



## **Directors Familiarisation Programme – 2019-20**

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS  
(Pursuant to Regulation 25(7) and 46 of SEBI (Listing Obligations  
and Disclosure Requirements) Regulations, 2015 (Listing Regulations))

### **Objectives:**

The Members of the Board of Centum Electronics Limited (Centum) are provided with necessary updates to familiarise themselves with the Company, its management and operations from time to time. The familiarisation programme aims to update the Directors on a continuous basis on significant developments in and around the Company and in the business model where the Company operates so as to enable them to take well informed decisions in a timely manner.

The familiarisation programme also aims at providing updates to Independent directors to discharge their roles, responsibilities rights and duties under the Companies Act 2013 and SEBI Listing Regulations.

### **Induction and Familiarisation Programme for the Directors:**

Some of the practices in the familiarisation programme are conducted on a continuous basis and some on case to case basis. Further there are specific practices which the Company follows at the time of induction of a new director. The familiarisation programme at Centum broadly covers the following:

1. The Independent Directors are made aware of their roles, duties and responsibilities at the time of their appointment through a formal letter of appointment which stipulates the terms and conditions of their engagement.
2. The Company shall through its Executive Directors/Senior Management Personnel conduct programs/ presentations periodically to familiarize the Independent directors with the strategy, operations and functions of the company.
3. The Company circulates news and articles related to the industry on a regular basis and will provide specific regulatory updates from time to time.
4. The Company will conduct/ circulate an introductory familiarization program/presentation, when a new Independent Director comes on the Board of the Company.

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#### **Centum Electronics Limited**

# 44, KHB Industrial Area, Yelahanka New Town, Bangalore - 560 106, Karnataka, India

Tel +91-(0)80-4143-6000 Fax +91-(0)80-4143-6005 [www.centumindia.com](http://www.centumindia.com)

CIN - L85110KA1993PLC013869

5. At every Board meeting, strategic presentations are made to the Board where the Board members interact with the Senior Management. Industry scenario updates are given periodically at the quarterly Board Meetings.
6. At every Board meeting besides reporting on compliance with applicable laws, regulatory updates on significant changes in laws applicable to the Company is provided to the Directors.

The details of the familiarisation programme(s) imparted to Independent Directors during the financial year 2019-20 are as follows:

Independent Directors	No. of hours spent						Total no. of hours spent by Independent Directors
	Presentations BU Performance	Strategic Priorities/ Value Creation	Regulatory Updates/ Auditors Update	HR & Talent Mgt	Strategy Workshop	Debt Management	
S Krishnan	8	4	2	1	16	3	34
Manoj Nagrath	8	4	2	1	-	3	18
Thiruvengadam P	8	4	2	8	36	3	61
Pranav Kumar N Patel	8	4	2	1	52	3	70
Rajiv Mody	6	3	-	0.5	-	2.5	12
Kavitha Dutt Chitturi*	-	-	-	-	-	-	-

Number of hours spent by Independent Directors on cumulative basis are as follows:

Independent Directors	No. of hours spent in FY 2018-19	No. of hours spent in FY 2019-20	No. of hours spent on a cumulative basis
S Krishnan	12	34	46
Manoj Nagrath	12	18	30
Thiruvengadam P	15	61	76
Pranav Kumar N Patel	26.5	70	96.5
Rajiv Mody	7.5	12	19.5
Kavitha Dutt Chitturi*	-	-	-

\* Kavitha Dutt Chitturi has been appointed as an Additional Director in the capacity of Non Executive Independent Women Director of the Company with effect from 25<sup>th</sup> March, 2020

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