

Compliance Report on Corporate Governance

1. Name of Listed Entity: Sunshine Capital Limited
2. Quarter ending: 31.12.2017

I. Composition of Board of Directors

Title	Name of the Director	PAN ^{\$} & DIN	Category/(Chairperson/Executive/Non-Executive/Independent/Nominee) ^{&}	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.	Surender Kumar Jain	AAHPJ8940K & 00530035	Non-Executive & Non-Independent	09/03/1995	-	04	05	NIL
Mrs.	Priti Jain	AAKPJ4836F & 00537234	Executive & Non-Independent	01/02/2014	-	03	04	NIL
Mr.	Sujan Mal Mehta	AHMPM9123F & 01901945	Non-Executive-Independent	29/09/2012	3 years, 9 Months	03	04	05
Mr.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive-Independent	05/09/2014	3 years, 9 Months	02	03	03

^{\$}PAN number of any director would not be displayed on the website of Stock Exchange

[&]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

*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	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ^s
1. Audit Committee	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent



		Mr. Anil Prakash	Non-Executive-Independent
		Mr. Surender Kumar Jain	Non-Executive- Non Independent
2. Nomination & Remuneration Committee		Mr. Sujian Mal Mehta	Chairperson-Non-Executive-Independent
		Mr. Anil Prakash	Non-Executive-Independent
		Mr. Surender Kumar Jain	Non-Executive- Non Independent
3. Risk Management Committee		Mr. Sujian Mal Mehta	Non-Executive-Independent
		Mr. Anil Prakash	Chairman-Non-Executive-Independent
		Mr. Surender Kumar Jain	Non-Executive- Non Independent
4. Stakeholders Relationship Committee		Mr. Sujian Mal Mehta	Non-Executive-Independent
		Mr. Anil Prakash	Chairman-Non-Executive-Independent
		Mr. Surender Kumar Jain	Non-Executive- Non Independent
5. Asset Liability Management Committee		Mr. Anil Prakash	Chairman-Non-Executive-Independent
		Mr. Sujian Mal Mehta	Non-Executive-Independent
		Mr. Surender Kumar Jain	Non-Executive
6. Investment Committee		Mr. Anil Prakash	Chairman-Non-Executive- Independent
		Mrs. Priti Jain	Executive-Non Independent
		Mr. Surender Kumar Jain	Non-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.

III. 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)	
11/08/2017	10/11/2017	55 Days	
15/09/2017	27/11/2017		
IV. 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: 10/11/2017	Yes	Audit Committee: 11/08/2017	90 Days
Nomination & Remuneration Committee:	Yes	Nomination & Remuneration Committee:	-----
Risk Management Committee:	Yes	Risk Management Committee:	-----
Stakeholders Relationship Committee:	Yes	Stakeholders Relationship Committee:	-----
Asset Liability Management Committee:	Yes	Asset Liability Management Committee:	-----
Investment Committee:	Yes	Investment Committee:	-----

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



V. Related Party Transaction		Compliance Status (Yes/No/NA)
Whether prior approval of audit Committee obtained		N.A.
Whether shareholder approval obtained for material RPT		N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A.

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. 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
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



Megha Bansal
 (Company Secretary)

Date: 06.01.2018
 Place: New Delhi