



## DIGICONTENT LIMITED

### **Familiarization program for Independent Directors**

Digicontent Limited (“the Company”) has formulated, and adheres to a structured programme for orientation and familiarization of Independent Directors (IDs), on following aspects-

- Industry in which the Company operates and market scenario;
- Business model;
- Overview of Company’s operations and financials;
- Role, rights & responsibilities of IDs;
- Board meeting processes;
- Overview of board committees & terms of references; and
- Regular interaction with Key Managerial Personnel (KMPs) and senior executives.

The appointment letters issued to IDs also contain particulars of their role, duties, responsibilities, remuneration etc.

While inducting on Board, IDs were provided induction kit containing presentation on details about the Company, its subsidiary (including fellow- subsidiaries), copies of last two years annual report, Code of Conduct, Code for Prevention of Insider Trading, brief profile of other Board Members, Memorandum and Articles of Association, Committee Charters and other Board policies.

In addition to the above, IDs are provided, on an on-going basis, relevant information on following matters:

- Macro-economic parameters;
- Industry overview and significant developments in the market;
- Business Strategy and overview of Enterprise Risk Management;
- Competition scenario and significant business & marketing initiatives by the Company;
- Performance outlook and overview of operational and financial performance;
- Overview of the businesses of the Company/subsidiary
- Annual Operating Plan (AOP)/Long Range Plan (LRP); and updates, if any
- Capital budgets and updates, if any
- Overview of applicable legal/regulatory changes;

The particulars of programmes attended by IDs and time spent thereof etc. are as under -

Sl. no.	Name of the Director	No. of programmes attended		No. of hours spent	
		During FY 19-20	On cumulative basis (from #18/06/2019 to 31/03/2020)	During FY 19-20	On cumulative basis (from #18/06/2019 to 31/03/2020)
1.	Mr. Ajay Relan*	3	3	2 hours and 40 minutes	2 hours and 40 minutes
2.	Ms. Suchitra Rajendra*	3	3	2 hours and 40 minutes	2 hours and 40 minutes
3.	Mr. Vivek Mehra*	3	3	2 hours and 40 minutes	2 hours and 40 minutes

\*Appointed as Independent Directors w.e.f. April 18, 2019

# Date of listing of equity shares of the Company on stock exchanges