

**TURTLEMINT FINTECH SOLUTIONS LIMITED  
POLICY ON FAMILIARISATION PROGRAMME FOR  
INDEPENDENT DIRECTORS**

[Pursuant to Regulations 25(7) and 46 (2) of  
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

### Version Control History

Version	Date	Description of Changes	Prepared/Revised By
1.0		Initial creation of the policy document.	25.08.2025

## 1. BACKGROUND

The Companies Act, 2013, (“**Act**”) as amended, read with provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) places increased responsibilities on Independent Directors of the Company (“**Independent Directors**”).

Turtlemint Fintech Solutions Limited (formerly known as Fintech Blue Solutions Private Limited) (“**Company**”) strongly believes that effective Familiarisation Programme helps the Independent Directors of the Company not only to have greater insight into Company’s business but also assist them understand details about the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates. The Company also believes in introducing Independent Directors to the organization structure, group structure and subsidiaries, constitution, board procedures, matters reserved for the Board, and risk management strategy. In addition, this program allows Independent Directors to interact closely with the senior leadership of the Company.

## 2. REQUIREMENT

Regulation 25(7) of Listing Regulations, requires the listed entity to familiarise the Independent Directors through various programmes about various aspects of the listed entity, including the following:

- a) Nature of the industry in which the listed entity operates;
- b) Business model of the listed entity;
- c) Financial performance of the business including its past performance, financial plans of the company including long range plans as appropriate
- d) Roles, rights, responsibilities of Independent Directors; and
- e) Any other relevant information

Further, Regulation 46(2) read with Regulation 62(1A) of the Listing Regulations requires the Company to disseminate on its website the details of familiarization programmes imparted to Independent Directors including the following details:

- a) number of programmes attended by Independent Directors (during the year and on a cumulative basis till date),
- b) number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date), and

c) other relevant details.

### **3. INDUCTION PROGRAMME**

At the time of joining the Board of Directors of the Company (“**Board**”), a meeting of the inducted Independent Director is organized with the management of the Company to give an overview of the Company’s business and to acquaint the incoming Board members on the Company’s business, values, operations, key milestones, geographical presence, the Board, members of the committees of the Board, the group structure, organization structure, policies, shareholding analysis, awards & recognitions, business model, clients, competitors, financial performance, matters to be reviewed by the Board, Board skill matrix, duties, roles, responsibilities, protection against liabilities, Disclosure/Compliances from Directors, risk management & internal control processes, governance practices, policies and procedures etc. During the induction process, the performance of the Company and the governance framework of the Company is also covered.

### **4. ON-GOING PROGRAMME:**

To enable the Independent Directors to fulfil their governance role, the Independent Directors are updated on a continuous basis on any significant changes/developments in the Company/business strategies, business models, risk minimization procedures, new initiatives by the Company, changes in domestic/ overseas legislation impacting the Company and the Industry overall. Updates are given to Independent Directors through presentations at meetings of the Board/committees of the Board where Independent Directors get an opportunity to interact with senior management and also through various other communication channels like emails/notifications/press releases/news or events.

In addition to the above, in the course of deliberation at the meetings of the Board and committees of the Board thereof, the Independent Directors and the Board as a whole, are on a continual basis familiarized with the functioning of and the overall performance of the Company, risk management process, human resource processes, IT processes, corporate social responsibility, safety and governance initiatives of the Company.

Further, Independent Directors are provided with necessary documents, reports and internal policies to enable them to familiarize with the Company’s procedures and practices. Independent Directors have the freedom to interact with the Company’s management. Further, they can have independent discussions with relevant stakeholders to discuss about the Company’s affairs and put forth their combined views to the Board.

Monthly / quarterly updates on relevant statutory, regulatory changes and landmark judicial pronouncements encompassing important laws are circulated to the Directors. The Directors are also informed of key developments in the Company.

### **5. POLICY REVIEW**

The Board may subject to applicable laws amend, suspend or rescind this Policy at any time. Any difficulties or ambiguities in the Policy will be resolved by the Board in line with the broad intent of the Policy. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy.

In the event of any conflict between the provisions of this policy and of the applicable law, such applicable law in force from time to time shall prevail over this Policy. Further any subsequent amendment/modification in the Listing Regulations, the Companies Act and/or any other laws in this

regard shall automatically apply to this Policy.

#### **6. REVIEW OF THE PROGRAMME**

The Company may periodically review the familiarization programme and make suitable revisions, as may be deemed necessary, from time to time.

#### **7. PROGRAMME AND DISCLOSURE**

The familiarization programme will be conducted “as needed” basis during the year.

As and when the familiarization programme is conducted the same will be disclosed on the website of the Company and a web link thereto shall also be given in the annual report of the Company.

#### **8. DISCLOSURE**

The Company shall disclose the details of this Policy on the website of the Company, and a web link thereto shall also be given in the annual report of the Company.

#### **9. AMENDMENT**

Any change in the Policy shall be approved by the Board. The Board shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the Act or the rules framed thereunder or the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.