

JAGATJIT AGRI ENGINEERING LIMITED

(formerly Jagatjit Agri Engineering Private Limited and Jagatjit Agri India Private Limited)

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

[Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

JAGATJIT AGRI ENGINEERING LIMITED

CIN: U29300PB2020PLC051718

Registered Office: LUDHIANA MALERKOTLA ROAD, DEHLON, LUDHIANA, PUNJAB 141118, INDIA

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The role of Independent Directors has been of paramount importance to the corporate world, its investors, stakeholders, regulators as these directors are required to uphold ethical standards of integrity and exercise independent judgement to assist in implementing the best corporate governance practices, while fulfilling the strict criteria of being independent of the management and the Company. Hence, it becomes imperative on the part of the Company to adequately familiarize independent directors with the Company, its operations, management, and regulatory framework governing the organization.

As per Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**"), every listed entity shall familiarize the Independent Directors about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

As per Regulation 46(2) of the SEBI Listing Regulations, the listed entity shall disseminate the details of familiarization programmes imparted to Independent Directors under a separate section on its website.

As per 'Schedule IV' of the Companies Act, 2013 i.e., '**Code for Independent Directors**', the Independent Directors shall undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the company.

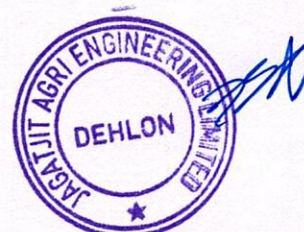
1. SCOPE

In view of the same, this "Familiarization Program for Independent Directors" ("Familiarization Program") of Jagatjit Agri Engineering Limited ("the Company") has been framed to provide insights into the Company and to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company as also the regulatory requirements in compliance with Regulation 25(7) of the SEBI (LODR) Regulations and 'Schedule IV' of the Companies Act, 2013.

2. Definitions

"Applicable Laws" shall mean all applicable laws, statutes, enactments, acts of central or state legislature, ordinances, rules, regulations, notifications, guidelines, directions, directives, policies, circulars, decisions and any other pronouncements issued in accordance with the Companies Act, the SEBI Act, SEBI Listing Regulations or any other law applicable to the jurisdiction of India by any central, state, local, or other governmental, administrative or regulatory authority exercising executive, legislative, judicial, regulatory or administrative functions;

"Board" shall mean the board of directors of the Company;



"Companies Act" shall mean the Companies Act, 2013, and rules and regulations made thereunder, as amended from time to time;

"Company" shall mean Jagatjit Agri Engineering Limited ;

"Director(s)" shall mean a member of the Board;

"Independent Directors" shall mean a director referred to in Section 149 (6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and other provisions of applicable law, as amended from time to time;

"Key Managerial Personnel" shall mean key managerial personnel as defined in sub section (51) of the Section 2 of the Act; and

"Senior Management" shall mean officers and personnel of the Company who are members of its core management team, excluding Board and would comprise all members of management one level below the Chief Executive Officer or Managing Director or Whole Time Director or Manager (including Chief Executive Officer and Manager, in case they are not part of the Board) and shall specially include the functional heads, by whatever name called and the persons identified and designated as key managerial personnel, other than the Board of Directors.

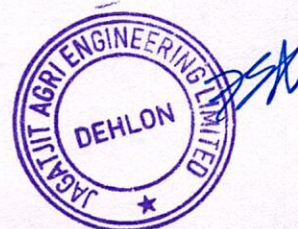
3. OBJECTIVES

Through the Familiarization Programme, the Company aims to achieve the following objectives:

- a) Familiarize the Independent Directors with the Company, its business model; nature of the industry in which the Company operates; roles, rights, responsibilities of Independent Directors in the Company.
- b) To inform them of all Applicable Laws in connection with the Company.
- c) To generate and obtain valuable and informed decisions from the directors on the matters to be brought or discussed at the Board Meetings.

4. FAMILIARIZATION PROCESS

- a. The Company will conduct orientation programmes / presentations / training sessions, periodically at regular intervals, to familiarize the Independent Directors with the strategy, operations and functions of the Company, the nature of the industry in which the Company operates and business model of the Company.
- b. Such orientation programmes / presentations / training sessions provide an opportunity to the independent directors to interact with the Key Management Personnel and Senior Management of the Company and help them to understand the Company's strategy, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.
- c. The programmes / presentations also familiarize the Independent Directors with their roles, rights and responsibilities. The Company may include such other details and information, as required,

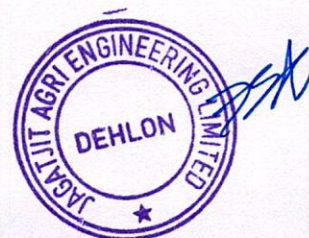


during the introductory familiarization Programme / presentation, when a new independent director comes on the board of the Company.

- d. Each Independent Director 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. Apart from this, they are also entitled to independent interactions with the statutory auditors, the secretarial auditor, the internal auditors, and external advisors, if any, appointed from time to time. Presentations/ updation on operations are made to the Board informing about business performance, operations, working capital management, changes in the senior management, compliances, subsidiary information, etc.
- e. Periodical regulatory updates impacting the business which helps the Director familiarize himself with the Company, its business, and the regulatory framework in which the Company operates is circulated and discussed.
- f. The Independent Directors are entitled to have independent interactions with the statutory auditors' secretarial auditors and the internal auditors appointed from time to time. They meet during board and committee meetings where the independent directors discuss matters pertaining to the Company's affairs and then put forth their combined views to the board of directors of the Company.
- g. In addition, the Company shall conduct an introductory familiarization program for new Independent Director, preferably, before he attends the first Board/ Committee meeting. Such Programme shall provide an overview of:
 - Criteria of independence, disclosure requirements and code of conduct applicable to independent directors under the applicable law;
 - Roles, functions, Duties, Responsibilities and liabilities of independent directors;
 - Latest Annual Report of the Company and Directors Responsibility Statement forming part of Boards' Report;
 - Important policies such as Vigil Mechanism/Whistle Blower Policy, Risk Management framework, Public Disclosure Policy, Policy for Approval of Related Party Transactions (RPTs), Policy on Corporate Social Responsibility (CSR), Code of Conduct for Directors and Senior Management etc.;
 - Expectation from independent directors highlighting the key areas which requires their active consideration such as overseeing systems of risk management, financial control and management, related party transactions, CSR, strategic direction to improve board effectiveness and eliminating conflicts of interest, separate meeting of independent director, etc.;
 - Board evaluation process.

5. DISCLOSURE

This Familiarization Program shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the corporate governance section in the annual report of the Company.



Details of Familiarization Programmes imparted to Independent Directors, including the following details, shall also be disclosed under a separate section website of the Company:

- a) Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date);
- b) Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date); and
- c) Other relevant details.

6. REVIEW OF THE FAMILIARIZATION PROGRAMME

The Board may from time to time review the Familiarization Programme and may revise the same as and when required to adopt the best practices in the industry. The amended Policy shall be placed on the website of the company immediately after its approval from the Board. Disclosure of the policy This policy will be uploaded on the website of the Company and the same is available at <https://jagatjitgroup.com/>

Effective Date: The policy shall become effective from listing of the Company's shares on the stock exchanges.

