

## DISCLOSURE ON FAMILIARISATION PROGRAMMES FOR DIRECTORS OF THE BANK

### Objective

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

### Regulatory Guidelines

Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing Regulations”**) stipulates that the listed entity shall 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.

### Familiarization Programme

A formal letter of appointment is given to the Independent Directors which includes 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, Copy of Code of Conduct, criteria of Independence applicable to Independent Directors, deed of covenant, Do's and Dont's for the directors of the Bank as per the RBI Circular, Internal Procedures and Conduct for Prevention of Insider Trading Code, Audited accounts for that FY, Asset and Liability product features of the Bank in brief, Credit Policy of the Bank, Memorandum and Articles of Association of the Bank are provided to every Director inducted on the Board.

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 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)

Sl no	Training Programme	Details of Training Programme	Program Conducted by	No of hours spent
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. <b>(IDRBT)</b>	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-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.	Centre for Advances Financial Research and Learning <b>(CAFRAL)</b>	10 man Days 80 hours (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

**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 ( <b>CAFRAL</b> )	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

\*\*\*\*\*