



**DISCLOSURE ON FAMILIARISATION
PROGRAMMES FOR INDEPENDENT
DIRECTORS OF THE BANK**

Document history

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Document Contact Details

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In terms of the Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), CSB Bank Limited ("Bank") is required to familiarise the Independent Directors through various programmes about the Bank including the nature of the industry in which the Bank operates; business model of the Bank; roles, rights, responsibilities of independent directors and any other relevant information.

Further, Regulation 46(2)(i) of the Listing Regulations stipulates that the Bank shall disseminate the details of familiarization programmes imparted to Independent Directors in their website and a web link thereto shall also be given in the Annual Report.

The familiarization programmes intends to provide an introductory orientation to the newly inducted Directors and training programmes to Directors regarding the business, operations and compliances of the Bank, external compliance requirements and further to provide them an insight into their expected roles and responsibilities in the Bank.

1. Induction programme for new Directors:

Induction programmes will be conducted by the Bank for the newly co-opted Directors covering areas relating to board governance, finance and accounts, compliance, internal audit, human resources, operations, etc. Further, the inducted Directors are also briefed on their obligations under the various policies/codes and on the terms of reference of the various Committees of the Board of Directors of the Bank.

A formal letter of appointment is issued to the newly appointed Director containing, inter alia, the terms and conditions of appointment stating the roles, rights and responsibilities in line with the requirements of Companies Act, 2013 and RBI guidelines. Along with the letter of appointment, a welcome kit containing the Brief History of the Bank, Memorandum and Articles of Association, Copy of Code of Conduct to Directors and Senior Management, criteria of Independence applicable to Independent Directors, deed of covenant, Do's and Don'ts for the Directors of the Bank as per Reserve Bank of India Circular, Copy of Internal Code of Conduct for Prevention of Insider Trading, Copy of Internal Code of Conduct for dealing in securities of other Listed or to be Listed entities, Copy of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, Copy of the Audited Accounts for that FY, Asset and Liability Products of the Bank in brief, Copy of Credit Policy of the Bank are provided to every Director inducted on the Board.

New Directors are also briefed on their obligations under various policies/ codes and on the terms of reference of various committees of the Board of Directors of the Bank. Further, the new Director shall meet the Chairman of the Board, the Managing Director & CEO. The Members of the Senior Management of the Bank shall brief the new Director on the different aspects of business, regulatory environment and other issues regarding the operations of the Bank.

The Independent Directors of the Bank are provided every opportunity to familiarise themselves with the nature of the Banking industry, business model of the Bank, strategy, industry overview, performance, key regulatory developments and on their role, rights and responsibilities as a Director.

2. Familiarization Programme:

Directors are encouraged and offered the opportunity to attend external training programs to supplement their expertise in specific areas.

An exclusive meeting of the Board of the Bank is convened on an annual basis which includes update on performance review, future strategy, risk management system, emerging developments in the Banking sector, digital initiatives of the Bank, budgetary projections, etc. All senior management personnel, Vertical heads and Divisional heads of various divisions makes presentations in the meeting. Presentations and updations are made at Board meetings which covers performance review, strategy and key regulatory developments of RBI, SEBI and MCA, etc.