

Godrej Finance Limited

Familiarisation Programme for Independent Directors

Background:

Regulation 62N (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) requires listed companies to familiarise independent directors through various programmes including the nature of the industry in which the company operates, business model, roles, rights and responsibilities of Independent Directors and other relevant information.

Godrej Finance Limited enables the members of its Board to familiarise themselves with all these aspects, industry and its operations.

Practices followed by the Company:

Independent Directors play a pivotal role in upholding corporate governance norms and ensuring fairness in decision making and also bring independent judgement on matters of strategy, risk management, controls and business performance.

At the time of appointing a new Independent Director, a formal letter of appointment is given to the Director, inter-alia explaining the roles and responsibilities, further they are made aware of the various terms and conditions of their engagement.

Strategy meeting is conducted once a year to have a detailed strategy discussion with the Directors and senior management of the Company. The members of the management team make presentations to the Board which covers the industry scenario, strategic priorities for the Company and the business model of the Company.

The Company also highlights to the Board on the changes in the key regulations impacting the Company or the functioning, roles and responsibilities of the Board members. Further, at different Board Meetings the Directors are apprised of the Risk Management process and its outcome, Company policies and changes/revisions thereof, issues relating to compliances and governances. The Board of Directors are also updated at quarterly intervals through presentations and discussions on the performance of the Company, analysis of the circumstances which helped or adversely impacted the Company’s performance, business risks etc. Periodic presentations are made to the Board/Board Committees on different types of risks, investors’ complaints and its redressals etc.

Details of the programmes conducted from April 1, 2024 till date:

Date of Program	Subject / Topic Covered
April 17, 2024	Strategy Meeting
July 26, 2024	Presentation on different risks impacting the Company and updates pertaining to Technology
August 2, 2024	Quarterly update on business strategy

A Godrej Capital Company

October 21, 2024	Business update, Presentation on different risks impacting the Company and updates pertaining to Technology
January 24, 2025	Business update, Presentation on updates pertaining to Technology
January 29, 2025	Presentation on different risks impacting the Company
April 21, 2025	Presentation on updates pertaining to Technology
May 2, 2025	Presentation on different risks impacting the Company
May 5, 2025	Strategy Meeting Business update and Annual Operating plan
August 4, 2025	Business update, Presentation on updates pertaining to Technology
August 5, 2025	Presentation on different risks impacting the Company

Details of attendance of Independent Directors in Familiarization Sessions for FY 2024-25 are as follows:

Sr. No	Name of Independent Director	No. of the Sessions attended		Duration of the Programmes attended	
		April 1, 2024 till March 31, 2025	Cumulative till March 31, 2025	April 1, 2024 till March 31, 2025	Cumulative till March 31, 2025
1.	Mr. Hemant Adarkar	8	8	8 hours	8 hours
2.	Ms. Anisha Motwani	8	8	8 hours	8 hours

Details of attendance of Independent Directors in Familiarization Sessions for FY 2025 -26 are as follows:

Sr. No	Name of Independent Director	No. of the Sessions attended		Duration of the Programmes attended	
		April 1, 2025 till date	Cumulative till date	April 1, 2025 till date	Cumulative till date
1.	Mr. Hemant Adarkar	6	14	6 hours	14 hours
2.	Ms. Anisha Motwani	6	14	6 hours	14 hours
3.	Mr. Ravi Nathan Iyer	2	2	2.5 hours	2.5 hours

A Godrej Capital Company