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भारत संचार निगम लिमिटेड
(भारत सरकार का उपक्रम)
BHARAT SANCHAR NIGAM LIMITED
(A Govt. of India Enterprise)

FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF BSNL

DISCLOSURE UNDER REGULATION 25 (7) AND 62 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The familiarization programme is structured to assist the Independent Directors to understand the Company and its business model so as enable him in effective discharge of his duties.

At the time of the appointment, the Independent Directors are informed about their role and responsibilities and are given an overview of business, operations and business model of the Company including an overview on Telecom Sector. As part of familiarization / induction exercise , the Board was apprised the overview of the Company, functioning of the organization setup including different division/ departments, its business operations, market share of the company, and other important aspects of the company.

Further immediately after appointment independent director are also provided with copies of the following (i) Annual Reports of the Company of the last three years (ii) Criteria of Independence applicable on Independent Directors as per the Regulation 16(b) of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013 (iii) Copies of code of conduct and Ethics for Board Members and Code for prevention of Insider Trading (iv) The Independent Director are provided with internal policies to enable them to familiarize with the Company's procedures and practices.

Regular Familiarization

Presentations on the business and performance of the Company are made at the Board Meetings to familiarize the Independent Directors with the strategy, operations and functions of the Company. The Programmes & visit to different business area/circles of company aims to provide insights into the Company to enable the Independent Directors to be in a position to take well-informed timely decisions and contribute significantly to the Company. Each director of the Company has complete access to any information relating to the Company. Board Members are promptly updated on any change and new development with regard to relevant regulatory requirement such as SEBI regulations, Companies Act etc.

Familiarization programmes are also proposed to be conducted on need basis during the term of the directors. Further, the Directors are nominated to the trailing programmes organized by various Institutions such as DPE, SCORE, IOD, IICA etc. on the issues related to Corporate Governance, Companies Act 2013, and SEBI LODR etc.

During the Financial year 2023-24 , Familiarization Programme to Independent Directors			
Name of the Directors	Date and topics of the Programme , Number of the Programmes organized by BSNL/ other Institute	Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)
(1) Shri Ravindra Ramdas Borawake (2) Shri Manoj Kumar (3) Shri Seikhojam Kipgen (4) Ms. Trupti Kamlesh Patel.	As per Annexure-I	3	48 Hours

Annexure-I

S.No.	Date and topics of the Programme, Number of the Programmes organized by BSNL/ other Institute.	Topics Covered
1.	Programme organized by Institute of Directors (IOD) on 22 nd -23 June 2023	A Roadmap to achieve Net Zero Goals, Corporate Strategy towards effective Climate Governance, SDGs and 'Net Zero Mission', Leadership for Promoting ESG Compliant Transformational Technologies, Corporate Strategy for Climate Resilient Green Economy, Green Growth Solutions and Sustainable Development, Green growth and way forward for a Sustainable Future, Environmental Governance for a Sustainable Future, Environmental Governance: Developing and scaling up Green Growth solutions and focusing on Circular Economy.
2.	Programme organized by Indian Institute of Corporate Affairs (IICA) on 2-3 Feb,2024	Corporate Governance Framework: National & Global Perspectives, Board Governance & Dynamics, Board Effectiveness & Role of Independent Directors, Effective Decision making through Board Committees, CEO - Board Dynamics, Understanding Finance for Effective Internal Controls, Corporate Resilience & Role of the Board, Strategic Role of the Board in VUCA World, Integrated Thinking and ESG
3.	Programme organized by Department of Public Enterprises, Ministry of Finance , Govt. of India on 21 st -22 nd March , 2024	DOPT state that with a view to orient the independent directors (IDs) of CPSEs to perform their role as member of the Board in a more effective manner.

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