

MODERN FINANCIAL SERVICES LIMITED

FAMILIARISATION PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS

PREFACE

The Company in accordance with Clause 49 of the Listing Agreement with the Stock Exchanges, has taken initiatives to familiarize its Independent Directors (IDs) 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.

OVERVIEW OF THE FAMILIARISATION PROGRAMME

The new Independent Directors are welcomed on the Board with an introductory information which contains a brief profile of the Company & its operation, its vision & mission, Memorandum and Article of Associations, Annual Report of the last financial year, latest Shareholding Pattern, brief about the Board and Committees of the Company. In addition to the above, they are also provided with the Company's Code of Conduct, Code of Conduct for Prevention of Insider Trading and various other corporate policies devised by the Company, to make the Independent Directors fully aware about the Company and its policies.

The appointment letter given to every Independent Directors sets out their roles, responsibilities, fiduciary duties in the Company and the expectation of the Board from them along with other terms of their appointment. Alongwith being member of the Board, the Independent Directors are also members of various Board Committees of the Company and their participation leads to a healthy discussions and strategic guidance.

Each Director of the Company has complete access to any information relating to the Company. The Management Personnel often interacts with Independent Directors which allows free flow of communication among them and keeps the Independent Directors, updated about the Company's affairs and other related information.

The Company organizes the visit of the Independent Directors to its Tea Estate & its factories, from time to time as per the requirement, which enables the Independent Directors to obtain a complete understanding regarding the operations of the Company.

Presentations are made periodically to familiarize the Independent Directors with the corporate strategy, operations, sales & marketing and various other aspects of the Business.

At every Audit Committee meeting of the Company, the Internal Auditors highlights the important audit related matters and major areas of concern. The Statutory Auditors of the Company also briefs on the various latest legislative developments w.r.t. regulatory background and special areas of emphasis, if any.

The agenda papers circulated before the Board and Committee Meetings are much informative and contain reference to the timely compliance of various listing requirements. Agenda folders also contain notes in respect of significant updates impacting the operations of the Company. The minutes of the meetings of various Board Committees held in between, are also included in the Board agenda papers which made the Directors aware about the occurrences of the Company as a whole.

In addition to above the Company disseminates all such information as sought by the Independent Directors from time to time.