

***INTEGRA
TELECOMMUNICATION
AND
SOFTWARE LIMITED
("The Company")***

***Familiarization Program for
Independent Directors***

VERSION CONTROL

Version No.	Effective from	Last Revised on
1	01-12-2015	08-02-2016
2	01-04-2019	26-03-2019
3	08-08-2022	08-08-2022

DISCLAIMER

➤ Restricted access

This Familiarization Program for Independent Directors policy is not to be copied or distributed without the express written consent of Integra Telecommunication and Software Limited. No part of this document may be used for purposes other than those intended by Integra Telecommunication and Software Limited.

I. Objective:

This Program aims at familiarizing the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates and business model of the Company.

II. Details of the Programme:

A] Familiarization imparted immediately upon appointment of the Director:

The appointment letter issued to newly inducted Independent Director inter-alia sets out the expectation of the Board, their fiduciary duties and the accompanying liabilities that come with their appointment as a Director of the Company.

The Familiarization Program imparted upon appointment provides information relating to the Company, IT industry, business model of the Company, business processes & policies, geographies in which the Company operates, etc. The Program intends to improve awareness of the Independent Directors on their roles, rights, responsibilities towards the Company. Further, the Program also provides information relating to the financial performance of the Company and budget and control process of the Company.

The Chairman or the Managing Director or such other officer(s) of the Company, duly authorized by the Chairman, leads such Program. The Key Managerial Personnel or Senior Management Personnel participates in the Program for providing inputs wherever required.

B] Continual Familiarization processes:

- o The Independent Directors are provided with periodic inputs on the business performance of the Company, through deliberations discussion at the Committee and Board Meetings during the year.
- o During the year, the Board is provided a detailed update on key regulatory changes and their impact on the Company and/or independent directors. The Management also presents a detailed action plan in this regard and follows through the progress during the year at subsequent board / committee meetings.

III. Additionally, the Company has a structured process for updating the Board Members on operational and regulatory updates through a quarterly report circulated to the Board

IV. Review:

The Company may review the Program and make necessary revisions, as and when required.

V. Disclosure:

The details of the familiarization Program shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.