

## **ARROW GREENTECH LIMITED**

### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

#### **1. PREAMBLE:**

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Company is required to familiarize its independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company including their roles and responsibilities through various programmes.

Schedule IV of the Companies Act, 2013 puts similar duties on Independent Directors' to be informed and familiarized with the Company and the external environment in which it operates.

#### **2. FAMILIARIZATION FRAMEWORK FOR INDEPENDENT DIRECTORS:**

1. The meetings of the Board of Directors are generally held at the registered office of the Company from where the centralized operations and strategic decision making are carried out. The departmental heads are called at the relevant meetings of Directors for interactions relating to their areas of activities.
2. The Company has been familiarizing the Independent Directors at its Board Meetings on a quarterly basis, with detailed presentations on the Company and its operations and business plans, the nature of industries in which the Company operates and the model of its respective businesses.
3. Apart from briefing / presentations on operations, business performance, market share, financial parameters, the Directors are also provided with the briefing / presentations on working capital management, fund flows, senior management changes, Risk Assessment and Management, Statutory compliances, subsidiary information etc.



4. The Directors are updated about major changes affecting areas of Companies Act, 2013, SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, legal updates, major amendments of direct and indirect tax laws affecting the sector in which Company operates.

**3. DISCLOSURE:**

The Company shall make the necessary disclosure on its website as required under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO THE INDEPENDENT DIRECTORS UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

- FY 2023-24 on 09.11.2023 (through Video Conference)
- FY 2022-23. on 13.02.2023 (Physical)
- FY 2021-22. on 14.08.2021 (through Video Conference)
- FY 2020-21 on 11.11.2020 (through Video Conference)
- FY 2019-20 on 13.02.2020
- FY 2018-19 on 09.02.2019
- FY 2017-18 on 13.09.2017
- FY 2016-17 on 11.11.2016
- FY 2015-16 on 06.02.2016

**Number of hours spent by Independent Directors in such programmes:**

- During FY 2023-24: Approx. 1 hours
- Cumulative basis till date: Approx. 10 hours on cumulative basis

**Purpose of Programme(s):**

- 1) The Company’s strategy, operations and functions, Industry perspective and issues;
- 2) Centralisation of Software for Board and Committee Meetings;
- 3) Industry/Market trends, technology trends, financial performance;
- 4) Business and operational performance of the Company; future outlook, risk management;
- 5) Overview of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- 6) Rights and Responsibility of Independent Directors under Corporate Governance;
- 7) Overview of amendments under Regulation 30 of Listing Regulations pertaining to Disclosure of Material Events and Information.

Recent changes in the regulatory framework regularly are placed before the Board members for discussion, during the course of Board as well as the relevant committee meetings.

All efforts are being made from time to time, to ensure that the Directors remain updated on the Company’s matters as well as sectoral and industry sentiments, as also about various geographies in which it operates.

Details of attendance of Independent Directors in Familiarization sessions are as follows:

Sr. No.	Name of Independent Director	No. of sessions attended		No. of hours spent in the sessions attended	
		FY 2023-24	Cumulative till date	FY 2023-24	Cumulative till date
1	Mr. Harish Mishra	1	10	1	10
2	Mr. Haresh Mehta	1	7	1	7
3	Mr. Dinesh Modi	1	10	1	10