



**SUNGOLD**  
CAPITAL LIMITED

**FAMILIARISATION PROGRAMMES FOR  
INDEPENDENT DIRECTORS**

# SUNGOLD CAPITAL LIMITED

## PREAMBLE

Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter-alia stipulates that the Company shall familiarize the Independent Directors with the Company, 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.

## OVERVIEW OF THE FAMILIARISATION PROCESS

The main purpose of the process is to provide the Independent Directors an insight into the Company, matters relating to the industry in which Company operates, governing regulations, information technology, their roles, rights and responsibilities and major developments and updates on the Company and group, etc. so that they are able to understand, in depth, the operations and business of the Company and with their experience and expertise, contribute significantly to the growth of Company.

Every newly appointed Independent Director(s) are provided with a Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years, Company's Code of Conduct, Vigil Mechanism and Whistle-blower Policy etc. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, business strategy, risks involved, CSR activities undertaken and regulatory changes. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments will be made at the separate meetings of the Independent Directors held during the year.

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 Chairman.

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