



The conduct among us

Key material issues

Corporate governance practices

Transparency and stakeholder engagement

Ethics and compliances

At SGC, we believe that strong corporate governance plays a key role in augmenting trust and securing the long-term interests of our shareholders and other stakeholders. We continue to improve systems and processes that integrate ESG priorities into overall business conduct and ensures oversight and accountability on the part of our Board of Directors and senior management.



Corporate governance practices

We aim to achieve optimal governance practices by formalising various policies and standards that safeguard human rights while fostering ethical conduct. The trust and reputation of our brand among stakeholders are paramount, and we are committed to consistently ensuring transparency and accountability in our actions. Our Board periodically reviews a set of policies and charters we have established to uphold these principles.

Governance policies

Whistle blower policy | Business responsibility policy | Code of Conduct | Anti-corruption policy | Fair competition policy | Human rights policy | Public policy and political engagement statement | Stakeholder engagement policy | Innovation policy | Bio-diversity policy | Tax management policy | Treasury management policy

The Company lays a strong emphasis on human rights and is intended to extend its scope to cover our value chain partners. Our policies uphold the anonymity and safety of our employees. We commit a fair and equitable treatment to our employees when it comes to salaries and no discrimination is done on the basis of caste, creed, gender, sexual orientation among others. A lot of efforts are spent in educating and sensitising employees to bring to the notice of the relevant committee of any inappropriate observation that might impact the values we work with.



Transparency and stakeholder engagement

At SGC Limited, we consistently foster meaningful dialogues with our stakeholders to comprehend their expectations. We have devised effective engagement methods and plans aligned with international standards, customised to meet stakeholders' specific needs, complete with well-defined objectives and outcomes. These interactions are conducted interactively, allowing stakeholders to openly share their feedback. Subsequently, a dedicated team promptly addresses and resolves their concerns.



Ethics and compliances

Enforcement systems are always on the vigil to prevent, control, mitigate and eliminate corrupt practices, including bribery, fraud, embezzlement, concealment, and trading in influence. A development of a culture that has zero tolerance towards indulging and supporting in any form of corruption. It means enforcing regulations that holds responsible anyone including business partners who may engage into any acts that may be constructed as bribery or corruption. Whistle blower policy provides a safeguard to handle such situations and protects the interests of those who report any violation.

Board's role

The Board is responsible for determining the strategic direction of the Company and exercising prudent control over its affairs. The process involves the Board deciding on the direction for the corporation; reviewing, assessing, and approving the strategic direction and initiatives; and assessing and understanding the issues, forces, and risks that define and drive our long-term performance.

In a supervisory role, the Board monitors corporate performance and executive team behaviour. The Board is there to ensure that the organisation and its executives function ethically and in accordance with a well-defined course of action. This supervision includes strategy development, design and implementation. Board members actively discuss various ESG initiatives and encourage the senior management to take steps beyond regulatory requirements.





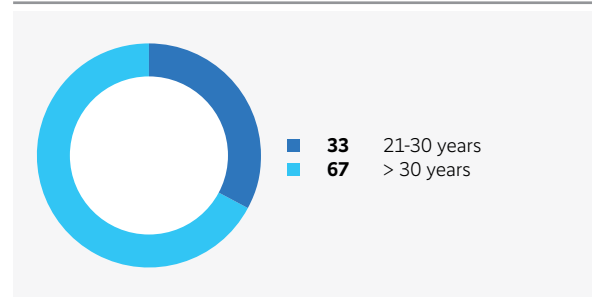
Expertise

SGC’s Board brings together a wealth of knowledge, perspective, professionalism, divergent thinking and experience. Our Board members have a deep understanding of governance, technical, financial and non-financial issues.

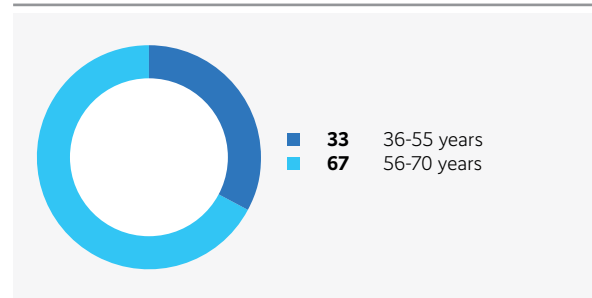
	Business and strategy expertise	Financial expertise	Governance and compliance
Shri. K. V. Vishnu Raju	✓	✓	✓
Shri. Ravichandran			
Rajagopal	✓	✓	✓
Smt. O. Rekha		✓	✓
Smt. N. Sudha Rani		✓	
Shri. Madhavan Ganesan	✓	✓	✓
Dr. S. Anand Reddy	✓	✓	✓
Shri. S. Sreekanth Reddy	✓	✓	✓
Shri. John-Eric Bertrand	✓	✓	✓
Smt. S. Rachana	✓		

Board demographics

Board experience (%)



Board age profile (%)



55 Years
Median Director age

5 Years
Average tenure of Independent Directors

93%
Average attendance rate in Board meeting

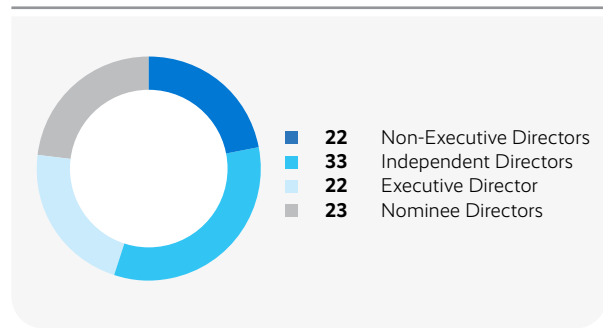
Board committees

The committees constituted by the Board focus on specific areas and take informed decisions within the framework of delegated authority and make specific recommendations to the Board on matters within their areas or purview. The decisions and recommendations of the Committees are placed before the Board committee meetings focusing on ESG issues and risks occur twice a year.

Following are the committees of the Company:

- Investment Committee
- Securities Allotment Committee
- Corporate Social Responsibility Committee
- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders’ Relationship Committee
- Risk Management Committee

Board balance chart (%)



Board diversity (%)

