

# SUNAYANA INVESTMENT COMPANY LIMITED

CIN : L67120MP1977PLC001397

Regd. Off. : Part-B of 417, Chetak Centre Annex, Near Hotel Shreemaya, R.N.T.Marg, Indore, Madhya Pradesh - 452001  
web : sunayanainvestment.com e-mail : - sunayanaicl@gmail.com

Date: 09<sup>th</sup> January, 2021

To,  
The Head - Listing & Compliance  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4th Floor, Plot No. C-62,  
Opp. Trident Hotel, Bandra Kurla Complex,  
Bandra-East, Mumbai - 400098

Ref: Sunayana Investment Company Limited (Scrip Code: 29421)

Sub: Regulation 27(2) Corporate Governance Report in Compliance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for the quarter ending 31<sup>st</sup> December, 2020

Dear Sir/Madam,

Please find enclosed herewith Regulation 27(2) Corporate Governance Report for the quarter ending 31<sup>st</sup> December, 2020 in Compliance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Kindly take the same on your record.

Thanking you,

For Sunayana Investment Company Limited



**Subhash Dinkar Helonde**  
(Managing Director)  
DIN: 07847650



CC To,

Calcutta Stock Exchange Limited,  
7, Lyons Range,  
Kolkata-700001  
West Bengal

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Corporate Off.: B-7, 5th Floor, Aidun Building, Block A, Dhobi Talao Lane, New Marine Lines, Mumbai  
400002

Tel:- 8655421122

| <b>General information about company</b>                       |                            |
|----------------------------------------------------------------|----------------------------|
| Scrip code                                                     | 000000                     |
| NSE Symbol                                                     |                            |
| MSEI Symbol                                                    | SUNAYANA                   |
| ISIN                                                           | INE724R01011               |
| Name of the entity                                             | SUNAYANA INVESTMENT CO LTD |
| Date of start of financial year                                | 01-04-2020                 |
| Date of end of financial year                                  | 31-03-2021                 |
| Reporting Quarter                                              | Quarterly                  |
| Date of Report                                                 | 31-12-2020                 |
| Risk management committee                                      | Not Applicable             |
| Market Capitalisation as per immediate previous Financial Year | Any other                  |

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

No

Whether Chairperson is related to MD or CEO

Yes

| Name of the Director | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number 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) |
|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-------------------------------------------------------------------------------|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                      |            |          |                                      |                         |                         |               |                                                                               |                                    |                             |                        |                   |                                |                                                                                                                  |                                                                                                                                 |                                                                                                                                       |                                                                                                                                                                |
| IA<br>ADAN<br>CUMAR  | AIBPV4118M | 06948640 | Non-Executive - Independent Director | Not Applicable          |                         | 28-11-1987    | No                                                                            |                                    | 30-09-2015                  |                        |                   | 60                             | 1                                                                                                                | 1                                                                                                                               | 1                                                                                                                                     | 1                                                                                                                                                              |
| ANNA<br>A            | ABTPU2133J | 06948648 | Non-Executive - Independent Director | Not Applicable          |                         | 07-06-1986    | No                                                                            |                                    | 30-09-2015                  |                        |                   | 60                             | 1                                                                                                                | 1                                                                                                                               | 1                                                                                                                                     | 1                                                                                                                                                              |
| AZAD<br>T            | AXBPB1349M | 07846487 | Non-Executive - Independent Director | Not Applicable          |                         | 15-04-1981    | No                                                                            |                                    | 14-02-2019                  |                        |                   | 20                             | 1                                                                                                                | 1                                                                                                                               | 1                                                                                                                                     | 1                                                                                                                                                              |
| ASH<br>AR<br>NDE     | ACDPH7363J | 07847650 | Executive Director                   | Chairperson             | MD                      | 05-05-1986    | NA                                                                            |                                    | 08-05-2019                  | 11-05-2019             |                   | 17                             | 1                                                                                                                | 1                                                                                                                               | 1                                                                                                                                     | 1                                                                                                                                                              |

| Audit Committee Details                               |            |                              |                                         |                         |                     |                   |         |
|-------------------------------------------------------|------------|------------------------------|-----------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                              |                                         |                         | No                  |                   |         |
| Sr                                                    | DIN Number | Name of Committee members    | Category 1 of directors                 | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1                                                     | 06948648   | VIJAY TIKKANNA<br>ULIDRA     | Non-Executive -<br>Independent Director | Chairperson             | 22-10-2014          |                   |         |
| 2                                                     | 06948640   | VERMA SHIVBADAN<br>SHIVKUMAR | Non-Executive -<br>Independent Director | Member                  | 22-10-2014          |                   |         |
| 3                                                     | 07846487   | ANITA AZAD BOHAT             | Non-Executive -<br>Independent Director | Member                  | 14-02-2019          |                   |         |
| 4                                                     | 07847650   | SUBHASH DINKAR<br>HELONDE    | Executive Director                      | Member                  | 11-05-2019          |                   |         |

| Nomination and remuneration committee                                       |            |                           |                                      |                         |                     |                   |         |
|-----------------------------------------------------------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      |                         | No                  |                   |         |
| Sr                                                                          | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1                                                                           | 06948640   | VERMA SHIVBADAN SHIVKUMAR | Non-Executive - Independent Director | Chairperson             | 22-10-2014          |                   |         |
| 2                                                                           | 06948648   | VIJAY TIKKANNA ULIDRA     | Non-Executive - Independent Director | Member                  | 22-10-2014          |                   |         |
| 3                                                                           | 07846487   | ANITA AZAD BOHAT          | Non-Executive - Independent Director | Member                  | 14-02-2019          |                   |         |
| 4                                                                           | 07847650   | SUBHASH DINKAR HELONDE    | Executive Director                   | Member                  | 11-05-2019          |                   |         |

| Stakeholders Relationship Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---------------------------------------------------------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |                                      |                         | No                  |                   |         |
| Sr                                                                        | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1                                                                         | 06948640   | VERMA SHIVBADAN SHIVKUMAR | Non-Executive - Independent Director | Chairperson             | 06-11-2014          |                   |         |
| 2                                                                         | 06948648   | VIJAY TIKKANNA ULIDRA     | Non-Executive - Independent Director | Member                  | 03-11-2015          |                   |         |
| 3                                                                         | 07846487   | ANITA AZAD BOHAT          | Non-Executive - Independent Director | Member                  | 14-02-2019          |                   |         |
| 4                                                                         | 07847650   | SUBHASH DINKAR HELONDE    | Executive Director                   | Member                  | 11-05-2019          |                   |         |

| Risk Management Committee                                       |            |                           |                         |                         |                     |                   |         |
|-----------------------------------------------------------------|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| Sr                                                              | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| Corporate Social Responsibility Committee                                       |            |                           |                         |                         |                     |                   |         |
|---------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| Sr                                                                              | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |



| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1                                                       |                                                     |                                                    |                                                             |                              |                                            |                              |                                                     |
|------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------|-------------------------------------------------------------|------------------------------|--------------------------------------------|------------------------------|-----------------------------------------------------|
| Annexure 1                                                       |                                                     |                                                    |                                                             |                              |                                            |                              |                                                     |
| III. Meeting of Board of Directors                               |                                                     |                                                    |                                                             |                              |                                            |                              |                                                     |
| Disclosure of notes on meeting of board of directors explanatory |                                                     |                                                    |                                                             | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| Sr                                                               | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |                              |                                            |                              |                                                     |
| 1                                                                | 15-09-2020                                          |                                                    |                                                             |                              | Yes                                        | 4                            | 3                                                   |
| 2                                                                |                                                     | 13-11-2020                                         | 58                                                          |                              | Yes                                        | 4                            | 3                                                   |

| Annexure 1                                               |                                     |                                                                                                 |                                                             |                         |                               |                                            |                              |                                                     |
|----------------------------------------------------------|-------------------------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------|-------------------------------|--------------------------------------------|------------------------------|-----------------------------------------------------|
| IV. Meeting of Committees                                |                                     |                                                                                                 |                                                             |                         |                               |                                            |                              |                                                     |
| Disclosure of notes on meeting of committees explanatory |                                     |                                                                                                 |                                                             |                         |                               |                                            | Number of Directors present* | No. of Independent Directors attending the meeting* |
| Sr                                                       | Name of Committee                   | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) |                              |                                                     |
| 1                                                        | Audit Committee                     | 15-09-2020                                                                                      |                                                             |                         |                               | Yes                                        | 4                            | 3                                                   |
| 2                                                        | Audit Committee                     | 13-11-2020                                                                                      | 58                                                          |                         |                               | Yes                                        | 4                            | 3                                                   |
| 3                                                        | Stakeholders Relationship Committee | 13-10-2020                                                                                      |                                                             |                         |                               | Yes                                        | 4                            | 3                                                   |

| <b>Annexure 1</b>                    |                                                                                                        |                               |                                                                |
|--------------------------------------|--------------------------------------------------------------------------------------------------------|-------------------------------|----------------------------------------------------------------|
| <b>V. Related Party Transactions</b> |                                                                                                        |                               |                                                                |
| Sr                                   | Subject                                                                                                | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | Whether prior approval of audit committee obtained                                                     | NA                            |                                                                |
| 2                                    | Whether shareholder approval obtained for material RPT                                                 | NA                            |                                                                |
| 3                                    | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                            |                                                                |

| <b>Annexure 1</b>       |                                                                                                                                                                                                              |                            |
|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|
| <b>VI. Affirmations</b> |                                                                                                                                                                                                              |                            |
| Sr                      | Subject                                                                                                                                                                                                      | Compliance status (Yes/No) |
| 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                        |
| 3                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA                         |
| 6                       | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                        |
| 7                       | 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                        |
| 8                       | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.                                                                                                   | Yes                        |

| <b>Annexure 1</b> |                   |                        |
|-------------------|-------------------|------------------------|
| Sr                | Subject           | Compliance status      |
| 1                 | Name of signatory | SUBHASH DINKAR HELONDE |
| 2                 | Designation       | Managing Director      |

| <b>Signatory Details</b> |                        |
|--------------------------|------------------------|
| Name of signatory        | SUBHASH DINKAR HELONDE |
| Designation of person    | Managing Director      |
| Place                    | INDORE                 |
| Date                     | 09-01-2021             |

