

## Analysis Results

### Meeting Context

The meeting of Network People Services Technologies Limited's Board of Directors is scheduled for September 3rd, 2025. The agenda includes key items related to corporate governance, board meetings, and fiduciary duties under the Companies Act, 2013. The Chairperson, Executive Directors, Independent Directors, and invitees like the CFO will participate in this meeting. Critical topics include financial approvals, compliance issues, and strategic decisions.

### Key Content Extraction

- **Agenda Item 1: Omnibus Approval for Related Party Transactions (RPTs)** + The Audit Committee has proposed an omnibus approval mechanism for RPTs. + The Board will review the Policy and consider approving it.
- **Agenda Item 2: Consent to Act as Secretarial Auditor** + Kala Agarwal, Practicing Company Secretary, has given her consent to act as the Secretarial Auditor from FY 2025-26 till 2029-30. + The Board will review and consider approving this appointment.

### Probing Questions for Independent Directors

#### Financial Exposure & Performance

1. What are the key financial metrics that justify the omnibus approval mechanism for RPTs?
2. How will the Company ensure transparency in reporting related-party transactions?

#### Risk Management & Due Diligence

3. What risk assessment has been conducted to identify potential conflicts of interest or material adverse effects on the Company's financial performance?
4. Are there any specific due diligence procedures in place for evaluating RPTs?

#### Compliance & Governance

5. How will the Board ensure compliance with SEBI LODR and Companies Act, 2013, regarding related-party transactions?
6. What governance structures are in place to prevent conflicts of interest or material adverse effects on the Company's financial performance?

#### Strategic & Operational Impact

7. How will the omnibus approval mechanism for RPTs impact the Company's strategic decisions and operational efficiency?

8. Are there any specific operational risks associated with RPTs that need to be addressed?

### ESG & Stakeholder Considerations

9. How will the Company ensure that its ESG initiatives are not compromised by RPTs?
10. What stakeholder engagement strategies are in place to address concerns regarding related-party transactions?

## Key Responsibilities & Recommendations

Independent Directors should focus on:

- Demanding accountability from management for financial performance and risk management.
- Evaluating alternatives and considering potential conflicts of interest or material adverse effects on the Company's financial performance.
- Ensuring compliance with SEBI LODR and Companies Act, 2013, regarding related-party transactions.

Pre-meeting prep tips:

- Review the Company's financial reports and risk assessments.
- Familiarize yourself with the omnibus approval mechanism for RPTs.
- Prepare questions that probe the potential impact of RPTs on the Company's strategic decisions and operational efficiency.

Follow-up actions:

- Verify that the Company has implemented adequate governance structures to prevent conflicts of interest or material adverse effects on its financial performance.
- Monitor the Company's ESG initiatives and ensure they are not compromised by RPTs.

## Offer for Further Materials

Do you want me to prepare a Management Response Note or a training package based on this analysis?

## Draft Note

## Role Mapping