

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Objectives

To adopt a structured programme for orientation of Independent Directors at the time of their joining so as to familiarise them with the Company - its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.

To update the Directors on a continuing basis on any significant changes therein and to provide them an insight to their expected roles and responsibilities so as to be in a position to take well - informed and timely decisions and contribute significantly to the Company.

Orientation Programme upon induction of new Directors

Mahindra & Mahindra Financial Services Limited ('the Company') has been following the familiarisation programme for its Directors. A new Director is welcomed to the Board of Directors of the Company by sharing various documents of the Company for his/her reference such as:

- Brief introduction to the Company and Profile of Board of Directors of the Company.
- Report on Roles and Responsibilities of the Board.
- Details of various Committees of the Board.
- Code of Conduct for Directors.
- Code of Conduct for Senior Management and Employees.
- Code for Independent Directors.
- Code of Conduct for prevention of Insider Trading in Shares of Mahindra & Mahindra Financial Services Limited.
- Corporate Presentations.
- Latest Annual Report.

- Sustainability Report
- Set of various policies adopted by the Board.

A detailed Appointment Letter incorporating the role, function, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

The Director is also explained in detail the compliances required from him/her under the Companies Act, Clause 49 of the Listing Agreement and other relevant regulations and his affirmation obtained with respect to the same.

The Managing Director also has a one-to-one discussion with the newly appointed Director. The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him/her to effectively fulfill his/her role as a Director of the Company.

A brief Introduction of the subsidiaries of the Company is also made to familiarize the Director with the subsidiary companies' operations, which includes separate Meetings with the Managing Director/Functional Heads of the respective subsidiary companies.

Other Initiatives to update the Directors on a continuing basis:

All Directors are apprised of any changes in the codes or policies of the Company. The Board of Directors has access to the information within the Company which is necessary to enable them to perform their role and responsibilities diligently.

The Company through its Managing Director/Senior Managerial Personnel makes presentations regularly to the Board, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee or such other Committees, as may be required, covering, *inter alia*, business environmental scan, the business strategies, operations review, quarterly and annual results, budgets, review of Internal Audit Report and Action Taken Report, statutory compliances, risk management, operations of its Subsidiaries, joint venture company, etc. This enables

the Directors to get a deeper insight into the operations of the Company and its Subsidiaries.

Such presentations also provide an opportunity to the Independent Directors to interact with the Senior Management team of the Company and its Subsidiaries and help them to understand the Company's policies, its long term vision and strategy, business model, operations and such other areas as are relevant from time to time.

Press Releases, disclosures to Stock Exchanges, news and articles related to the Company are circulated to provide updates from time to time.

Thus the Company ensures that there is an adequate mechanism to ensure that the Directors remain familiar with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., and continue to be updated on the state of the Company's affairs and the industry in which it operates.