

## **Familiarization Programme for Independent Directors of Grihum Housing Finance Limited (Formerly known as Poonawalla Housing Finance Limited) for the financial year 2023-24**

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) requires that the listed entities shall familiarise its Independent Directors with the nature of the industry in which the company operates, its business model, roles, rights and responsibilities of the independent directors and other relevant information’s through various programs.

Further, Schedule IV of the Companies Act, 2013 (“Act”), provides that it is the duty of the Independent Director, to undertake appropriate induction and regularly update and refresh their skills, knowledge, and familiarity with the company.

All the Independent Directors were made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment which also includes the terms and conditions of their appointment. Also, the Independent Directors were made aware of the Company, its business, industry, other Board members and senior management of the Company among other relevant information about the Company. During the year 2023-24, the Independent Directors appointed on the Board of the Company were duly apprised of their roles and responsibilities and were made aware of the business of the Company by way of detailed presentations and their appointment letter.

The Independent Directors were provided an overview of Criteria of independence applicable to Independent Directors, the financial controls, risk management, financial management compliance, corporate social responsibility, stakeholder conflicts, board effectiveness, strategic direction, meetings and performance assessment, Vigil Mechanism including policy formulation, disclosures, code for Independent Directors, Risk Management Systems & framework; and Board Evaluation Process and Procedures. This induction programme helped the Independent Director’s to understand the Company, its business, and the regulatory framework in which the Company operates and equips them to effectively fulfil his/her role as an Independent Director of the Company.

During the financial year 2023-24, the Executive Directors / Senior Managerial Personnel / Key Managerial Personnel / Business Heads of the Company conducted various presentations periodically to familiarize the Independent Directors with the business strategies, quarterly and annual results, business outlook, policies, review of internal audit and risk management framework, and operations and functions of the Company along with its subsidiaries, to enable them to understand the Company’s business, strategies, industry dynamics, service and product offerings, markets, and associated risks and prepare them for an active role in the Company. It empowered the Independent Directors to understand Board procedures and help them to be effective in Board activities.

The Board was informed about the various changes taking place in the laws governing the business and operations of the Company. Detailed presentations were made on the relevant subject, whenever necessary, in order to apprise the directors on a particular subject and the draft policies are discussed in detail before they were finalized and implemented.

### **Grihum Housing Finance Limited**

(Formerly, Poonawalla Housing Finance Limited)

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A few of the important Presentations made in respect of the changes in the applicable acts on the Company, during the year to the Board and Committees were as under:

- Amendments made in Listing Regulations and circulars issued by SEBI from time to time;
- Amendments in the Act and rules made thereunder;
- Amendments in the applicable Master Directions issued by the Reserve Bank of India and the circulars issued thereunder and other directions, circulars, notifications and guidelines issued by the Reserve Bank of India and the National Housing Bank;
- Amendments in SEBI (Prohibition of Insider Trading) Regulations, 2015;
- Status of Compliance under applicable SEBI Laws and the Act; and

The various policies as framed and approved by the Board were placed before the Board for its review, inputs and modifications, wherever required.

**Familiarization Programmes imparted by the Company to Independent Directors during the financial year 2023-24 are detailed below:**

1. Number of Programmes attended by the Independent Directors during the financial year ended 31st March 2024 were 8.
2. Number of hours spent by the Independent Directors in such Programmes during the financial year ended 31st March 2024 were more than 11 hours.

All efforts were made to ensure that the Directors were fully aware of the current state of affairs of the Company and the industry in which Company operates.