



Date: 17.06.2025

To,
The General Manager,
Corporate Relation Department
BSE Limited
PJ Towers, Dalal Street Fort,
Mumbai - 400001

Scrip Code: 531433
Sub: Outcome of Board Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing obligation and Disclosure Requirements), 2015 this is to inform you that based on the recommendation of Nomination and Remuneration Committee of the Company the Board of Directors at its meeting held today i.e. **Tuesday, June 17, 2025 at 02.00 P.M.** at its Registered office at 101, 1st Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada, Gujarat -393145. The Board discussed and approved the following matters:

1. Re-appointment of Mr. Rajiv Kotia (DIN: 00135912) as Chairman & Managing Director on the Board of Directors of the Company for a term of 5 (Five) years w.e.f. 1th July, 2025 to 30th June, 2030 on the expiry of his existing term on 30th June, 2025, subject to approval of members of the Company in the forthcoming Annual General Meeting.
2. Fixed the remuneration of Mr. Rajiv Kotia as Chairman & Managing Director of the company for the period of 3 years from 1st July, 2025 to 30th June, 2030.
3. Appointment of Mr. Subodh Kumar Singh (DIN: 11147999) as an Additional Non Executive Independent Director of the Company.
4. To take note of resignation of Mr. Avinash Nolkha (DIN: 08463871) from the Post of Non Executive Independent Director of the Company.
5. In view of the above appointments and resignation of Directorship, the Board approved formation and reconstitution of following committees with effect from June 17, 2025:
 - a) Audit Committee
 - b) Stakeholders Relationship Committee
 - c) Nomination and Remuneration Committee

Further, the details required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015 and SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 is enclosed as **Annexure A**.

This disclosure will be made available on Company's website at: <http://www.sungoldcapitallimited.com>

The Board Meeting was commenced at 02.00 P.M. and concluded at 02.45 P.M.

Thanking You,

For Sungold Capital Limited

Shruti Asati
Company Secretary and Compliance Officer
Membership No: A63929





Annexure-A

Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015 is provided as under SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 is enclosed as Annexure A.

1&2: Re-Appointment Mr. Rajiv Kotia (DIN: 00135912) as Managing Director of the company and Fixed his remuneration.

Sr. No.	Particulars	Details
1.	Name	Mr. Rajiv Kotia
2.	Reason for Change viz. appointment resignation, removal, death or otherwise	Re-Appointment as Managing Director of the company
3.	Date of Appointment	With effect from 1th July, 2025
4.	Term of Appointment	The Board has re-appointed Mr. Rajiv Kotia, as Managing Director of the Company for a term of 5 (Five) years w.e.f. 1 st July, 2025 to 30 th June, 2030 subject to approval of members of the Company in the forthcoming Annual General Meeting. As he is responsible for the performance and supervision of technical, administrative and day-to- Day operations of our Company, including but not limited to developing strategic plans, promotion of revenue, profitability and growth of our Company.
5.	Brief Profile	Having rich experience of more than 45 years in the areas of Management Consultancy, Financial Management, well-known Industry expert, rich experience in Banking Industry, Administration, Capital Markets, Turnaround Strategies, Corporate Governance. He has been recognized by various prestigious bodies and institutions for his Business Leadership, Entrepreneurship and Innovation.
6.	Disclosure of relationship s between Directors (in case of appointment of Director)	None
7.	Information as required pursuant to BSE Circular with ref no. LIST/COMP/14/2018-19	Mr. Rajiv Kotia is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.





3. Appointment of Mr. Subodh Kumar Singh (DIN: 11147999) as an Additional Non Executive Independent Director of the Company

Sr. No.	Particulars	Details
1.	Name	Mr. Subodh Kumar Singh
2.	Reason for Change viz. appointment resignation, removal, death or otherwise	Appointment
3.	Date of Appointment	17 th June 2025
4.	Term of Appointment	<p>The Board has appointed Mr. Subodh Kumar Singh, as the Additional Non Executive - Independent Director of the company to hold office up to the date of the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.</p> <p>The term of appointment shall be for a period of 5 years subject to approval of the Members. His appointment is not liable to retire by rotation.</p>
5.	Brief Profile	He holds a degree of Mechanical Engineering, LLB, LLM and Ph. D in Law. He has rich and wide knowledge of Corporate Affairs, Regulatory Operations, Compliance and business relations Specialist having over 32 years of experience handling key issues related corporate affairs, regulatory operations, government approvals & compliances, legal/law of courts matters for large business organizations
6.	Disclosure of relationship s between Directors (in case of appointment of Director)	None
7.	Information as required pursuant to BSE Circular with ref no. LIST/COMP/14/2018-19	Mr. Subodh Kumar Singh is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.





4. To take note of resignation of Mr. Avinash Nolkha (DIN: 08463871) from the post of Non Executive - Independent Director of the company with effect from 17th June 2025

Sr. No.	Particulars	Details
1.	Name	Avinash Nolkha
2.	Reason for Change viz. appointment resignation, removal, death or otherwise	Resignation due to preoccupancy and there is no other reason for such change.
3.	Date of Resignation	17th June 2025
4.	Confirmation that there is no material reasons other than those provided.	The Director has vide his resignation letter confirmed that there is no other reason other than those provided in the resignation letter.
5.	Name of the listed entities in which resigning director holds directorship including the category of directorship and membership of committee, if any	NIL

For Sungold Capital Limited

Shruti Asati
Company Secretary and Compliance Officer
Membership No: A63929



Date: 17.06.2025

To,
The Board of Directors,
Sungold Capital Limited
Ground Floor, 36, Shri Rang Residency,
Vadla, Rajpipla, Narmada,
Gujarat - 393145.

Sub: Resignation from the Board of Directors of Sungold Capital Limited

Dear Board Members,

In view of the current exigencies of service I may not be able to devote enough time and attention on the current role as Independent Director in your esteemed company. Hence, I hereby tender my resignation from the position of Independent Director of your company with effect from June 17, 2025.

Further, I hereby confirm that there are no material reasons for my resignation other than those mentioned above.

While I acknowledge the good co-operation extended by you all in my tenure as Independent Director, I wish the company all the best in your future endeavours.

Please accept my resignation from June 17, 2025 and complete the formalities of filing with MCA at the earliest under advice.

Best Regards,



Avinash Nolkha

DIN: 08463871