

JAYATMA INDUSTRIES LIMITED
(Formerly known as Santaram Spinners Limited)

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR

INTRODUCTION:

In accordance with the provisions of Schedule IV to the Companies Act, 2013 read with the provisions of Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Jayatma Industries Limited ('Company') has set up a system to familiarize and update it's Independent Directors, inter alia, regarding:

- a) Nature of the industry in which the Company operates,
- b) Business model of the Company,
- c) The roles, rights, responsibilities of Independent Directors of the Company and
- d) Any other relevant information.

PURPOSE AND OBJECTIVES OF THE PROGRAMME:

- 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 the Company, its operations, business, industry and environment in which it function.
- To update the directors on a continuous basis on any significant changes.

The program aims to provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

APPLICABILITY:

The familiarization programme will be conducted for new and continuing Independent Directors of the Company.

FAMILIARIZATION PROCEDURE:

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Independent directors of the Company are made aware of their role, responsibilities and liabilities at the time of their appointment/re-appointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement. They are also made aware of Company's board and board committee framework, policies and procedures.
- Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management 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.

- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- New Independent Directors are provided with copy of latest Annual Report, the Code of Conduct for the Directors and Senior Management Personnel of the Company and the Company's Code of Conduct for Prevention of Insider Trading.
- The above programme will also include the familiarization on statutory compliances as a Board member including their roles, rights and responsibilities. The Company may also circulate news and articles related to the industry from time to time and may provide specific regulatory updates.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

- The Directors will get an opportunity to visit Company's premises, where premises heads apprise them of the operational aspects of the premises to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality etc.
- At various Board meetings during the year, presentations to be made to the Board on safety, health and environment issue(s), Company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which the Company 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, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, donations, regulatory scenario etc.
- Quarterly results/press release of the Company are provided to the Directors.

DISCLOSURE:

The Policy will be uploaded on the Company's website for public information and a web link of the same shall also be uploaded in the Annual Report of the Company as required under the Listing Agreement.

REVIEW OF THE PROGRAMME:

The Board of Directors will review this programme and make revisions as may be required from time to time.