



# SUNSHINE CAPITAL LTD.

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

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3, D. B. Gupta Road, Paharganj  
New Delhi - 110055

Date: 14.07.2020

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 30th June, 2020 (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 30<sup>th</sup> June, 2020.

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

For Sunshine Capital Limited



Sakshi Gaur  
Company Secretary & Compliance Officer  
M. No. 60395

Encl: a/a

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Sunshine Capital Limited
2. Quarter ending: 30-6-2020

1. Composition of Board of Directors												
Title (Mr/ Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson /Executive /Non-Executive/ Independent/Nominee)	Date of Appointment	Date of Reappointment	Date of Resignation	Tenure *	Date of Birth	No. of Directorship in listed entities including this entity [in reference to Regulation 17A(1)]	No. of Independent Directors in listed entities including this entity [in reference to provision to Regulation 17A(1)]	No. of membership in Audit/Stakeholder Committee(s) including this entity [Refer Regulation 26(1) of Listing Regulations]	No. of post of Chairperson in Audit /Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations]
Mr.	Surender Kumar Jain	AAHPI894DK & 00530035	Managing Director, Executive	09-03-1995	NA	NA	-	03-07-1967	03	0	4	0
Ms.	Rajni Tanwar	AVM/PT6632 J& 08201251	Non-Executive & Independent	10-08-2018	24/09/2018	NA	14 months	15-04-1993	03	0	3	1



Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)s	Date of Appointment	Date of Cessation
Audit Committee	YES	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	24-09-2012	NA
		Mr. Anil Prakash	Non-Executive-Independent	05-09-2014	NA
Nomination & Remuneration Committee	YES	Mr. Surendra Kumar Jain	Executive	24-09-2012	NA
		Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	24-09-2012	NA
Risk Management Committee	YES	Ms. Rajni Tanwar	Non-Executive	06-06-2019	NA
		Mr. Anil Prakash	Non-Executive-Independent	05-09-2014	NA
Stakeholders Relationship Committee	YES	Mr. Sujan Mal Mehta	Chairman-Non-Executive-Independent	24-09-2014	NA
		Ms. Rajni Tanwar	Non-Executive-Independent	05-09-2014	NA
Asset Liability Management Committee	YES	Mr. Anil Prakash	Chairperson-Non-Executive-Independent	06-06-2019	NA
		Ms. Rajni Tanwar	Non-Executive-Independent	24-09-2012	NA
Investment Committee	YES	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	06-06-2019	NA
		Mr. Anil Prakash	Non-Executive-Independent	24-09-2012	NA
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.	YES	Mr. Surendra Kumar Jain	Executive	24-09-2012	NA
		Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	05-09-2014	NA

SPAN 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.

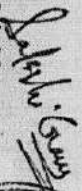

II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)s	Date of Appointment	Date of Cessation
Audit Committee	YES	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	24-09-2012	NA
		Mr. Anil Prakash	Non-Executive-Independent	05-09-2014	NA
Nomination & Remuneration Committee	YES	Mr. Surendra Kumar Jain	Executive	24-09-2012	NA
		Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	24-09-2012	NA
Risk Management Committee	YES	Ms. Rajni Tanwar	Non-Executive	06-06-2019	NA
		Mr. Anil Prakash	Non-Executive-Independent	05-09-2014	NA
Stakeholders Relationship Committee	YES	Mr. Sujan Mal Mehta	Chairman-Non-Executive-Independent	24-09-2014	NA
		Ms. Rajni Tanwar	Non-Executive-Independent	05-09-2014	NA
Asset Liability Management Committee	YES	Mr. Anil Prakash	Chairperson-Non-Executive-Independent	06-06-2019	NA
		Ms. Rajni Tanwar	Non-Executive-Independent	24-09-2012	NA
Investment Committee	YES	Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	06-06-2019	NA
		Mr. Anil Prakash	Non-Executive-Independent	24-09-2012	NA
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.	YES	Mr. Surendra Kumar Jain	Executive	24-09-2012	NA
		Mr. Sujan Mal Mehta	Chairperson-Non-Executive-Independent	05-09-2014	NA



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	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Date (s) of meeting of the Committee in the previous quarter	Number of independent Directors present *	Maximum gap between any two consecutive meetings (in number of days)
20-01-2020	27-05-2020	YES	4			2	69
18-03-2020	27-06-2020	YES	4			2	30
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 *		
Audit Committee: 27-06-2020	Yes	3	2	19-01-2020	159		
Nomination & Remuneration Committee: 27-05-2020	Yes	3	2	18-03-2020	69		
Risk Management Committee:	N/A	N/A	N/A	NIL	NIL		
Stakeholders Relationship Committee	N/A	N/A	N/A	NIL	NIL		
Asset Liability Management Committee	N/A	N/A	N/A	NIL	NIL		
Investment Committee	N/A	N/A	N/A	NIL	NIL		
* 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				NA			
Whether shareholder approval obtained for RPT				NA			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				NA			
<b>Note:</b>							
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
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015. - YES</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.</p> <ul style="list-style-type: none"> <li>a. Audit Committee YES</li> <li>b. Nomination &amp; Remuneration Committee YES</li> <li>c. Stakeholders Relationship Committee- YES</li> <li>d. Risk Management Committee YES</li> <li>e. Asset Liability Management Committee YES</li> <li>f. Investment Committee YES</li> </ul> <p>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</p> <p>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</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors may be mentioned here: YES</p> <p>For Sunshine Capital Limited</p> <p></p> <p></p> <p>Sakshi Gaur Company Secretary &amp; Compliance Officer M. No. 60395 Date: 14-07-2020 Place: New Delhi</p>

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.