursuant to Regulation 46 of the Listing Regulations, the Bank is also required to disseminate on its website the details of Familiarisation Programmes imparted to Independent Directors.

II. Objective:

The Programme aims to provide to the Independent Directors an insight into the Bank’s functioning, to familiarise them with roles and responsibilities, to provide Industry overview so as to help them contribute significantly during the deliberations in the Board / Committee meetings, and facilitate active participation in managing of the Bank.

III. Orientation Programme upon induction of new Directors:

- Upon induction of a new Director in the Board of the Bank, a familiarisation kit is forwarded, containing a brief note on the Bank’s profile, Vision and Mission Statements, Organisational Structure, Committees of the Board and their Charters, profiles of the Directors and Top Executives, etc. in order to familiarise them with the environment of the Bank.
- A formal Letter of Appointment explaining the role, function, duties and responsibilities expected of him / her as a Director, Remuneration and Performance Evaluation Process, Insurance Cover, Code of Conduct for Directors and Senior Management is forwarded for acceptance by the Independent Directors.
- The Director is provided with a copy of the Annual Report, Bank’s Business Brochure, Code of Conduct for Prevention of Insider Trading, Shareholding Pattern, etc.

IV. Other initiatives to update Directors on a continuing basis:

- The Bank shall, through its Executive Director / Core Executive Team (CET), Top Executives conduct Programmes / Presentations at quarterly / half-yearly / annual intervals, familiarise the Independent Directors with the strategy, operations, and functioning of the Bank.
- External domain experts are invited to provide trainings on different topics, viz., Corporate Governance, Risk Management, CSR, I.T., changes in the regulatory environment as applicable to the Bank, etc.
- Directors are encouraged to attend external Training Programmes conducted by reputed Institutions.
- Directors are encouraged to visit Bank’s website for referring to Financial Results, Annual Reports, Shareholding Pattern, Transcripts of Analysts’ Meets, Press Releases, etc.
- Brief insights on Economic Overview, Market Indicators, New Developments, Funds Management, etc.
- Bank’s Business Plan for a particular Planning Cycle and the Budget Presentation and discussion among the Board members and the Leadership teams.

V. Feedback on Effectiveness / Participation of Board Members in Meetings:

By the Board Members, collectively.

**TRAINING PROGRAMME CONDUCTED FOR DIRECTORS DURING THE FINANCIAL YEAR
2024 -2025**

Sr. No.	Training Programme	Details of the Programme or Training	Name of the Directors	Date of Programme	Number of hours spent in Programmes (each director)	Number of total hours spent in Programme
1	“Masterclass for Directors” - Leading to Certified Corporate Director By Institute of Directors	“Masterclass for Directors” - Leading to Certified Corporate Director Mode: Offline At Hall: FF1, 1st Floor, Hotel Le Meridien, Windsor Place, New Delhi - 110001.	Mr. Jayant Deshmukh	April 26 – 28, 2024	27 hours	27 hours
2	Director’s Certification Master Class By Indian Institute of Corporate Affairs	<ul style="list-style-type: none"> • Corporate Governance, Concepts, Developments & Trends • Building Future Ready Boards • Board Leadership: Group Dynamics & Cohesion • Boardroom Breakdown: The Imperative of Effectiveness • Legal Framework of Board Governance • Roles, Responsibilities & Code of Conduct for Directors • Effective Board navigation in Turbulent Times • Sustainability & ESG: Compelling 	Mr. Lingam Venkata Prabhakar Mr. Rakesh Bhatia	May 30, 2024 to June 1, 2024	22.5 hours	45 hours

		<p>Agenda Of The Board</p> <ul style="list-style-type: none"> • Effectiveness of Audit Committee • Enterprise Risk Management • Understanding Financial Statements for Better Board Decisions <p>Mode: Offline At IBIS Styles, Goa Vagator</p>				
3	Fintech and Advanced Technologies in Financial Intermediation	<p>Fintech and Advanced Technologies in Financial Intermediation by CAFRAL</p> <p>Mode: Virtual</p>	Mr. Sunil Mehta Mr. Jayant Deshmukh, Mr. Sudip Basu Mr. Rajiv Agarwal	July 12, 2024	8 hours	32 hours
4	Program for Non-Executive Chairman & Directors on Boards of Banks, FIs and NBFCs	<p>Program for Non-Executive Chairman & Directors on Boards of Banks, FIs and NBFCs by CAFRAL</p> <p>Mode: Mumbai</p>	Mr. Jayant Deshmukh Mr. Sudip Basu Mrs. Bhavna Doshi	August 21-22 2024	16 hours	48 hours
5	Leading Stakeholders in the Age of AI	<p>Leading Stakeholders in the Age of AI - XED in partnership with University of Virginia Darden School of Business</p> <p>Mode: Mumbai</p>	Mr. Sudip Basu	September 20, 2024	2 hours	2 hours
6	Certification Programme in IT and Cyber Security	<p>Certification Programme in IT and Cyber Security by IDRBT</p> <p>Mode: Hyderabad</p>	Mr. Jayant Deshmukh Mrs. Akila Krishnakumar	September 23-24, 2024	16 hours	32 hours
7	IOD Master Class for Directors	<p>Program on Masterclass for Directors - Leading to Certified Corporate Director</p>	Mr. Sunil Mehta	February 21 – 23, 2025	27 hours	27 hours

		Mode: Delhi				
8	IOD Master Class for Directors	Program on Masterclass for Directors - Leading to Certified Corporate Director Mode: Hyderabad	Mr. Lingam Venkata Prabhakar	February 28, March 01 & 02, 2025	27 hours	27 hours
9	Certification Programme in IT and Cyber Security	Certification Programme in IT and Cyber Security by IDRBT Mode: Hyderabad	Mr. Sudip Basu	March 3 – 4, 2025	16 hours	16 hours
10	Know Your Customer (KYC) and Anti Money Laundering (AML)	Know Your Customer (KYC) and Anti Money Laundering (AML) by CAFRAL Mode: Mumbai	Mr. Jayant Deshmukh	March 12, 2025	8 hours	8 hours
11	Cyber Security Awareness Session for Board Member - FY 24-25	Cyber Security Awareness Session for Board Member - FY 24-25 by Cyberfrat	Mr. Sunil Mehta Mr. Rajiv Agarwal Mrs. Bhavna Doshi Mr. Jayant Deshmukh Mr. Pradeep Udhas Mr. Lingam Venkata Prabhakar Mr. Rakesh Bhatia Mr. Sudip Basu Mr. Sumant Kathpalia	March 24, 2025	30 minutes	4.5 hours
Total hours spent by Independent Directors during 2024 – 2025						225.5
Total number of Programmes attended by Independent Directors during 2024 – 2025						9
Total hours spent by Directors during 2024 – 2025						268.5
Total number of Programmes attended by Directors during 2024 – 2025						11
Cumulative Total hours spent by Independent Directors as on March 31, 2025						846
Cumulative Total number of Programmes attended by Independent Directors as on March 31, 2025						73