



DISCLOSURE ON FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS OF THE BANK

In terms of the Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Bank is required to familiarise the Independent Directors through various programmes about the listed entity including the 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.

Further Regulation 46(2)(i) of the listing regulations stipulates that the listed entity shall disseminate the details of familiarization programmes imparted to Independent Directors in their website and a web link thereto shall also be given in the Annual Report.

The familiarization programmes intends to provide an introductory orientation to the newly inducted Directors and training programmes to Directors with the business, operations and compliances of the Bank, external compliance requirement and further to provide them an insight to their expected roles and responsibilities in the Bank.

1. Induction programme for new Directors:

Induction programmes will be conducted by the Bank for the newly co-opted Directors covering areas relating to board governance, finance and accounts, compliance, inter audit, human resources, operations etc., Further the inducted Directors are also briefed on their obligations under the various policies/code and on the terms of reference of the various Committees of the Board of Directors of the Bank.

A formal letter of appointment is issued to the newly appointed Director containing, inter alia, the terms and conditions of appointment stating the roles, rights and responsibilities in line with the requirements of Companies Act, 2013 and RBI guidelines. Along with the letter of appointment a welcome kit containing the Brief History of the Bank, Memorandum and Articles of Association, Copy of Code of Conduct to Directors and Senior Management, criteria of Independence applicable to Independent Directors, deed of covenant, Do's and Don'ts for the Directors of the Bank as per Reserve Bank of India Circular, Copy of Internal Code of Conduct for Prevention of Insider Trading, Copy of Internal Code of Conduct for dealing in securities of other Listed or to be



Listed entities, Copy of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, Copy of the Audited Accounts for that FY, Asset and Liability Products of the Bank in brief, Copy of Credit Policy of the Bank are provided to every Director inducted on the Board.

New Directors are also briefed on their obligations under various policies/ code and on the terms of reference of the various committees of the Board of Directors of the Bank. Further the new Director meets the Chairman of the Board, the Managing Director & CEO. The Members of the Senior Management of the Bank brief the new Director on the different aspects of business, regulatory environment and other issues regarding the operations of the Bank.

The Independent Directors of the Bank are provided every opportunity to familiarise themselves with the strategy, industry overview, performance, key regulatory developments and on their role, rights and responsibilities as a Director.

2. Familiarization Programme:

Directors are encouraged and offered the opportunity to attend external training programs to supplement their expertise in specific areas.

An exclusive meeting of the Board of the Bank is convened on an annual basis which includes update on performance review, future strategy, risk management system, emerging developments in the Banking sector, digital initiatives of the Bank, budgetary projections etc., All senior management personnel, Vertical heads and Divisional heads of various divisions makes presentations in the meeting. Presentations and updations are made at Board meetings which covers performance review, strategy and key regulatory developments of RBI, SEBI and MCA etc.,

Overview of the Familiarization Programmes imparted for Directors of the Bank are as under:

For the FY 2022-23:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Amplifying Innovation in Banking	The objective of the programme is to enlighten the participants with respect to Amplifying Innovation in Banking Industry	Innomantra	8
02	FIBAC - 2022	Annual banking conference with theme on 'Helping India step change its growth: How tech enabled banking can contribute to realization of \$5tn economy goal'.	FICCI	8
03	Certification Program in IT & Cyber Security for Board Members	The objective of the programme is to enlighten the participants with the knowledge of cyber defence. It will help banks to strengthen the cyber security posture.	IDRBT	16
04	Programme on Governance and Assurance for Directors on Boards of Banks, FIs and NBFCs	To enhance the Board's effectiveness in Governance and Assurance Functions in Banks, FIs and NBFCs	CAFRAL	8
05	Induction Programme for newly appointed Directors	Induction programmes conducted for the following directors who were newly appointed in the Board during the FY 2022-23: 1. Dr Meena Hemchandra 2. Shri Murali Ramaswamy	Karur Vysya Bank Limited	16



Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2022 to March 31, 2023	5	32 hours	24 hours

For the FY 2021-22:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Seminar on Corporate Governance for the Directors on the Board of Banks	To understand the Principles and practice of Corporate Governance, Prevailing governance regime for commercial banks and Developing compliance culture in commercial banks	Reserve Bank of India (RBI)	8 hours
02	Workshop on RBIs Master Direction on Digital Payments Security Controls	To get an insight into the background and the focus of implementation of RBIs Master Direction dated 18 th June on "Digital Payment Security Controls"	IDRBT, Hyderabad	2.5 Hours
03	Virtual Workshop on Emerging Compliance Landscape	To understand recent developments including a spate of regulatory penalties on many Banks and Financial Institutions, both in India and abroad, due to serious compliance breaches and RBI's new regulatory framework on compliance function in banks have spurred intense debate on how best to organically redesign the compliance function.	CAFRAL, Mumbai	6 Hours
04	Virtual Conference on Central Bank Digital Currencies - What, Why & How?	To understand the Central Bank Digital Currencies & its potential implications for payment systems, monetary policy implementation and transmission, as well as for the structure and stability of the financial system	CAFRAL, Mumbai	3 Hours



Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
05	Session of Cyber Security - Recent cyber security breaches and lessons learnt	To understand responsibilities of Directors and Top Management in cyber security aspects and steps to be taken to fortify the same.	Krishna Sastry Pendyala, Industry Expert	1.50 Hours
06	Virtual Program on ECGC Guidelines & Procedures	To understand the ECGC Guidelines & Procedures with specific reference to claims settlement	ECGC, Chennai	3 Hours
07	Session on Corporate Governance in Banks	To understand Corporate Governance aspects with its specific applicability for Private Sector Banks.	Shri R Gandhi, Former Deputy Governor, RBI.	1.50 Hours
08	Presentation on Digital Currency	To understand the basics of Digital Currency and its impact on Banking/ Financial systems & wayforward.	M/s Forrester global IT Research Company	1.50 Hours

Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2021 to March 31, 2022	8	65.50 hours	42 hours

For the FY 2020-21:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Webinar on Cyber Security: During Pandemic and Beyond	Cyber Security during Pandemic and Beyond. The objective of the programme is to enlighten the participants with the knowledge of cyber defence. It will help banks to strengthen the cyber security posture.	Institute for Development and Research in Banking Technology, Hyderabad. (IDRBT)	2 hours
02	Certification Program in IT & Cyber Security for Board Members	The objective of the programme is to enlighten the participants with the knowledge of cyber defence. It will help banks to strengthen the cyber security posture.	Institute for Development and Research in Banking Technology, Hyderabad. (IDRBT)	16 hours
03	Program for Non-Executive Directors on Boards of Banks and Financial Institutions	The objective of the program is to set the backdrop through a quick review of financial sector developments and the emerging business and regulatory environment and some of the core issues of governance, risk and compliance which Board should focus on.	Centre for Advances Financial Research and Learning (CAFRAL)	11 hours
04	Webinar on Maximising Board Effectiveness and Engagement amid Pandemic	Maximising Board Effectiveness and Engagement amid Pandemic	Institute of Directors (IOD)	6 hours

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
05	Orientation Programme (Online) for Independent Director's Proficiency Self - Assessment Test	The objective of the program is to enhance value and reputation on Boards, Strengthen ability to secure directorship opportunities, synchronous & systematic learning by renowned speakers and learning beyond geographical barrier.	Institute of Directors (IOD)	11 hours
06	Online Program on Familiarization of Independent & Women Directors on Boards	The objective of the program is keeping in mind the unique training requirements and challenges of newly appointed Independent Directors on Boards.	Indian Institute of Corporate Affairs (IICA)	16 hours
07	Certificate Course on Independent Director	The objective of the program is to enhance and maintain high standard of Corporate Governance.	The Institute of Company Secretaries of India (ICSI)	20 hours

Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2020 to March 31, 2021	7	79 hours	3 hours

For the FY 2019-20:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Workshop on Role & Functioning of Audit Committee of the Board (ACB)	The objective of the programme is to help existing and aspiring Audit Committee members to understand the complexities of the role and equip them with the knowledge base to enhance their effectiveness as Audit Committee members.	National Institute of Bank Management	4 man days 32 hours (8 hours * 4 man days)
02	Certification Program in IT & Cyber Security for Board Members	The objective of the programme is to enlighten the participants with the knowledge of cyber defence. It will help banks to strengthen the cyber security posture.	Institute for Development and Research in Banking Technology, Hyderabad. (IDRBT)	8 man days 64 hours (8 hours * 8 man days)
03	Program for Non-Executive Directors on Credit Committees of Banks	The objective of the program is to focus on contemporary issues and challenges faced by banks including those relating to governance, strategy, risk, compliance and asset quality. The program would also cover other topics like regulatory/supervisory developments and perspectives, financial markets and domestic & international developments in the financial sector. The aim of the program would essentially be towards improving the effectiveness of directors on the boards of banks.	Centre for Advances Financial Research and Learning (CAFRAL)	6 man days 48 hours (8 hours * 6 man days)



Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2019 to March 31, 2020	3	64 hours	80 hours

For the FY 2018-19:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Program for Non-Executive Directors on Credit Committees of Banks	The objective of the program is to understand issues relating to credit appraisals, financial ratios and indicators, risk assessments in project and infrastructure financing, retail lending etc.,	Centre for Advances Financial Research and Learning (CAFRAL)	1 man day 8 hours
02	Program for Non-Executive Directors on Audit & Risk Management Committees	The objective of the program is to understand how the Audit and Risk Management Committee can be made more effective so as to implement the "Three Lines of Defence" for an effective risk governance framework. The program covers best Corporate Governance and Risk Management practices and the role Non-Executive Directors could play in improving risk management, governance and compliance system in Banks.	Centre for Advances Financial Research and Learning (CAFRAL)	4 man days 32 hours (8 hours * 4 man days)
03	Program in IT & Cyber Security for Board Members	The objective of the program is to give insight on the knowledge of cyber defence, strengthening of cyber security posture, cyber security and forensics.	Institute for Development and Research in Banking Technology, Hyderabad. (IDRBT)	7 man days 56 hours (8 hours * 7 man days)
04	Risk Management in Banking	The objective of the program is to give insights on the aspects of Risk Management in terms of market perspective, risk appetite & strategy, SME lending in digital era & growth	Boston Consulting Group (BCG)	9 man days 72 hours (8 hours

SI no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
		opportunity, analytics driven monitoring, risk management in UPSI.		* 9 man days)
05	Program on Corporate Governance : Developing a Skill Matrix for Directors	The objective of the programme is to enhance the efficacy of the Directors on the Boards of companies and to enable Directors to make individual contributions so that Boards and Board Committees will be more effective and in compliance of SEBI, Corporate Governance Standards and Other Regulatory guidelines.	TKM Institute of Management, Kollam	2 man days 14 hours (7 hours * 2 man days)
06	Program for Non- Executive Directors on the boards of Banks	The objective of the program is to focus on current issues and challenges faced by the banks including those relating to governance, strategy, risk, compliance and asset quality as also cover other topics like regulatory / supervisory perspectives, financial markets, role of treasury and domestic & international developments in the financial sector.	Centre for Advances Financial Research and Learning (CAFRAL)	4 man days 36 hours (9 hours * 4 man days)

Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2018 to March 31, 2019	6	80 hours	130 hours

For the FY 2017-18:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Program for Non-official Directors on the Boards of Commercial Banks	The objective of the program is to bring about an awareness and understanding among directors on the Boards of banks and financial institutions about recent regulatory developments, capital, risk, compliance, business strategy, governance issues, etc. The program coverage includes topics like Corporate Governance, Global and Domestic outlook, Indian Banking System, Recent regulatory developments, Changes in Accounting Standards, Resolution and recovery of stressed assets, Risk Management, Risks in Information Technology environments, Financial markets and role of treasury and International banking developments.	Centre for Advances Financial Research and Learning (CAFRAL)	4 man days 32 hours (8 hours * 4 man days)

Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2017 to March 31, 2018	1	16 hours	16 hours

For the FY 2016-17:

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
01	Program for Non-official Directors on the Boards of Commercial Banks	The objective of the program is to bring about an awareness and understanding among Non-official directors on the Boards of banks about various regulatory and supervisory issues relating to Banks. The aim is to develop necessary skills and knowledge so that they can carry out their roles as Directors on the Boards effectively. The program coverage includes topics like Risk Management, Prudential norms, Restructuring of accounts, Basel Frame work and Asset Quality Management.	Centre for Advances Financial Research and Learning (CAFRAL)	4 man days 32 hours (8 hours * 4 man days)
02	Seminar on Banking Technology for Directors on Bank Boards	Banks have been moving towards digital banking. The digitization needs planning at the highest level. Associated with digital banking are the cyber security threats. Cyber defence preparedness is to be monitored at Board level.	Institute for Development and Research in Banking Technology, Hyderabad. (IDRBT)	2 man days 9 hours (4.5 hours * 2 man days)
03	Program for Non-Executive Directors on the Boards of Commercial Banks	The objective of the program is to share the latest developments relating to regulation and supervision of commercial banks, bring in awareness among Non-	Centre for Advances Financial Research and Learning (CAFRAL)	10 man Days 80 hours



SI no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
		Executive Directors of commercial banks about various risks involved in the functioning of banks, to upgrade their skills and sensitize them about business strategies and risk management, asset quality management, Basel III, Risk Based supervision, corporate governance as also any other issue of significant relevance.		(8 hours * 10 man days)

Particulars	Total Number of Programmes attended	Number of hours spent by	
		Independent Directors	Non-Independent Directors
From April 1, 2016 to March 31, 2017	3	57 hours	64 hours
