



**SONA HI SONA JEWELLERS (GUJARAT)
LIMITED**

**FAMILIARISATION PROGRAMME FOR
INDEPENDENT DIRECTORS**

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR

The Familiarization Program (“the Program”) for Independent Directors of Sona Hi Sona Jewellers (Gujarat) Limited (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

1. PURPOSE

The Program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities
- Strategy, Operations and functions of the Company

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the SEBI Listing Regulations as amended from time to time.

2. FAMILIARIZATION PROCESS

- The Company shall through its Executive Directors/ Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- This program shall enable the participants to understand Company business, strategies, Industry dynamics and its growth plans and prepare them for an active role in Company.
- This program shall also empower the participants to understand board procedures and help them to be effective in board activities. The program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.
- The Program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.
- The Company may circulate news and articles related to the Industry on a regular basis and may provide specific regulatory updates from time to time and
- The Company may conduct an introductory familiarization program / presentation when a new Independent Director comes on the Board of the Company.

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3. DISCLOSURE OF THE POLICY

This policy 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.

4. REVIEW OF THE PROGRAM

The Board will review this program and make revisions as may be required.

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DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF SONA HI SONA JEWELLERS (GUJARAT) LIMITED ("THE COMPANY") DURING FY 2021- 2022:

- The Company through its Managing Director /Executive Directors/Key Managerial Personnel/Business Heads, conducted presentations periodically to familiarize the Independent Directors with the strategy overview, business and operations and functions of the Company.
- Initial Familiarization a new Independent Director is appointed on the Board of the Company, a meeting is arranged with the Chairman and Managing Director, Executive Directors and Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities. Further, the Company is issued a detailed Appointment Letter incorporating the role, duties and responsibilities, and performance evaluation process, Code of Conduct and obligations for disclosures for the acceptance of the Independent Directors.
- The Company regularly is provided update on important changes in the regulatory framework and business environment having impact on the Company and it is an opportunity to the Independent Directors to interact with the Senior Management of the Company and helped them to understand the Company's strategy, business model, operations, markets, organization structure, finance, facilities and risk management and such other areas as may arise from time to time. On an Ongoing process, the Independent Directors are updated on quarterly basis through presentations and discussions on overall improvement in the performance of the Company.
- In FY 2021-2022, on an average 3 hours were spent by the Independent Directors on familiarizing / updating themselves with amendment in the provisions of Corporate Social Responsibility (CSR), amendment in the Related Party Transaction as per SEBI Listing Regulations, Rights and Responsibilities of Independent Directors in line with the statutory amendments; Updating on recent changes in the regulatory framework.