



NXTDIGITAL LIMITED

Details of Familiarization Programme to Independent Directors during FY 2021-2022

The Independent Directors were individually/collectively briefed/appraised during FY 2021-2022 as under:

Name of the Independent Directors	Date and duration		Subject Matter
	Date	Duration	
Mr. Anil Harish	26.04.2021	2 hours	<ul style="list-style-type: none"> ➤ Programme on discussion on various existing policies and code and need to revise in the light of various statutory regulations: <ul style="list-style-type: none"> • Related Party Transactions Policy • Policy for determining material subsidiary • Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Internal Procedures • Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information • Whistle Blower Policy and Vigil Mechanism • Risk Management Policy • Remuneration Policy • Policy on determination of materiality of events or information. ➤ Update and impact of various amendment /circular under the Companies Act, 2013 by MCA and under SEBI LODR, Income Tax / GST/ FEMA /RBI <ul style="list-style-type: none"> • Rule 3 of Companies (Accounts) Rules 2014, Every company which uses accounting software for maintaining its books of account. • Company Accounts Amendment Rules 2022. Circular also specify that for the preceding financial year (2020-2021), Form CSR-2 shall be filed separately on or before March 31, 2022, after filing Form AOC-4 or AOC-4 XBRL or AOC-4 NBFC (Ind AS) • MCA Circular dated 19.08.2021 - Companies (Appointment & Qualification of Directors) Amendment Rules, 2021 • National Company Law Tribunal (Amendment) Rules, 2020 • The MCA vide Circular dated 25.08.2021 - MCA has issued clarifications including Frequently asked Questions (FAQ) on Corporate Social Responsibility (CSR). • The MCA vide Circular dated 28.12.2021 - Investor Education and Protection Fund
	10.08.2021	2 hours	
	04.10.2021	2 hours	
	15.11.2021	1 hour	
	16.03.2022	2 hours	
Cumulative hours: 9 hours			
Mr. Munesh Khanna (appointed w.e.f. May 13, 2021)	10.08.2021	2 hours	
	04.10.2021	2 hours	
	15.11.2021	2 hours	
	16.03.2022	2 hours	
Cumulative hours: 8 hours			
Mr. Prashant Asher	26.04.2021	2 hours	
	10.08.2021	2 hours	
	04.10.2021	2 hours	
	15.11.2021	1 hour	

	16.03.2022	2 hours	<p>Authority (Accounting, Audit, Transfer and Refund), Third Amendment, Rules 2021</p> <ul style="list-style-type: none"> • The MCA vide Circular dated 19.08.2021 - Companies (Creation and Maintenance of databank of Independent Directors) Second Amendment Rules 2021
	Cumulative hours: 9 hours		
Ms. Bhumika Batra	26.04.2021	2 hours	<ul style="list-style-type: none"> • Companies (Appointment and Qualification of Directors) Third Amendment Rules 2019 • Amendment of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 • Regulation 2(1)(zb) • Regulation 2(1)(zc) • Regulation 16(1)(b) (iv) & 16(1)(b)(v) & 16(1)(b)(vi) • Regulation 23(1) and (2) • Scheme of arrangement by listed entities <p>In respect of the No Objection Certificate NOC as required in terms of SEBI Circular dated November 16 2021 and November 18, 2021, Part I Para A 2 (k)</p> <p>In respect of the No Objection Certificate (NOC) as required in terms of SEBI Circular dated November 16, 2021 and November 18, 2021, Part I Para A 2(k)</p> <ul style="list-style-type: none"> • Automation of disclosure requirements under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SAST Regulation). • SEBI Circular dated 03.11.2021 - Common & Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination • SEBI Circular dated 23.11.2021 - Non-compliance with certain provisions of SEBI (ICDR) Regulations, 2018 • Insider Trading regulation
	10.08.2021	2 hours	
	04.10.2021	2 hours	
	15.11.2021	1 hour	
	16.03.2022	2 hours	
	Cumulative hours: 9 hours		



Summary of Familiarization programme of Independent Directors:

Total no. of hours spent on familiarization programme in the financial year 2020-21	9 hours
Total no. of hours spent on familiarization programme in the financial year 2019-20	9 hours
Total no. of hours spent on familiarization programme in the financial year 2018-19	9 hours
Total no. of hours spent on familiarization programme in the financial year 2017-18	8 hours
Total no. of hours spent on familiarization programme in the financial year 2016-17	7 hours
Total no. of hours spent on familiarization programme in the financial year 2015-16	7 hours
Cumulative hours spent on familiarization till date (from April 01, 2015)	49 hours