



ArMee Infotech Limited

Policy on Board Diversity

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

I. Purpose:

This Policy on Board Diversity (“Policy”) sets out the approach to diversity on the Board of Directors (“Board”) of Armee Infotech Limited (“the Company”).

II. Scope:

This Policy applies to the composition of the Board only and does not apply to diversity in relation to the employees of the Company.

III. Policy Statement:

The Company recognizes and believes that a diverse Board will enhance the quality of the decisions made by the Board by utilizing different skills, qualifications, professional experiences, knowledge, gender, ethnicity, background and other distinguished qualities etc. of the members of the Board, necessary for driving business results, achieving competitive advantage, effective corporate governance, and sustainable and balanced development.

The Company also maintains that Board appointments be based on merit that complements and expands the skills, experience and expertise of the Board as a whole taking into account discrete characteristics reflected in the Individual members, that the Board might consider relevant to function effectively and efficiently.

The Board of directors of the Company shall have an optimum combination of Executive and Non-Executive Directors. The composition of the Board should be, in compliance with the requirements of the Articles of Association of the Company, the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

IV. Role of Nomination and Remuneration Committee:

The Nomination and Remuneration Committee (“NRC”), inter alia, is responsible for reviewing and assessing the composition of the Board as well as for identifying

and recommending to the Board of Directors, appropriately qualified candidature(s), to hold Directorship in the Company, where and if need be.

V. Review of the Policy:

The NRC will review this Policy periodically and recommend appropriate revisions to the Board.

VI. Amendments to the Policy:

The Board reserves the right to amend this Policy from time to time based on changing requirements as prescribed by SEBI/Stock Exchange(s) or any other appropriate Statutory Authority. If there are any amendments in the applicable law, then those amendments will prevail over this Policy.
