

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR

(In terms of Regulation 25(7) of the Listing Regulations)

PREAMBLE

In terms of Regulation 25 (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein referred as “Listing Regulations”), this Familiarization Programme (“hereinafter referred as “Programme”) for Independent Directors of Artemis Medicare Services Limited (hereinafter referred as “the Company”) has been adopted with an objective of making the Independent Directors of the Company familiarized with the business and operations of the Company through various structured Orientation programme.

The Programme has been designed considering the specific needs of contemporary corporate governance and the role of Independent Directors in view of the onerous responsibility imposed upon them, by the Companies Act, 2013 and Listing Regulations.

PURPOSE AND OBJECTIVE OF THE PROGRAMMES

- To adopt a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to understand their roles, rights and responsibilities under the Companies Act and the Listing Regulations, Company- its operations, business model, nature of industry and environment in which it operates.
- To update the Directors on a regular basis on any significant changes therein so as to be in a position to take well informed and timely decisions.

DEFINITIONS

“**Board of Directors**” or “**Board**”, in relation to the company, means the collective body of the Directors of the Company.

“**Policy**” or “**This policy**” means Familiarization Programme for Independent Directors.

“**Independent Director**” means a Director referred to in Section 149 (6) of the Companies Act, 2013.

“**Senior Management**” mean personnel of the Company who are members of its core management team excluding Board of Directors.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and Listing Regulations, as may be amended from time to time, shall have the meaning respectively assigned to them therein.

PROGRAMME FOR INDUCTION OF NEW INDEPENDENT DIRECTORS

- A familiarisation pack is handed over to the new inductee, which includes the Company’s

corporate profile, its vision, mission and value statement, the Company's organisational structure, the Company's history, milestone, Memorandum and Articles of Association of the Company, compositions of Board, charter of various Committees of the Board, brief background of the other Directors of the Company, Code of Conduct for Directors and senior management and Code of Conduct for Prevention of Insider Trading along with a summary on do's and don'ts pertaining to Insider Trading and all other necessary documents/policies.

- A detailed appointment letter incorporating the role, duties and responsibilities is issued to the Independent Director for his/her acceptance.

CONTINUAL FAMILIARIZATION PROGRAM

At various Board meetings held every year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the Healthcare Industry in which it operates, business excellence with areas of improvement and other relevant issue.

Quarterly presentations on operations made to the Board include information on business performance, operations, Quarterly results, CSR activities, financial parameters, working capital management, fund flows, change in senior management, major litigation, compliances, subsidiary information, regulatory scenario etc.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Managing Director of the Company.

AMENDMENT TO THE POLICY

The Board of Directors on its own can amend this Policy, as and when deemed fit.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), Clarification, circular(s) etc.

DISCLOSURE

This Policy shall be uploaded on the Company's website (www.artemishospitals.com) for investors and public information and a web link thereto shall be provided in the Board's Report

as part of the Annual Report of the Company.