



SUNSHINE CAPITAL LTD.

(AN ISO 9001 : 2015 CERTIFIED COMPANY)
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Date: 05.01.2019

To,
Department of Corporate Services
Bombay Stock Exchange Limited
P. J. Towers, Dalal Street,
Mumbai-400001

Sub: -Submission of XBRL Report of Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for the quarter ended on 31st December, 2018 (Scrip code: 539574).

Dear Sir,

With reference to the above captioned subject, we are submitting herewith XBRL Corporate Governance Report as per Regulation 27(2) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on 31st December, 2018.

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

For Sunshine Capital Limited

Surendra Kumar Jain
(Managing Director)

Encl: a/a

Compliance Report on Corporate Governance

1. Name of Listed Entity : Sunshine Capital Limited
 2. Quarter ending : 31.12.2018

Composition of Board of Directors

Title	Name of the Director	PAN ⁵ & DIN	Category (Chair person/Executive/Non-Executive/Independent/Nominee) ⁶	Date of Appointment in the Current Term/Cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of Memberships in Audit/ Stakeholder Committee (s) Including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee (s) Including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Surendra Kumar Jain	AAHPJ8940K & 00530035	Executive	12/11/2018	-	03	03	NIL
Ms.	Rajni Tanwar	AVMPT6632 J& 08201251	Executive & Non-Independent	24/09/2018	-	03	Nil	NIL
Mr.	Sujan Mal Mehta	AHMPM912 3F & 01901945	Non-Executive-Independent	29/09/2012	6 years, 0 Month, 1 days	03	04	01
Mr.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive-Independent	05/09/2014	4 years, 0 Month, 25 days	02	03	02

⁵PAN number of any director would not be displayed on the website of Stock Exchange

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

*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.

I. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ⁵
1. Audit Committee	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent
	Mr. Anil Prakash	Non-Executive-Independent
	Mr. Surendra Kumar Jain	Executive
2. Nomination & Remuneration Committee	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent
	Mr. Anil Prakash	Non-Executive-Independent
	Mr. Surendra Kumar Jain	Executive
3. Risk Management Committee	Mr. Sujan Mal Mehta	Non-Executive-Independent
	Mr. Anil Prakash	Chairman-Non-Executive-Independent
	Mr. Surendra Kumar Jain	Executive



4. Stakeholders Relationship Committee	Mr. Sujan Mal Mehta	Non-Executive-Independent
	Mr. Anil Prakash	Chairman-Non-Executive-Independent
	Mr. Surendra Kumar Jain	Executive
5. Asset Liability Management Committee	Mr. Anil Prakash	Chairman-Non-Executive- Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent
	Mr. Surendra Kumar Jain	Executive
6. Investment Committee	Mr. Anil Prakash	Chairman-Non-Executive- Independent
	Mr. Sujan Mal Mehta	Non Executive- Independent
	Mr. Surendra Kumar Jain	Executive

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

II. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the Relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
10.08.2018 13.09.2018	12.11.2018	59 Days

III. Meeting of Committees

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date (s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee: 12.11.2018	Yes	Audit Committee :10.08.2018	---
Nomination & Remuneration Committee:12.11.2018	Yes	Nomination & Remuneration Committee: 13.09.2018	----
Risk Management Committee: 12.11.2018	Yes	Risk Management Committee: 13.09.2018	----
Stakeholders Relationship Committee: 12.11.2018	Yes	Stakeholders Relationship Committee: 13.09.2018	----
Asset Liability Management Committee:12.11.2018	Yes	Asset Liability Management Committee: 13.09.2018	----



Investment Committee:	Yes	Investment Committee:	-----
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* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

IV. Related Party Transaction

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

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.

V. Affirmation

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee
 - e. Asset Liability Management Committee
 - f. Investment Committee
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors may be mentioned here:

For Sunshine Capital Limited


 Surendra Kumar Jain
 (Managing Director)
 DIN:00530035

Date: 05.01.2019

Place: New Delhi