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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
DURING FINANCIAL YEAR 2021-2022**

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.

On appointment, the Chairman and Managing Director welcomed the Independent Director i.e. Shri Ravindra Ramdas Borawake, Shri Manoj Kumar, Shri Seikhojam Kipgen and Ms. Trupti Kamlesh Patel on the Board of BSNL. 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.

Immediately after appointment Independent Director are also provided with copies of the following documents

- A brief profile of the companies.
- List, Contact particulars and brief profile of the Directors of the Company.
- Annual Report 2020-21.
- MOA & AOA of the Company.
- Copies of code of conduct and Ethics for Board Members and Code for prevention of Insider Trading
- The Independent Director are provided with internal policies to enable them to familiarize with the Company's procedures and practices inter-alia whistle Blower Policy, Corporate Social Responsibility (CSR) Policy, Policy on Preservation of Documents and Records, policy on related party transaction, Policy for determining material subsidiary, archival policy.
- Guidance note on Independent Directors issued by Institute of Company Secretaries of India.

The Detail of Familiarization Programme to Independent Directors			
Name of the Director	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	5	55 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 11.12.2021-12.12.2021 and on 18.12.2021-19.12.2021.	Companies Act, 2013 and Other Corporate Laws , The Board's Legal Environment: The Duties, Responsibilities and Liabilities of Director, Corporate Sustainability: Environmental, Social and Economic Responsibility, Financial Literacy for Directors, Corporate Governance: Enhancing Stakeholder Value , Independent Directors: Improving Corporate Credibility and Governance Standards, Strategic Leadership of Corporate Boards: Maximizing Effectiveness and Accountability, Corporate Board Strategy, Sensitizing Board Directors: Organizational Dynamics, Communication, Business Negotiations and Influencing Skills.
2.	Programme organized by DPE, in association with Institute of Chartered Accountants on 28.01.2022.	Roles/Responsibilities of Independent Director in making the Board process more effective, Understanding the functioning of Auditor and the Auditor's Report, Corporate Social Responsibility & Accountability , Partnering with Stakeholders, Organizational Challenges & Limitation etc.
3.	Programme organized by DPE, in association with the Institute of Company Secretaries of India on 15 March, 2022	Duties, responsibilities & liabilities of Directors, Improving corporate credibility and governance standards, Enhancing stakeholder value, Compliance under companies Act, 2013 and SEBI (LODR) Regulations, 2015 and risk governance.
4.	Programme organized by DPE, in association with the Institute of Chartered Accountants of India on 22 March, 2022.	Enhancing corporate governance – Role of Directors with case studies on corporate governance, Controlling governance, panel discussion.
5.	Programme organized by DPE, in association with Coal India Limited on 24-25 March, 2022.	Board Room Dynamics: Role of Independent Directors, Developing Effective Board Governance: aspects & best practices on board and director effectiveness, Responsible Business Conduct: best practices on responsible business conduct, Understanding Financial Statements – Due Diligence by Directors, Internal Control & Risk Management System, Audit Committee: Roles & Responsibilities of Independent Directors in the context of Companies Act, 2013.
