



Nestavia Home Finance Private Limited

Familiarisation Programme for Independent Directors

Your Key to a Brighter Future

Purpose:

In terms of provisions of Para 2(7) C.2-Disclosure Requirements of Reserve Bank of India (NBFCs – Financial Statements – Presentation and Disclosures) Directions, 2025, non-listed NBFC should also endeavour to make full disclosure in accordance with the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. One of such disclosure is the details of familiarisation programmes imparted to Independent Directors of the Company. Further Schedule IV to the Companies Act, 2013 requires the Company to schedule a program to familiarize the newly appointed independent directors with the Company and update them on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

Accordingly, these programmes have been conducted to provide Independent Directors with a comprehensive understanding of the Company, enabling them to gain insight into its business and operations and thereby contribute effectively to the overall governance processes of the Company.

A. Introductory Programme:

Once a new Independent Director is appointed, the following documents of the Company are shared for his / her references:

- i. Memorandum and Articles of Association of the Company.
- ii. Policies & Codes of the Company.
- iii. Minutes of the Board Meetings convened during the financial year in which such Director is appointed.
- iv. Terms of reference of Committee(s) of the Board where an Independent Director is inducted in the Board Committee(s).
- v. Code for Independent Directors as set out under the Schedule IV of the act along with the Guidelines of Professional Conduct, Role and Functions, and Duties.

B. Ongoing Familiarization Programmes:**i. Board & Committees Presentation:**

At the meetings of the Board and its Committees, presentations are made by the Key Managerial Personnel, functional heads, statutory auditors, and internal auditors on various functions and operational areas.

During the quarterly Audit Committee Meeting, the directors are presented with the AUM growth, borrowing & liquidity position, financial snapshot of the quarter, trends of key ratios viz., CRAR, PBC, Cost to Income Ratio, Statement of Asset & Liability, Profit & Loss and Cashflow to familiarise with the financial position of the company. Further, detailed presentations on the compliance measures implemented by the Company under applicable statutory and regulatory provisions, and ongoing monitoring mechanism are made to keep the Directors apprised of the Company's overall compliance position.

During the quarterly meetings of the IT Strategy Committee, the Directors are presented with updates on technological developments undertaken during the quarter, including enhancements to the Company's web and mobile applications, loan origination and loan management systems, and other functional management systems. The presentations also cover key aspects of information security, such as cybersecurity measures, data protection controls, and the overall security posture of the Company, thereby familiarising the Directors with both the technological advancements and the information security framework of the Company.

Presentations made to the Risk Management Committee details the risk management framework and risk mitigation strategy adopted by the Company and the presentations made to the Nomination & Remuneration Committee covers the aspects of Human Resources management including the recruitment process, employee training and performance management.

The business presentations made during the Board Meetings covers the overall Business performance, updates on the new branches, and financial performance of the Company enabling the Directors to gain a comprehensive understanding of the Company's business and operations.

ii. Interaction with Senior Leadership Team:

All Board and Committee presentations are made by the respective functional heads, enabling the Independent Directors to engage directly with them. This interaction facilitates a clear understanding of the Company's organisational structure, the roles and responsibilities of the functional heads, their involvement in operating the business model, and their contribution toward achieving the Company's strategic objectives.

Whenever officers are newly inducted into the Senior Leadership Team they are formally introduced to the Independent Directors, along with a briefing on their roles and responsibilities. The Independent Directors are provided with the freedom to interact and engage with the Company's management in case they need any additional information.

The Independent Directors are given all the information sought by them for enabling a good understanding of the Company. Further, Independent Directors can meet for a separate

meeting of Independent Directors without the presence of the Company's Management to discuss matters pertaining to the Company's affairs and put forth their combined views to the Managing Director & CEO.

iii. Updates on Statutory and Regulatory Changes/ Amendments:

On a monthly basis, the Independent Directors are apprised of statutory and regulatory changes that may have an impact on the Company, along with the Company's position and response to such changes or amendments.

Similarly, information relating to other Housing Finance Companies that have been subjected to penalties by the RBI for non-compliance with various provisions of RBI directions and circulars is circulated on a monthly basis. This communication also includes details of the relevant regulatory provisions and the Company's position with respect to such requirements.

C. Details of Familiarization Programmes imparted to Independent Directors during the FY 2025-2026 and cumulatively as end of March 2026:

S. No.	Name of the Independent Director	Numbers of programmes attended		Numbers of hours spent	
		During FY 2025-26	Cumulative till March 2026	During FY 2025-26	Cumulative till March 2026
1.	Mr. Venkataraman S	2	2	3 hrs	3 hrs
2.	Ms. Nivedita P Haran	1	1	2 hrs	2 hrs
3.	Mr. Vaideswaran V	1	1	2 hrs	2 hrs

D. Details of Familiarization Programmes imparted to Independent Directors during the FY 2026-2027 and cumulatively as end of March 2027:

S. No.	Name of the Independent Director	Numbers of programmes attended		Numbers of hours spent	
		During FY 2026-27	Cumulative till March 2027	During FY 2026-27	Cumulative till March 2027
1.	Ms. Nivedita P Haran, Chairperson	1	1	2.5 hrs	2.5 hrs
2.	Mr. Venkataraman S	1	1	2.5 hrs	2.5 hrs
3.	Mr. Vaideswaran V	1	1	2.5 hrs	2.5 hrs