

SUNSHINE CAPITAL LTD.

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

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Date: 07.01.2020

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 31st December, 2019 (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 31st December, 2019.

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

For Sunshine Capital Limited



Apoorva Chaturvedi
Company Secretary & Compliance Officer
M. No. 58940

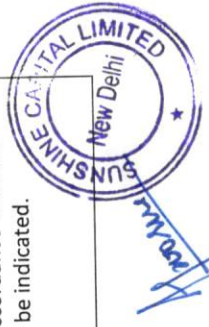
Encl: a/a

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: **31-12-2019**

I. 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 Cessation	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 proviso to Regulation 17A(1)]	No. of memberships in Audit/Stakeholder Committees 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 entity [Refer Regulation 26(1) of Listing Regulations]
Mr.	Surender Kumar Jain	AAHPJ8940K & 00530035	Managing Director, Executive	09-03-1995	12/11/2018	NA	-	03-07-1967	03	0	4	0
Ms.	Rajni Tanwar	AVMPT6632 J& 08201251	Non-Executive & Non Independent	10-08-2018	24/09/2018	NA	-	15-04-1993	03	0	3	1





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 *	Maximum gap between any two consecutive meetings (in number of days)	
26-07-2019	05.11.2019	YES	4	2	38	
04-09-2019		YES				
21-09-2019		YES				
27-09-2019		YES				
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: 05-11-2019	Yes	3	2	26-07-2019	101	
Nomination & Remuneration Committee: 04-11-2019	Yes	3	2	26-09-2019	38	
Risk Management Committee: 04-11-2019	Yes	3	2	-	-	
Stakeholders Relationship Committee: 02-11-2019	Yes	3	2	-	-	
Asset Liability Management Committee: 02-11-2019	Yes	3	2	-	-	
Investment Committee: 01-11-2019	Yes	3	2	-	-	
* 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				NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				NA		
Note:						
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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 Sunshina Capital Limited



Apoorva Chaturvedi
Company Secretary & Compliance Officer
M. No. 58940
Date: 09.01.2020
Place: New Delhi

Note:

Information at Table I and II above need to be necessarily given in 1st 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.