Reliance Capital Limited

Familiarization Programme for Independent Directors

Table of Contents

1. Purpose

This policy outlines the framework for familiarizing Independent Directors of Reliance Capital Limited (RCL), an unlisted NBFC-CIC, with the Company, its operations, the regulatory environment, and their roles and responsibilities, in compliance with the Companies Act, 2013, RBI regulations, and other applicable laws.

2. Objectives

The objectives of this policy are to:

- Provide new Independent Directors with a thorough understanding of the Company's business, structure, and the industry in which it operates.
- Enable Independent Directors to effectively fulfill their roles and responsibilities.
- Keep Independent Directors updated on changes in the Company, the regulatory landscape, and best practices in corporate governance.
- Ensure compliance with the Companies Act, 2013, and relevant RBI regulations and circulars.

3. Scope

This policy applies to all Independent Directors appointed to the Board of Directors of RCL.

4. Familiarization Methods

4.1 **Initial Familiarization**

Upon appointment, new Independent Directors will undergo an initial familiarization program, which may include:

- **Induction Meeting:** A meeting with key management personnel to discuss the Company's history, business model, organizational structure, financial performance, and strategic objectives.

- **Company Overview:** Providing documents such as the Memorandum and Articles of Association, annual reports, and key policies.
- **Regulatory Framework:** Detailed information on the Companies Act, 2013, RBI regulations governing NBFC-CICs, and other relevant laws.
- **Board and Committee Procedures:** Explanation of Board and committee charters, meeting procedures, and the decision-making process.
- **Letter of Appointment:** Issuance of a formal letter outlining their roles, responsibilities, duties, and liabilities.

4.2 **Ongoing Familiarization**

To ensure continuous learning and development, the Company will provide ongoing familiarization through:

- **Regular Updates:** Providing updates on financial performance, operational developments, market trends, and regulatory changes through circulars, presentations, and other means.
- **Board and Committee Meetings:** Presentations and discussions on specific agenda items, including strategic issues, risk management, and compliance matters.
- **Training Sessions:** Conducting workshops or seminars on relevant topics such as corporate governance, financial analysis, risk management, and industry-specific issues, potentially with external experts.
- **Internal Documents and Resources:** Providing access to updated policies, procedures, and other relevant internal documents.
- **Meetings with Management:** Facilitating meetings with senior management to discuss specific areas of the Company's operations.

5. Specific Content for Unlisted NBFC-CIC Directors

In addition to the general familiarization content, Independent Directors will receive specific information and training on:

- RBI regulations and guidelines applicable to NBFC-CICs.
- Prudential norms, asset classification, and provisioning requirements.
- Liquidity management and capital adequacy requirements.
- Related party transactions and corporate governance within NBFC-CICs.
- RBI's supervisory framework and reporting requirements.

6. Documentation and Disclosure

- The Company shall maintain records of the familiarization programs conducted, including the content, participants, and dates.
- A summary of the familiarization programs will be disclosed on the Company's website and in the annual report, as required by applicable regulations.

7. Review and Evaluation

- The Board of Directors or a designated committee shall review this policy periodically, at least once every [Number] years, to ensure its effectiveness and relevance.
- Feedback will be sought from the Independent Directors on the familiarization programs to identify areas for improvement.

8. Responsibilities

- The Company Secretary or a designated officer is responsible for organizing and coordinating the familiarization programs.
- Senior management personnel are responsible for providing information and participating in the programs.
- Independent Directors are responsible for actively participating in the programs and seeking clarification as needed.

9. Amendments

The Board of Directors reserves the right to amend or modify this policy from time to time, as deemed necessary.