

QUINT DIGITAL MEDIA LIMITED
(Formerly known as Gaurav Mercantile Limited)

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

Preamble

As per Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, inter-alia stipulates that the Company shall familiarize the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

Objective

The Objective of the familiarization programme is to facilitate the director to understand about the businesses and operations, familiarize the director on his/ her rights, duties and responsibilities. All Independent Director(s) are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous three years is handed over to the new Director. The appointment letter issued to Independent Director(s) inter alia includes role, duties and responsibilities, Liability, Performance Evaluation Process, Director Liability Insurance, Code of Conduct, their fiduciary duties and the accompanying liabilities that come with the appointment as a Director of the Company. Independent Directors are provided with necessary documents/brochures, reports, and internal policies to enable them to familiarize with the Company's procedures and practices.

When a new Independent Director is inducted on the Board of the Company, a meeting is arranged with the Managing Director and other departmental heads to familiarize him/her with the functioning of the operations of the Company. Periodic presentations are made at the Board or Committee Meetings, on business and performance updates of the Company.

Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They have given all the documents sought by them for enabling a good understanding of the Company, its various operations, and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Whole Time Director.

At Board/Committee meetings, presentations are made to the Board on business and performance updates of the Company and its internal control process, global business environment, risk management, company policies/ codes and changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and other relevant issue. An update on regulatory changes are shared with the Board members on regular basis and also presentation is made at the Board/Committee Meetings on regular basis. Familiarization is achieved through broad-based engagement, under which various business heads and functional heads are invited for one-on-one interaction with the directors during the review of performance.

An informal meeting of Independent Directors with the Senior Management Personnel of the Company is convened to bring about greater interaction amongst them for a better overall understanding of the functions of the Company. Approximately 10 hours were spent by Independent Directors on familiarization session during FY 2020-21.