



## VODAFONE IDEA LIMITED

### FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

*Ref: Schedule IV and Section 149 (8) of the Companies Act, 2013 &*

*Clause 25 (7) and 46 (2) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time*

<b>Objective</b>	<p>The Company follows structured orientation and training programme for the Independent Directors of the Company to understand and get updated on the business and operations of the Company and nature of the industry in which the Company operates.</p> <p>The Independent Directors are kept aware and are being regularly updated by the Company, as and when required, about the changes in the regulatory framework and of their role, responsibilities and duties</p>
<b>Familiarisation Programme</b>	<p>Familiarisation programmes for the Independent Directors generally forms part of the Board process.</p> <p>Presentations are regularly being made to the Board and its various Committees, where the Directors/ Committee Members get an opportunity to interact with the Senior Management Team including the Statutory and the Internal Auditors of the Company. Such presentations inter alia cover the performance of various businesses of the Company, operating results, comparison of actual performance vs. budget, management outlook on businesses, economic/industry developments, sectoral updates, and other related issues. The Directors are also regularly kept informed of the other developments of the Company and at the Units through emails, etc.</p> <p>As such the Directors of the Company have complete access to the information about the Company</p>
<b>Induction Kit for new Directors</b>	<p>A new Director is welcomed on the Board of Directors by sharing various documents of the Company for his/her reference such as:</p> <ol style="list-style-type: none"><li>1. Brief introduction of the Company</li><li>2. Memorandum &amp; Articles of Association of the Company</li><li>3. Profile of Board of Directors</li><li>4. Profile of Senior Management Personnel</li><li>5. Details of various Committee of the Board</li><li>6. Code of Conduct for Directors</li><li>7. Code of Conduct for trading in listed or proposed to be listed securities of the Company</li><li>8. Latest Annual Report</li><li>9. Latest Sustainability Report</li></ol>



	10. Various Policies / Charters adopted by the Board 11. Detailed Appointment letter incorporating the role, function, duties, remuneration and evaluation.	
<b>Orientation Module</b>	<b>Particulars</b>	<b>Responsibility</b>
	Business overview, Corporate Plan	Business Head
	Board meeting Process	Company Secretary
	Statutory Compliances as a Board member as per Companies Act, Listing Regulations etc. Updates on Company / on Units	Company Secretary
	Visit to Unit / Plant	Management

As such, the Company ensures that there is 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, and continue to be updated on the state of Company's affairs and the industry in which it operates.

**Review of the Programme:** The Company may review the programme and make necessary revisions, as and when required.

**Disclosure requirement:** The familiarisation programme is disclosed on Company's website [www.vodafoneidea.com](http://www.vodafoneidea.com) and web link thereto shall be given in the Annual report.

The independent directors are regularly being familiarized and given presentations at Board and Committee meetings and through one on one meetings and documents on financials, capital expenditure and performance of various subsidiaries, Risk Framework, debt profile of the Company, credit quality of investments made, new regulations impacting the Company, operational performance, industry overview and comparisons in which the Company is operating, etc.

The independent directors have updated themselves through the above and have spent more than 20 hours individually during FY 2022-23 on the updation / familiarisation process.