



**KUMAR ARCH TECH
LIMITED**

**(Formerly known as Kumar Arch
Tech Private Limited)**

**POLICY ON FAMILIARIZATION
PROGRAMMES FOR INDEPENDENT
DIRECTORS**

**(As envisaged under regulation 25(7) of the Securities and Exchange
Board of India (Listing Obligations and Disclosure Requirements)
Regulations 2015)**

Version – 01

Date of the approval by the Board: September 09, 2024

Effective Date: September 09, 2024

POLICY ON FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

1. BACKGROUND

Pursuant to regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, (“the Listing Regulations”) the Board of Directors (“the Board”) of “**KUMAR ARCH TECH LIMITED**” (the Company) at its meeting held on 09th September, 2024, has approved and adopted this Policy on familiarization programmes for Independent Directors.

2. OBJECTIVES OF FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

- To adopt a structured program for orientation and training of Independent & Non-Executive Directors at the time of their joining so as to enable them to understand the Company - its operations, business, industry and environment in which it operates;
- To update the Directors on any significant changes therein so as to be in a position to take well-informed and timely decisions.

3. ORIENTATION PROGRAM UPON INDUCTION OF NEW DIRECTORS

- A familiarization pack is shared with the new inductee, which includes the Company’s Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the Company’s history and milestones, Memorandum & Articles of Association, latest Annual Report, Policy on Prohibition of Insider Trading, Investor Presentation if available , latest Annual Reports on CSR, Codes & Polices of various Board Committees and previous Board minutes;
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, is issued for his/her acceptance;

Further separate interactive sessions with senior management, business & functional heads may also be arranged as needed on the Company’s financials & operations, functions, risk & internal audit.

- Business-critical visits or meetings may be arranged as necessary for strategic insight as per the business need. A brief introduction to the Company and its subsidiaries is also made.

4. OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUAL BASIS

- The Board has an active communication channel with executive management which allows free flow of communication among directors in terms of raising query, seeking clarifications for enabling a good understanding of the Company and its various operations;
- The presentations at Board & Committee Meetings made by Senior Officials include significant updates on regulatory and business environment, Business Plan, risk management framework, internal audit & controls, compliance reports, key accounting matters, CSR, HR initiatives, Digitalization & Technology initiatives and company polices and other significant issues;
- The Directors are also kept abreast of the Company's and its subsidiaries performance/operations/ updates/ major developments affecting the business by various reports on quarterly basis;
- These meeting and discussions also facilitate the Directors to provide their inputs and suggestions on various strategic and operational matters;
- Directors will be updated on significant statutory, regulatory, or legal changes and judicial pronouncements around industry related laws along with their impact and action plan are regularly circulated to the Directors;
- The Directors are informed of the important developments in the Company, major stock exchange announcements, press releases etc;
- Separate meetings of the Independent Directors are also organized to enable them to interact and discuss about the performance of the Company and the Board, risk faced by it, governance, compliance, board evaluation, enabling them to exchange valuable views and making their suggestion to the Chairman and the other Board Members;

5. ROLES, RIGHTS, RESPONSIBILITIES OF INDEPENDENT DIRECTORS

- Independent Director shall act in accordance with the Company's Articles of Association.
- Independent Director shall act in good faith in order to promote the objects of the Company for the benefit of its members as a whole, and in the best interests of the Company.
- Independent Director shall discharge his/her duties with due and reasonable care, skill, and diligence.
- Independent Director shall not involve himself/herself in a situation in which he/she may have a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company/Group or bring discredit to it. Any situation that creates a conflict of interest between personal interests and the Company and its stakeholders' interests, must be avoided at all costs.

- Independent Director shall not assign his/her office as Director and any assignments so made shall be void.

There are certain roles, functions and duties prescribed for all Independent Directors, which are listed in the 'Code for Independent Directors' as outlined in Schedule IV to the Companies Act, 2013. Independent Director shall abide by the said 'Code of Conduct for Independent Directors' as amended from time to time to the extent relevant and applicable to the role.

6. DISSEMINATION OF THE POLICY

This policy shall be uploaded on the website of the Company i.e. www.echon.co

Further, details of familiarization programs imparted to Independent Directors including the following details shall be made available on the website:

- Number of programs attended by independent directors (during the year and on a cumulative basis till date),
- Number of hours spent by independent directors in such programs (during the year and on cumulative basis till date);
- And other relevant details.

7. REVIEW AND AMENDMENTS IN THE POLICY

Changes to this policy may be made by the Board or its authorized committee, ensuring timely adjustments as per business needs. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Determine which documents should be preserved permanently or for extended periods based on their legal, operational, or historical significance.
