



# SUNSHINE CAPITAL LTD.

(AN ISO 9001 : 2015 CERTIFIED COMPANY)  
CIN : L65993DL1994PLC060154

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Regd. Office: 209, Bhanot Plaza - II  
3, D. B. Gupta Road, Paharganj  
New Delhi - 110055

Date: 06.01.2022

To,

The General Manager  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-400001

**Sub: - Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for the quarter ended on 31<sup>ST</sup> December, 2021 (Scrip code: 539574).**

Dear Sir,

With reference to the above captioned subject, we are submitting herewith Corporate Governance Report in the prescribed format as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on 31<sup>ST</sup> December, 2021.

You are requested to take the above on your records and acknowledge the same.

For and on behalf of  
Sunshine Capital Limited



Amit Kumar Jain

M.No: 49531

Company Secretary

## Compliance Report on Corporate Governance

1. Name of Listed Entity: **Sunshine Capital Limited**
2. Quarter ending: **31.12.2021**

I. Composition of Board of Directors												
T i t l e  ( M r / M s)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non-Executive /Independent/No minee)	Date of Appointment	Date of Reappointment	Date of Cessation	Tenure* (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of memberships in Audit/Stakeholder Committee (s) including this listed entity [Refer Regulation 26(1) of Listing Regulation s)	No. of post of Chairperson in Audit /Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations]
M r.	Surendra Kumar Jain	AAHPJ8940K & 00530035	Managing Director, Executive	09-03-1995	NA	NA	-	03-07-1967	03	0	04	0
M s.	Rajni Tanwar	AVMPT6632J& 08201251	Non-Executive & Non-Independent	10-08-2018	24/09/2018	NA	-	15-04-1993	04	01	03	02
M r.	Sujan Mal Mehta	AHMPM9123F & 01901945	Non-Executive-Independent	05-04-2012	04/09/2019	NA	114	25-04-1948	02	02	02	02
M r.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive-Independent	15-01-2014	04/09/2019	NA	90	05-03-1991	02	02	02	02



			nt									
M s.	Rekha Bhandari	BPWPB8665N& 07546484	Executive - Profession al Director	05/10/ 2020	-	NA	-	01/04 /1988	02	0	0	0

<sup>5</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>6</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

<sup>\*</sup>to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>5</sup>	Date of Appointment	Date of Cessation
Audit Committee	NO	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	24-09-2012	NA
		Mr. Anil Prakash	Non-Executive-Independent	05-09-2014	NA
		Mr. Surendra Kumar Jain	Executive	24-09-2012	NA
Nomination & Remuneration Committee	NO	Mr. Sujan Mal Mehta	Non-Executive-Independent	24-09-2012	NA
		Ms. Rajni Tanwar	Non- Executive Non Independent	06-06-2019	NA
		Mr. Anil Prakash	Chairperson Non-Executive-Independent	05-09-2014	NA
Risk Management Committee	NO	Mr. Anil Prakash	Chairman-Non-Executive-Independent	05-09-2014	NA
		Mr. Sujan Mal Mehta	Non-Executive-Independent	24-09-2012	NA
		Ms. Rajni Tanwar	Non-Executive	06-06-2019	NA
Stakeholders Relationship Committee	NO	Mr. Anil Prakash	Chairperson -Non- Executive -Independent	05-09-2014	NA
		Mr. Sujan Mal Mehta	Non- Executive- Independent	24-09-2012	NA
		Ms. Rajni Tanwar	Non- Executive Non Independent	06-06-2019	NA
Asset Liability Management Committee	NO	Mr. Sujan Mal Mehta	Chairperson- Non- Executive -Independent	24-09-2012	NA
		Mr. Anil Prakash	Non- Executive -Independent	05-09-2014	NA
		Mr. Surendra Kumar Jain	Executive	24-09-2012	NA
Investment Committee	NO	Mr. Anil Prakash	Chairperson Non- Executive -Independent	05-09-2014	NA
		Mr. Sujan Mal Mehta	Non- Executive Independent	24-09-2012	NA
		Mr. Surendra Kumar Jain	Executive	24-09-2012	NA

<sup>5</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

## III. Meeting of Board of Directors



Date(s) of Meeting (if any) in the Relevant quarter	Date(s) of Meeting (if any) in the previous quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent Directors present *	Maximum gap between any two consecutive meetings (in number of days)
01-10-2021	13-08-2021	YES	5	2	29
12-11-2021	01-09-2021	YES	5	2	41

#### IV. Meeting of Committees

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of Independent Directors present*	Date (s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee: 12-11-2021</b>	Yes	3	2	<b>01-09-2021</b>	71
<b>Nomination &amp; Remuneration Committee: 12-11-2021</b>	Yes	3	2	<b>30-08-2021</b>	-
<b>Risk Management Committee: - 12-11-2021</b>	Yes	3	2	-	-
<b>Stakeholders Relationship Committee: 12-11-2021-</b>	Yes	3	2	-	-
<b>Asset Liability Management Committee: --</b>	Yes	3	2	<b>29-07-2021</b>	-
<b>Investment Committee: -</b>	Yes	3	2	<b>29-07-2021</b>	-

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

\*\*to be filled for the current quarter meetings

#### V. Related Party Transactions

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes



**Note:**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.-  
**YES**
2. The composition of the following committees is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.
  - a. Audit Committee **YES**
  - b. Nomination & Remuneration Committee **YES**
  - c. Stakeholders Relationship Committee- **YES**
  - d. Risk Management Committee **YES**
  - e. Asset Liability Management Committee **YES**
  - f. Investment Committee **YES**
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and the disclosure requirements), 2015. **YES**
4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **YES**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors may be mentioned here: **YES**

For and on behalf of  
Sunshine Capital Limited

  
Amit Kumar Jain  
M.No: 16331

Company Secretary  
Date : 06.01.2022