

HCL TECHNOLOGIES LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Disclosure under Regulation 25 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Preamble:

In accordance with the Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'), the Company to familiarize the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programs.

2. Overview of the familiarization program

All Independent Directors are briefed about their roles, functions and responsibilities in the Company. The appointment letter issued to Independent Directors also sets out detailed terms of employment including their roles, function, responsibilities and their fiduciary duties as a director of the Company. Further, as a process, the Company conducts formal induction programs for the new Independent Director, which include familiarization with the following:

- Company's vision, core values, ethics and Corporate Governance practices.
- Company's Business structure, Business operations, Service lines, Financials, Internal control processes, Statutory compliances, Major risks & Risk management strategy.
- Code of Business Ethics and Conduct, Insider Trading Code, Fair Disclosure Code, Anti-bribery and Anti-Corruption Policy and other codes/policies of the Company.

As part of the familiarization program, Independent Directors are provided with ongoing updates to enable them to familiarize with the Company's procedures and practices. Further, periodic presentations are made at the Board and its Committee Meetings, on Business & Performance updates, Global business environment, Business strategy, Market trends, ESG overview, Internal controls, Risk & compliance updates, etc. Quarterly updates on relevant statutory changes are also provided to the Directors in the Board meetings.

Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. Further, they have independent discussions amongst themselves, without the presence of the Company's management personnel, about the Company's affairs and they can put forth their combined views to the Board.

An Annual strategy meet of the Board is organized to deliberate on various topics relating to strategic planning in various Lines of Business & geographies, Human Resource matters, New strategic initiatives, etc.

During the Strategy sessions, the Board members get a comprehensive overview of the strategy execution, future opportunities & challenges, competitive strengths, etc. The Strategy meet enables very close interaction of the senior leadership with the Board members.

Details of programmes during FY 2024-25 (April 1, 2024, to March 31, 2025):

S. No	Name of Independent Directors	No. of Programs attended	No of approx. hours spent in such programs
1.	Ms. Bhavani Balasubramanian ¹	10	22
2.	Mr. Deepak Kapoor ²	11	22
3.	Ms. Lee Fang Chew ³	10	31
4.	Dr. Mohan Chellappa ⁴	3	2
5.	Ms. Nishi Vasudeva ⁵	10	22
6.	Ms. Robin Ann Abrams ⁸	4	3
7.	Mr. R. Srinivasan ⁸	3	2
8.	Dr. S. Shankara Sastry ⁸	3	2
9.	Mr. S. Madhavan ⁸	4	3
10.	Mr. Simon John England ⁶	7	20
11.	Mr. Thomas Sieber	10	22
12.	Ms. Vanitha Narayanan ⁷	6	20

Details of familiarization programmes on cumulative basis till March 31, 2025 (from April 1, 2016, to March 31, 2025):

S. No	Name of Independent Directors	No. of Programs attended	No of approx. hours spent in such programs
1.	Ms. Bhavani Balasubramanian ¹	13	39
2.	Mr. Deepak Kapoor ²	73	137
3.	Ms. Lee Fang Chew ³	10	31
4.	Dr. Mohan Chellappa ⁴	34	87
5.	Ms. Nishi Vasudeva ⁵	78	148
6.	Ms. Robin Ann Abrams ⁸	72	134
7.	Mr. R. Srinivasan ⁸	50	123
8.	Dr. S. Shankara Sastry ⁸	50	123
9.	Mr. S. Madhavan ⁸	74	137
10.	Mr. Simon John England ⁶	35	106
11.	Mr. Thomas Sieber	52	139
12.	Ms. Vanitha Narayanan ⁷	27	82

Notes:

1. Ms. Bhavani Balasubramanian was appointed as director w.e.f. January 12, 2024
2. Mr. Deepak Kapoor was appointed as director of the Company w.e.f. July 26, 2017
3. Ms. Lee Fang Chew was appointed as director w.e.f. April 25, 2024
4. Dr. Mohan Chellappa was appointed as director w.e.f. August 6, 2019 and retired with effect from the close of business hours on August 5, 2024.
5. Ms. Nishi Vasudeva was appointed as a director of the Company w.e.f. August 1, 2016.
6. Mr. Simon John England was appointed as director w.e.f. Jan 16, 2020
7. Ms. Vanitha Narayanan was appointed as director w.e.f. July 19, 2021.
8. Mr. S. Madhavan, Ms. Robin Ann Abrams, Dr. S. Shankara Sastry, Mr. R. Srinivasan have retired on completion of their respective tenures as Independent Director of the Company with effect from the close of business hours on August 5, 2024.