



Directors' Orientation & Continuing Education Policy

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1 Purpose

The purpose of the Directors' Orientation and Continuing Education Policy is to set forth the orientation process for newly appointed Directors and educate them on their roles, roles of the Board Committees as well as the nature and operations of the Bank's business. It provides guidelines for equipping the Board with the required skills and knowledge to meet their obligations as Directors.

2 Orientation for New Directors

The orientation for new Directors shall be one (1) week at the Head Office. New Directors will meet with the Chairman, Group Managing Director/Chief Executive Officer and Company Secretary within two months of being appointed to discuss the functioning of the Board of Directors and the nature and operations of the Bank's business activities.

In addition, new Directors will be provided with an orientation pack which contains copies of:

1	The Code of Conduct and other relevant policies adopted by the Board of Directors	2	Memorandum and Articles of association	3	Board and Committee charters
4	Profiles of the Chairman and other Directors	5	Roles and responsibilities of the Banks' Directors	6	Corporate Strategy Document
7	Annual Report and Account for the preceding 5 years.	8	Corporate Governance Framework and Enterprise Risk Management Framework	9	Annual Calendar of Board Activities.
10	Minutes of the Board and Board Committees for the preceding four quarters	11	Securities Dealing Policy	12	The Board's Conflict of Interest Policy
13	Relevant regulations and circulars	14	Regulatory requirements for appointment of Independent Non-Executive Directors (INEDs)	15	Interest Declaration forms
16	Composition of Board Committees	17	Organogram of the Bank		

3 Continuing Education

3.1 Objectives

The objective of Directors' education and Board development is to ensure that Directors are adequately equipped to provide effective oversight in a dynamic and changing environment. Continuing education program for Directors will cover:

1. The business operations
2. Financial reporting
3. Strategic issues and market conditions of the Bank and its subsidiaries
4. Risk management issues
5. Compliance issues
6. The Bank's code of conduct and business practices
7. Sustainability

3.2 Approach

Skills assessment: The Board is responsible for annually reviewing the requisite skills and characteristics of Board members as well as the composition of the Board as a whole. This assessment will include Directors' qualification, skills and experiences in the context of the needs of the Board.

4 Learning Curriculum

4.1 Generic Training

Generic trainings deal with Board member's roles and responsibilities as Directors. In addition to those specified by regulators, Directors of the bank would attend trainings on :

- Corporate Governance
- Corporate Strategy
- The Independent Director
- Regulation
- Effective Boards
- Corporate Social Responsibility
- Technology in Banking
- Sustainability
- Finance

The learning and development delivery approach for Directors will be self-study as well as classroom based and online classes.

4.2 Technical Training

Technical trainings focus on building deep knowledge in technical aspects of banking and covers:

S/N	Area	Courses
1	Risk	<ul style="list-style-type: none"> • Basel II and III • Enterprise Risk Management • Financial Markets • Asset & Liability Management
2	Credit	<ul style="list-style-type: none"> • Credit Policy Guide • Prudential Guidelines & Other Regulatory requirements on Credit
3	Audit	<ul style="list-style-type: none"> • IFRS • The Board Audit Committee – roles & responsibility
4	HR	<ul style="list-style-type: none"> • Compensation • Human resources global best practices
5	Digital Transformation	<ul style="list-style-type: none"> • Innovative Technology and disruptive business models • Artificial Intelligence
6	Digital Finance	<ul style="list-style-type: none"> • Fintechs
7	Leadership	<ul style="list-style-type: none"> • Gender diversity • Leading global businesses • High performance leadership strategies
8	Customer Experience	<ul style="list-style-type: none"> • Strategies for enhanced customer experience

5 .Learning & Development Delivery

The learning and development delivery approach for directors will be self-study as well as classroom based and on-line classes.

5.1 Self-study

- Management will provide to Directors:
 - On a regular basis, pertinent articles and books relating to the Bank's business, its competitors, corporate governance and regulatory issues;
 - Subscriptions to pertinent magazines or journals.
- Regular presentations to Directors by key business executives and Group Heads regarding business activities, proposed business activities and relative performance of the Bank versus competitors;
- Presentations to Directors by the Chief Financial Officer on the Financial Performance of the Bank
- Presentations to Directors by the Legal Adviser on new legal and regulatory requirements; and



- Providing Directors with access to the Bank's facilities and meetings from time to time.

5.2 Classroom

Directors will be eligible to attend classroom courses both locally and internationally.

5.3. Online Classes

Directors would also participate in relevant local and international online training courses.

5.4. Approval of Training Plan

Directors' training plan would be approved by the Board during the 4th quarterly meeting of the year

6 Budget

The annual Board training budget will be approved by the Board during the 4th quarterly meeting of the year. The budget will be used to fund both technical and generic trainings.

7 Frequency

Board members shall be entitled to a maximum of one overseas training program annually.

8. Policy Review

The Board Governance, Nomination and Remuneration Committee shall review this policy every three years or such other period as the circumstances may warrant to ensure that it remains current and consistent with best practices and applicable laws. Any changes to the policy shall be recommended to the Board for approval.

9. Policy Governance

Date Approved: October 27, 2020

Recommended By: Board Governance, Nomination and Remuneration Committee

Approved By: The Board

Responsibility for Document Management: Group Company Secretariat