



FAMILIARIZATION PROGRAMME

FOR

INDEPENDENT DIRECTORS

[Newgen Software Technologies Ltd.](#)

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1. Preamble:

In accordance with the requirements of provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV to the Companies Act, 2013, Newgen Software Technologies Limited (the “**Company**”) is required to conduct a programme to familiarize the Independent Directors with the business and operations of the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and other related matters of the Company.

2. Objectives:

- a) To adopt a programme for orientation and familiarization of Independent Directors to enable them to understand the Company, its operations, business, industry and environment in which it functions.
- b) To update the Independent Directors on a continuing basis about any significant changes therein and to enable the Independent Directors to be able to take well-informed and timely decisions.

3. Orientation programme upon induction of new Independent Directors:

- a) The Company will hand over a set of information to the new Independent Director, which includes the latest Annual Report and various policies such as Code of Conduct, Whistle Blower Policy, Nomination & Remuneration Policy, Policy on Related Party Transactions etc.
- b) The Company will issue a detailed appointment letter incorporating the roles, duties and responsibilities, remuneration and performance evaluation process etc.
- c) The Company will provide the brief introduction about the Company and its subsidiaries.

4. Other initiatives to update the Independent Directors on a continuing basis:

- a) The Company will arrange meetings with Company’s officials as and when necessary for better understanding of the business and operations of the Company.
- b) The presentations will be shared with the Independent Directors at the quarterly Board meetings which will include updates on business operations and financial performance, working capital management, senior management changes, compliances, cash flow, operation of the Company’s subsidiaries, Joint Ventures and Associates, if any.



5. Details of attendance of Independent Directors:

The details of attendance of Independent Directors in the Familiarization Programme as conducted by the Company for the Financial Year 2022-23 is as follows: -

Name of Independent Director	Number of programmes attended.		Number of hours spent.	
	During the FY 2022-23	Cumulative Basis till Date	During the FY 2022-23	Cumulative Basis till Date
Mr. Kaushik Dutta	2	6	2	6
Mr. Saurabh Srivastava	2	6	2	6
Mr. Subramaniam Ramnath Iyer	2	6	2	6
Ms. Padmaja Krishnan	2	6	2	6

6. Revision

This Familiarization Programme shall be reviewed and revised by the Board as and when required.
