

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: 11th October, 2019

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 30th September, 2019

Dear Sir/Madam,

Please find enclosed herewith Regulation 27(2) Corporate Governance Report for the quarter ending 30th September, 2019 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

General information about company	
Scrip code	000000
NSE Symbol	
MSEI Symbol	SUNAYANA
ISIN	INE724R01011
Name of the entity	SUNAYANA INVESTMENT CO LTD
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
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

No

Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN
ERMA HIVBADAN HIVKUMAR	AIBPV4118M	06948640	Non-Executive - Independent Director	Not Applicable		28-11-1987	30-09-2015			60	1	1	1	1	
IJAY IKKANNA LIDRA	ABTPU2133J	06948648	Non-Executive - Independent Director	Not Applicable		07-06-1986	30-09-2015			60	1	1	1	1	
NITA AZAD OHAT	AXBPB1349M	07846487	Non-Executive - Independent Director	Not Applicable		15-04-1981	14-02-2019			60	1	1	2	0	
UBHASH INKAR ELOONDE	ACDPH7363J	07847650	Executive Director	Chairperson	MD	05-05-1986	08-05-2019	11-05-2019		36	1	0	2	0	

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 ULIDRA	Non-Executive - Independent Director	Chairperson	22-10-2014		
2	06948640	VERMA SHIVBADAN SHIVKUMAR	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		

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		

Other Committee						
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							
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	11-05-2019				Yes	4	3
2	30-05-2019		18		Yes	4	3
3	11-06-2019		11		Yes	4	3
4		14-08-2019	63		Yes	4	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	30-05-2019				Yes	4	3
2	Audit Committee	14-08-2019	75			Yes	4	3

Annexure 1

V. Related Party Transactions

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	

Annexure 1

VI. Affirmations		
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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	SUBHASH DINKAR HELONDE
2	Designation	Managing Director

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	SUBHASH DINKAR HELONDE
2	Designation	Managing Director

Signatory Details

Name of signatory	SUBHASH DINKAR HELONDE'
Designation of person	Managing Director
Place	Indore
Date	11-10-2019

