



SUNSHINE CAPITAL LTD.

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

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Regd. Office: 209, Bhanot Plaza - II
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New Delhi - 110055

Date: 11.10.2021

**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 September, 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 30th September, 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: **30.09.2021**

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Non-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 proviso to Regulation 17A(1)]	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 held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations]
Mr.	Surendra Kumar Jain	AAHPJ8940K & 00530035	Managing Director, Executive	09-03-1995	NA	NA	-	03-07-1967	03	0	04	0
Ms.	Rajni Tanwar	AVMPT6632J & 08201251	Non-Executive & Non-Independent	10-08-2018	24/09/2018	NA	-	15-04-1993	04	01	03	02
Mr.	Sujan Mal Mehta	AHMPM9123F & 01901945	Non-Executive-Independent	05-04-2012	04/09/2019	NA	111	25-04-1948	02	02	02	02

M r.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive-Independent	15-01-2014	04/09/2019	NA	87	05-03-1991	02	02	02
M s.	Rekha Bhandari	BPWPB8665N & 07546484	Executive-Professional Director	05/10/2020	-	NA	-	01/04/1988	02	0	0

§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	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)s	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

§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 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)	
02-04-2021	13-08-2021	YES	5	2	44	
29-06-2021	01-09-2021	YES	5	2	18	
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: 01-09-2021	Yes	3	2	02-04-2021	63	
Audit Committee:				29-06-2021		
Nomination & Remuneration Committee: 30-08-2021	Yes	3	2	02-04-2021	149	
Risk Management Committee: -				02-04-2021	-	
Stakeholders Relationship Committee:				03-04-2021	-	
Asset Liability Management Committee: 29-07-2021	Yes	3	2	03-04-2021	116	
Investment Committee: 29-07-2021	Yes	3	2	03-04-2021	116	

* 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 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 **NA**
 - 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**

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending 30-09-2021

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six Months
Promoter or any other entity controlled by them	NA	NA
Promoter Group or any other entity controlled by them	NA	NA
Directors (including relatives) or any other entity controlled by them	Rs. 3,80,50,000/-	Rs. 5,21,50,000/-
KMPs or any other entity controlled by them	NA	NA

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them	NA	NA	NA

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA	NA

Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For and on behalf of
Sunshine Capital Limited



Amit Kumar Jais
M.No: 49531
Company Secretary
Date : 11.10.2021

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SANGEETA
(C.F.O)

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.