

### **Familiarization Programme Imparted To the Independent Directors**

Info Edge believes that a well-informed Board contributes significantly and effectively discharges its role of trusteeship in a manner that fulfills stakeholders' expectations. Thus, Company has put in place an adequate mechanism to familiarize its Independent Directors about the Company, its products, the industry and business model of the Company and its group companies. In addition Company also undertakes various initiatives on continuous basis to update the Independent Directors about the ongoing events and developments relating to the Company and significant changes in regulatory environment etc.

#### **1. Initial Familiarization**

The Independent Directors are provided with an overview of the requisite criteria of Independence, appointment letters containing roles, rights, duties and responsibilities of directors, MoA & AoA, Annual Reports, the code of conduct and Insider Trading Regulations, disclosure and business interests, nature of industry and business model of the Company, organizational chart of the Company including profile of other Directors & Senior Executives of the Company and policies of the Company and other important regulatory aspects as relevant for directors.

#### **2. Ongoing familiarization**

In pursuit of this, the Independent Directors of the Company are apprised, at the Board Meetings of the Company, by the Managing Director and/or Whole-time Directors about the company operations, market share, governance, internal control processes and other relevant matters including strategy, important developments in various business divisions and new initiatives undertaken by the Company. Also, other Senior Management Personnel make presentations to them on relevant topics including business, markets, controls, on changes in the regulatory framework and business environment having an impact on the Company or such matter as may be asked by them.

Also, Board holds one Strategic Review Meeting every year to review the corporate strategy including future plan of action for the Company including setting up corporate performance objectives. This meeting spans 2-3 days. The Directors also meet for reviewing the businesses of the Company a day prior to the official Board Meetings.

### **Familiarization Programme imparted by the Company during the year ended 31<sup>st</sup> March, 2016.**

Name of the Directors	No. of Board Meetings attended		Minimum No. of Hours Spent at Board Meetings, Off-site Meetings, Pre-Board Meetings etc.		Other Details
	During FY 2015-16	Cumulative since 01.04.2015	During FY 2015-16	Cumulative since 01.04.2015	
Mr. Arun Duggal	6	6	63	63	The no. of hours spent do not include the time spent in Committee Meetings & interactions with the management without an official Forum.
Mr. Saurabh Srivastava	6	5	51	51	
Mr. Naresh Gupta	6	6	63	63	
Mr. Sharad Malik	6	5	57	57	
Ms. Bala Deshpande	6	5	57	57	