

**PREAMBLE:**

Clause 49(II)(B)(7) of the Listing Agreement stipulates that:

- i. The company shall 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 programmes.
- ii. The details of such familiarization programmes shall be disclosed on the company's website and a web link thereto shall also be given in the Annual Report.

**OBJECTIVE OF THE FAMILIARIZATION PROGRAMMES:**

The familiarization programmes intends to provide an introductory orientation to the newly inducted directors and training programmes to familiarize directors with the business, operations and compliances of the Bank and to provide them an insight to their expected roles and responsibilities in the Bank.

**OVERVIEW OF THE FAMILIARIZATION PROGRAMMES CONDUCTED IN THE BANK FOR INDEPENDENT DIRECTORS OF THE BANK:**

Orientation programme	Subject matters of the Session	Conducted by
A Session was conducted by the Bank on October 28, 2014 to familiarize Independent Directors with the Bank, their roles, rights, responsibilities in the Bank, nature of the industry in which the Bank operates, business model, risk management system and technology architecture of the Bank.	Human Capital Management/ Organization Structure	The programme was conducted by functional heads of the Bank.
	Business Overview <ul style="list-style-type: none"> <li>• Wholesale Banking</li> <li>• Retail Banking</li> </ul>	
	Risk Management	
	Financial Management	
	Operations Overview	
	Technology	
	Regulatory Framework	
	Roles, Rights & Responsibilities of Directors	

## OVERVIEW OF THE TRAINING PROGRAMMES ATTENDED BY DIRECTORS OF THE BANK:

Training programme to update directors	Details of the programmes or training	Programme conducted by
<p>Two days training programme organized by the KPMG Governance Institute jointly with Indian Institute of Corporate Affairs on October 10 and 11, 2014.</p>	<p>The programme covered the following topics:</p> <ul style="list-style-type: none"> <li>• Composition of the board and the emerging positioning of full time and independent directors (as per company law)</li> <li>• Leadership, operational boards and strategy</li> <li>• Responsibilities in audit and compliance</li> <li>• Risk management framework and internal financial controls</li> <li>• Oversight of negotiations and personnel relationships</li> <li>• Panel discussion on balanced boards</li> <li>• Business analysis and managing finance</li> <li>• Director's liability</li> <li>• Managing regulations and legislation</li> <li>• Cyber security, digital directors and role of boards</li> <li>• Managing regulation and legislation</li> <li>• Panel discussion on stakeholder relations including CSR</li> </ul>	<p>KPMG Governance Institute and Indian Institute of Corporate Affairs.</p>
<p>ICAI's Interactive Meeting of Independent Directors in Banking &amp; Insurance Sector organized on October 8, 2014</p>	<p>The programme covered discussion on the recent developments in the Banking and Insurance sector giving an opportunity to exchange ideas and focus on the broad spectrum of roles independent directors can play.</p> <p>The programme covered the following topics:</p> <ul style="list-style-type: none"> <li>• Paradigm Shift in Responsibilities of Independent Directors- Advent of Companies Act 2013</li> <li>• Financial Sector and Role of Audit Committee</li> <li>• Risk Management in Banks</li> <li>• Corporate Governance in Bank</li> </ul>	<p>The Institute of Chartered Accountants of India (ICAI).</p>
<p>National Stock Exchange of India organized workshop on 'Board Evaluation:- An Imperative for Corporate Governance' on March 30, 2015</p>	<p>It was a workshop to familiarize the directors about the legal background and benefits of the 'Performance Evaluation' exercise of the Board, Board Committees and the Directors and various options available for the same and their respective implementation issues.</p> <p>The programme covered the following topics:</p> <ul style="list-style-type: none"> <li>• Legal underpinnings of Board Evaluation</li> <li>• Linking evaluation with remuneration, continuation and improvement</li> </ul>	<p>National Stock Exchange of India Limited</p>

## CHANGES IN REGULATORY REQUIREMENT WITH EFFECT FROM DECEMBER 1, 2015

**Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)** stipulates that:

The listed entity shall familiarise the independent directors through various programmes about 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) roles, rights, responsibilities of independent directors; and
- (d) any other relevant information.

Further, **Regulation 46 (2) (i) of the above Listing Regulations** stipulates that the listed entity shall disseminate the following details of familiarization programmes imparted to independent directors:-

- (i) number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- (ii) number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- (iii) other relevant details

In view of the above new regulations, the format for dissemination of details of familiarization programmes imparted to independent directors has been revised as under:

### OVERVIEW OF THE FAMILIARIZATION PROGRAMMES CONDUCTED IN THE BANK FOR THE DIRECTORS OF THE BANK AFTER DECEMBER 1, 2015:

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
A booklet containing the reading material on Board Evaluation was circulated on December 22, 2015 to all the Directors of the Bank to provide them insight on the performance evaluation rationale and mechanism	The reading material <i>inter alia</i> covers following significant areas in Board Evaluation: 1. Opportunities and challenges of Board Evaluation 2. Board Evaluation practices in India and Globally 3. Legal Underpinnings of Board Evaluation		1	N.A.

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
	4. Linking Evaluation with Remuneration, continuation and improvement			
Building Boards for Future conducted on January 21, 2016	<ul style="list-style-type: none"> <li>• Defining the Board's role clearly, relevance of studying external landscape</li> <li>• Making Strategy part of the Board's DNA, anticipating the existential and future risks</li> <li>• Having a clear understanding of Board's roles &amp; responsibilities, Improving Corporate Governance</li> <li>• Developing better Structures, putting in place more rigorous checks and balances</li> <li>• Ensuring greater independence of non-executives</li> <li>• Identifying and understanding the barriers to building an effective Board for Future</li> </ul>	Institute of Directors, India, in association with ACCA	1 (Attended by 3 Directors of the Bank)	2 hours
Presentation on Internal Financial Control on January 29, 2016	Overview of Internal Financial Control and its scope and approach along with diagnostic study of the current financial control mechanisms of YES Bank.	KPMG	1 (Attended by 8 Directors of the Bank)	1 hour
Presentation on Cyber Security Awareness on March 19, 2016	Overview of Security triads, Classification of cyber attacks, Malware and protection, Secure mobile, email and internet, analysis of current Security measures implemented at YES Bank and the security initiatives/improvements under implementation	TSG team of YES Bank Ltd.	1 (Attended by 5 Directors of the Bank)	0.5 hour
An induction session was conducted by the Bank on April 25, 2016 to familiarize newly appointed Directors with the Bank, nature of the industry in which the Bank operates, strategic objectives of the Bank,	Human Capital Management/ Organization Structure	The programme was conducted by functional heads of the Bank	1 (Attended by 2 Directors of the Bank)	4.5 hours
	Business Overview			
	<ul style="list-style-type: none"> <li>• Wholesale Banking</li> <li>• Retail and Business Banking</li> </ul>			
	Risk Management			
Financial Management				

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
business model of the Bank etc.	<p>Operations Overview</p> <p>Technology &amp; Solutions</p> <p>Compliance &amp; Regulatory Framework</p> <p>Audit &amp; Management Governance</p> <p>Roles, Rights &amp; Responsibilities of the Directors</p>			
Programme for 'Non-official Directors on the Boards of Commercial Banks' on June 13, 2016	<p>The objective of the programme was to bring about an awareness and understanding among Non-official directors on the Boards of banks about various regulatory and supervisory issues relating to banks. The aim was to develop necessary skills and knowledge so that they can carry out their roles as Directors on the Boards effectively. The programme coverage included topics like Risk Management, Prudential norms, Restructuring of accounts, Basel Framework and Asset Quality Management.</p> <p>The programme covered Prudential Norms, Asset Quality Management and Credit Risk Management.</p>	The Centre for Advanced Financial Research and Learning (CAFRAL), an Reserve Bank of India promoted learning institute	1 (Attended by 2 Directors of the Bank)	2 days (16 hours)
An induction session was conducted by the Bank on June 6, 2017 to familiarize the newly appointed Director of the Bank, nature of the industry in which the Bank operates, strategic objectives of the Bank, business model of the Bank etc.	<ul style="list-style-type: none"> <li>• Business Strategy</li> <li>• Risk Management</li> <li>• Human Capital Management</li> <li>• Operations Overview</li> <li>• Audit &amp; Governance</li> <li>• Compliance &amp; Regulatory Framework</li> <li>• Financial Management</li> <li>• Responsible Banking</li> <li>• Roles, Rights &amp; Responsibilities of the Directors</li> </ul>	The programme was conducted by functional heads of the Bank	1 (Attended by 1 Director of the Bank)	3.5 hours
Seminar on Banking Technology for Directors on Bank Boards on July 21 & 22, 2017	<p>The objective of the Seminar was to familiarize Board members on the latest trend in IT Strategy, Cyber Security and HR development in IT.</p> <p>The Seminar included topics such as Emerging Trends and Board Level focus on Banking Technology as well as Cyber Security preparedness in Banks and</p>	The Institute of Development and Research in Banking Technology ('IDRBT'), established by Reserve Bank of India	1 (Attended by 2 Directors of the Bank)	2 days (12 hours)

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
	Payment Systems Infrastructure in Banks.			
Programme for Non-Executive Directors on the Boards of Commercial Banks and Financial Institutions on October 23 & 24, 2017	<p>The objective of the programme was to bring about an awareness and understanding among the Directors on the Boards of banks and financial Institutions about recent regulatory developments, Financial Markets &amp; Role of Treasury, Risk in IT environment, compliance, business strategy, governance issues, etc.</p> <p>The programme coverage included the following topics:</p> <ul style="list-style-type: none"> <li>• Corporate Governance</li> <li>• Global and Domestic Outlook</li> <li>• Indian Banking System</li> <li>• Recent Regulatory Developments</li> <li>• Change in Accounting Standards</li> <li>• Resolution and Recovery of Stressed Assets</li> <li>• Risk Management and International Banking Developments</li> <li>• Risk in Information Technology Environment</li> <li>• Financial Markets &amp; Role of Treasury</li> <li>• International Banking Developments etc.</li> </ul>	The Centre for Advanced Financial Research and Learning ('CAFRAL'), an Reserve Bank of India promoted learning institute	1 (Attended by 2 Directors of the Bank)	2 days (18 hours)
Presentation on Information Security/ Cyber Security Awareness	<p>The following topics were covered:</p> <ol style="list-style-type: none"> <li>i) Global Security incidents</li> <li>ii) Ponemon Cost of breach study report 2017</li> <li>iii) Malware and protection</li> <li>iv) Secure Mobile, Email and Internet</li> <li>v) Security @ Yes Bank</li> <li>vi) Industry level initiatives</li> <li>vii) Major cyber incidents in India</li> <li>viii) Various cyber attacks on Banking and Financial Sector (BFSI) and cyber security risks and challenges faced by BFSI</li> </ol>	The programme was conducted in house by functional heads of the Bank	1 (Attended by 7 Directors of the Bank)	1 hour

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
Presentation on Supervisory Program on Assessment of Risk & Capital (SPARC) Framework of Reserve Bank of India on February 26, 2018	The objective of the programme was to update the Directors about the Reserve Bank of India's Supervisory Framework named as Supervisory Program on Assessment of Risk & Capital (SPARC) under the Risk Based Supervisions (RBS) being conducted for the Bank annually.	The programme was conducted in house by functional heads of the Bank	1 (Attended by 4 Directors of the Bank)	1.5 hours
Programme for Non-Executive Directors on the Boards of Banks and Financial Institutions on March 16 & 17, 2018	<p>The Objective of the programme was to sensitise the Directors on risk, governance and compliance issues.</p> <p>The programme coverage included the following topics:</p> <ul style="list-style-type: none"> <li>• Indian Banking System - Current issues &amp; challenges and way forward;</li> <li>• Role of Directors in Governance and Business Strategy;</li> <li>• Risk Management, including Credit, Market, Operational and Cyber risks, data protection and IT oversight;</li> <li>• Asset Quality Management;</li> <li>• Compliance – KYC &amp; AML;</li> <li>• Social Banking - Issues in Financial Inclusion, Priority Sector Lending; and</li> <li>• Financial Performance – Interest v/s. non-interest income.</li> </ul>	The Centre for Advanced Financial Research and Learning ('CAFRAL'), an Reserve Bank of India promoted learning institute	1 (Attended by 2 Directors of the Bank)	2 days (16 hours)
Presentation on April 24, 2018 which was on following: A) Insolvency and Bankruptcy Code. B) IFSC Banking Unit (IBU) of the Bank, GFIT City Gandhinagar	<p><u>A) Insolvency and Bankruptcy Code:</u> A presentation was made by external experts on Insolvency and Bankruptcy Code, NCLT Mechanism and Implementation of the IBC and evolving Judicial framework.</p> <p><u>B) IFSC Banking Unit (IBU) of the Bank, GFIT City Gandhinagar:</u> A presentation was made by Banks functional heads updating the Board on the following:</p> <ul style="list-style-type: none"> <li>√ Overview and understanding of IFSC/IBU</li> <li>√ Opportunity for the Bank</li> <li>√ Progress made by the Bank so far including key exposures as on March 31, 2018.</li> </ul>	The programme was conducted by external experts as well as functional heads of the Bank	1 (Attended by 5 Directors of the Bank)	3 hours
An induction session was	<ul style="list-style-type: none"> <li>• Business Strategy</li> </ul>	The programme	1	2 hours

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
conducted by the Bank on June 6, 2018 to familiarize newly appointed Director with the Bank, nature of the industry in which the Bank operates, strategic objectives and business model of the Bank	<ul style="list-style-type: none"> <li>• Risk Management</li> <li>• Human Capital Management</li> <li>• Operations Overview</li> <li>• Audit &amp; Governance</li> <li>• Compliance &amp; Regulatory Framework</li> <li>• Financial Management</li> <li>• Responsible Banking</li> <li>• Roles, Rights &amp; Responsibilities of the Directors</li> </ul>	was conducted by functional heads of the Bank	(Attended by 1 Director of the Bank)	
An induction session was conducted by the Bank on June 11, 2018 to familiarize newly appointed Director with the Bank, nature of the industry in which the Bank operates, strategic objectives and business model of the Bank	<ul style="list-style-type: none"> <li>• Business Strategy</li> <li>• Risk Management</li> <li>• Human Capital Management</li> <li>• Operations Overview</li> <li>• Audit &amp; Governance</li> <li>• Compliance &amp; Regulatory Framework</li> <li>• Financial Management</li> <li>• Responsible Banking</li> <li>• Roles, Rights &amp; Responsibilities of the Directors</li> </ul>	The programme was conducted by functional heads of the Bank	1 (Attended by 1 Director of the Bank)	2 hours
Presentation on "Digital Technologies that enable BANKING 2.0" on July 24, 2018	<p>The Objective of the Programme was to update the Directors on the recent developments in digital technologies in India and abroad as well as FINTECH transformation in India.</p> <p>The programme coverage included the following topics:</p> <ul style="list-style-type: none"> <li>(i) India – Here and Now (Emerging Indian Context)</li> <li>(ii) Cloud Computing – Growth Engine in Digital World</li> <li>(iii) Big Data &amp; Analytics – Deep Insights &amp; Personalization</li> <li>(iv) AI &amp; Machine Learning – Unblock new potential</li> <li>(v) Block chain – Towards Trust &amp; Disintermediation</li> <li>(vi) Robotic Process Automation – Efficiency @ Scale</li> <li>(vii) Internet of Things – Everywhere Banking</li> <li>(viii) Brainstorm – Digital @YES Bank (Unblock the Potential)</li> </ul>	The programme was conducted by Senior Officials of 'NIIT Limited'	1 (Attended by 7 Directors of the Bank)	2.5 hours
Programme on Business Leaders' Forum held on August 2, 2018	The objective of the Programme was to spread awareness about 'Corporate Loan Fraud Management' and to identify the	The programme was conducted by Reserve Bank	1 (Attended by 2)	3 hours



Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
	<p>right approach to manage fraud risk in an effective manner.</p> <p>The programme coverage included an interactive case study on 'Corporate Loan Frauds', Best Practices for Fraud Management in 'Corporate Lending' and Confluence of Fraud and Cyber risks – industry perspective</p>	<p>Information Technology Pvt. Ltd. (ReBIT) jointly with Centre for Advanced Financial Research and Learning (CAFRAL)</p>	<p>Directors of the Bank)</p>	
<p>Program for Non-Executive Directors on Audit / Risk Management Committees held on October 29 &amp; 30, 2018</p>	<p>The objective of the program was to explore how the Audit and Risk Management Committees can be made more effective so as to implement the "Three Lines of Defence" for an effective Risk Governance Framework.</p> <p>The program coverage included the following topics on Best Corporate Governance and Risk Management Practices and the role Non- Executive Directors in improving risk management, governance and compliance systems in banks:</p> <ul style="list-style-type: none"> <li>i) Improving the governance, risk and compliance systems in banks</li> <li>ii) Indian banking sector outlook</li> <li>iii) Credit risk management</li> <li>iv) Banking Frauds in India</li> <li>v) Resolution of stressed assets</li> <li>vi) Managing market &amp; liquidity risks</li> <li>vii) New accounting standards</li> <li>viii) Cyber risk management</li> <li>ix) Current credit crisis and way forward</li> <li>x) Audit and Risk Management Committees of banks – Role of NEDs</li> </ul>	<p>The Centre for Advanced Financial Research and Learning ('CAFRAL'), an Reserve Bank of India promoted learning institute</p>	<p>1 (Attended by 2 Directors of the Bank)</p>	<p>2 days program (16 hours)</p>
<p>Certification Programme in IT and Cyber Security for Board Members on December 3 &amp; 4, 2018</p>	<p>The objective of this programme was to enlighten the participants with the knowledge of cyber defence. This in turn, would help banks to strengthen their cyber security posture.</p> <p>The program coverage included the following topics:</p> <ul style="list-style-type: none"> <li>• Principles of Cyber Security</li> <li>• IT/Cyber Security Governance</li> <li>• IT/Cyber Risk</li> <li>• Cyber Risk Mitigation</li> </ul>	<p>The Institute of Development and Research in Banking Technology ('IDRBT'), established by Reserve Bank of India</p>	<p>1 (Attended by 3 Directors of the Bank)</p>	<p>2 days program (16 hours)</p>

Training programme to update directors	Details of the programmes or training	Programme conducted by	No. of programmes attended	No. of hours spent in programmes
	<ul style="list-style-type: none"> <li>• Data Sensitivity/Privacy Issues</li> <li>• Cyber Security Operation Centre</li> <li>• Cyber Insurance</li> <li>• Internal Audit framework.</li> </ul>			

<b>TOTAL FOR THE PERIOD FROM DECEMBER 1, 2015 TILL MARCH 31, 2016</b>	<b>4</b>	<b>3.5</b>
<b>TOTAL FOR THE PERIOD FROM APRIL 1, 2016 TILL MARCH 31, 2017</b>	<b>2</b>	<b>20.5</b>
<b>TOTAL FOR THE PERIOD FROM APRIL 1, 2017 TILL MARCH 31, 2018</b>	<b>6</b>	<b>52</b>
<b>TOTAL FOR THE PERIOD SINCE APRIL 1, 2018</b>	<b>7</b>	<b>44.5</b>
<b>CUMULATIVE TILL DATE (SINCE DECEMBER 1, 2015)</b>	<b>19</b>	<b>120.5</b>