



ArMee Infotech Limited

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Familiarisation Programme for Independent
Directors

**(Approved by the Board of Directors of the Company in their Board Meeting dated 3rd
May, 2024)**



- **PURPOSE AND OBJECTIVE OF THE PROGRAMME**

In accordance with requirements of Regulation 25 and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations'), 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.

The familiarization programmes which may be conducted for Independent Directors from time to time, would aim to provide understanding about the Company's business and its operations, business strategies, management structure, risk management framework, regulatory environment in which the Company operates, among other things.

- **PROCESS OF FAMILIARISATION WITH THE COMPANY**

An important aspect of board effectiveness is the appropriate attention to development and training of non-executive directors on the lines of management development and training. The company sees director induction as a first step of the board's continuing improvement. It is the company's firm belief that investment in board development strengthens the board as well as the individual directors. Directors are regularly updated on changes in policies and programmes, laws and the general business environment.

The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment. Regular updates on relevant statutory and regulatory changes are regularly circulated to the Directors.

As per the provisions under Regulation 25 (7) of the Listing Regulations, Familiarization Program for Independent Directors shall include:

- The Company shall through its Executive Directors / Senior Managerial Personnel conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and
- Such programmes / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.
- The Company may conduct technical sessions by external consultants/ experts, outlining the roles, duties and responsibilities of Independent Directors, from Companies Act, 2013 and Equity Listing Agreement perspective.