

SUNGOLD CAPITAL LIMITED
(CIN: L65910GJ1993PLC018956)

Familiarization Programme for Independent Directors

Purpose

This Familiarization Programme for Independent Directors has been adopted pursuant to Clause 49 of the Listing Agreement.

Objective

The Program aims to provide insights into the Company to enable the Independent Directors to be in a position to take well-informed timely decisions and contribute significantly to the Company.

The Independent Directors of the Company are given every opportunity to familiarize themselves with the Company, its management and its operations so as to understand the Company, its operations, business, industry and environment in which it functions.

Familiarization and Orientation Process

- The Independent Directors are made aware of their roles, rights and responsibilities at the time of their appointment / re-appointment through a formal letter of appointment which also stipulates the various terms and conditions of their engagement;
- The Independent Directors are explained in detail the compliances required from them under the Companies Act, Clause 49 of the Listing Agreement, Code of Conduct, Prohibition of Insider Trading Code and other relevant regulations;
- The Independent Directors are presented with, relevant Annual Reports, welcome letter with Company's details. The Executive Director also has an one-to- one discussion with the Director.

Other Initiatives to update the Directors on a Continuing Basis

- At various Board meetings during the year, presentations are made to the Board on financial performance, budgeting and planning, overview of performance of various businesses, statutory reporting including Internal Audit reports and compliance related certifications, overview of business of subsidiaries, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates;
- Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, major litigation, compliances, subsidiary information, regulatory scenario etc.;

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 Annual Report of the Company.