

NIIT LEARNING SYSTEMS LIMITED
DIRECTORS' FAMILIARISATION PROGRAMME

{Pursuant to the requirements of Regulation 25(7) read with Regulation 46(2)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015}

The Directors of the Company including Independent Directors are made aware of their roles and responsibilities at the time of their appointment, through a formal letter of appointment outlining his/her role, function, duties and responsibilities as a director. The terms and conditions of the appointment of Independent Directors are also placed on the website of the Company. Further, orientation sessions are being organized for newly appointed directors. All efforts are made to ensure that they are fully aware of the current state of affairs of the Company and the industry in which it operates. The Company extends all support and assistance required in order to facilitate the directors, including independent directors to meet /interact with the business heads/ members of the senior management team as and when desired by them. Presentations are made regularly at the meetings of the Board of Directors, the Audit Committee, the Nomination & Remuneration Committee and the Stakeholders' Relationship Committee by the senior management in relation to the performance of the Company, quarterly and annual results, business strategies, business outlook, budgets, various policies, review of internal audit and risk management framework, operations of the Company and its subsidiaries, its business model and strategy, amendments in applicable laws etc. The calendar of Board and Committee Meetings of the Company is scheduled in advance and appropriate notice is served for convening Board and committees Meeting. The minutes of the meetings of various Committees of the Company and minutes of Board Meetings of subsidiary companies are periodically circulated to the Board. All the relevant developments relating to the Company are informed to the Board as and when deemed necessary. In addition, directors are provided with opportunities to attend relevant programs of external agencies.

During the Financial Year 2023-24, the Company arranged 13 interactive sessions/ programmes for directors (including independent directors) on different topics. About 37 hours have been spent by Independent Directors of the Company on attending these programmes.