

## MPHASIS LIMITED

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### FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

#### 1. Introduction

In accordance with Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company shall familiarize the independent directors with their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company, etc., through various programmes and sessions.

#### 2. Objective

The familiarization programme provides insights into the Company to enable the Independent Directors to understand the Company operations, governance framework, business in depth and contribute valuable insights and guidance to the Company.

The familiarization programme of Independent Directors of the Company is designed to help the Independent Directors to gain deep understanding of the Company, its stakeholders, senior management, operations, policies, industry perspective, issues and leverage the expertise and experience to drive business growth and success.

#### 3. Familiarization Process

The Company shall through its Senior Managerial Personnel / external consultants who are subject matter experts conduct sessions periodically to familiarize the Independent Directors with the strategy, operations, functions, regulatory and governance framework of the Company.

The Company also conducts an induction familiarization programme, for Directors joining the Board of the Company. The Company also share a 'induction materials' with new directors, comprising of memorandum and articles of association of the Company, annual reports, Code of Conduct and other corporate governance policies, composition of various Board committees along with their terms of reference.

The Directors are made aware of their rights, roles and responsibilities at periodic intervals.

#### 4. Disclosure and Review

The details of familiarization programme shall be uploaded on the Company's website and a web link for the same shall also be provided in the Annual Report of the Company as required under SEBI Listing Regulations.

The familiarization programme for the Independent Directors will be reviewed from time to time and revised as required.

## 5. Details of Familiarizations Programme conducted during the financial year

During the year, the Independent Directors of the Board were familiarized on the business models, industry trends, leadership development and compliances in relation to the Company by the management.

Further, various leadership team members had made presentations to the Board periodically pertaining to Company's performance and future strategy for their respective business units. The Board holds the Strategy Sessions from time to time to review long term growth/plans of the Company. The Board is also appraised regularly of all regulatory and policy changes relevant to the business.

The details of familiarization programme attended by all the Directors including independent directors of the Company, for the previous financial years are provided in the Annexure. The details familiarization programme attended by independent directors for the financial year ended 31 March 2025, are as follows:

			Duration (In hours)
Sl.No.	Name of Director	Number of programmes	FY2025
1.	Ms. Jan Kathleen Hier	8	17.50
2.	Ms. Maureen Anne Erasmus		17.50
3.	Mr. Sunil Gulati <small>refer note 1</small>		12.25
4.	Mr. Girish Paranjpe <small>refer note 2</small>		17.92
5.	Mr. Davinder Singh Brar <small>refer note 3</small>		1.33

Note -

1. Mr. Sunil Gulati appointed as an Independent Director effective 1 April 2024.

2. Mr. Girish Paranjpe appointed as an Independent Director effective 1 October 2024.

3. Mr. Davinder Singh Brar retired as an Independent Director effective 30 September 2024.

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**Annexure**

Sl. No	Financial Year	Number of hours	Cumulative hours
1.	2024-25	13.5	93.5
2.	2023-24	17	80
3.	2022-23	13	63
4.	2021-22	4.5	50
5.	2020-21	5	45.5
6.	2019-20	14	40.5
7.	2018-19	10	26.5
8.	2017-18	14	16.5
9.	2016-17	2.5	2.5

The details of familiarization programme are updated on 15 April 2025.

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