



SHL/SEC/2018

October 06, 2018

Bombay Stock Exchange Limited
Listing Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze JeeJeeBhoy Towers, Dalal Street, Fort
Mumbai – 400 001.

Company Code: 537253

Sub. : Corporate Governance Report (Part I & III)- Regulation 27(2) for Q2-2018-19.

Dear Sir,

We are pleased to enclose herewith Corporate Governance Report (Part I and Part II) for the Second quarter ended September 30, 2018 as required under Regulation 27(2) of the SEBI (LODR) Regulations, 2015.

You are requested to find the above in order and oblige us.

Thanking you,

Yours sincerely,
for **SUNIL HEALTHCARE LIMITED**


SANTOSH KUMAR SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER
F-6817
New Delhi

CC: Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata- 700 001.

Encl.: As above.



Y/S

Sunil Healthcare Limited

Vijay Tower, 38E/252 - A, Shahpur Jat, Panchsheel Park Commercial Complex, New Delhi-110049

T: +91 11 49435555/00 F: +91 11 43850087 E-mail: info@sunilhealthcare.com Web.: www.sunilhealthcare.com

CIN No.: L24302DL1973PLC189662

Annexure I
COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : Sunil Healthcare Limited
2. Quarter Ending : September 30, 2018

I. Composition of Board of Directors									
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairpersons / Executive / Non-Executive/ independent/ Nominee)	Date of Appointment in the current term / cessation	Date of cessation	Tenure In (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee() including this listed entity	No of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	2	3	4	5	6	7	8	9	10
Mr.	Anil Khaitan	AFCPK7921H/00759951	Chairperson / Executive Director (Chairman cum Managing Director)	01.04.2017*	-	-	1	Nil	Nil
Mr.	Sanjay Kumar Kaushik	AFXPK4243F/00329013'	Non-Executive / Independent Director	27.09.2014	-	60 Month	2	2	Nil
Mr.	Ramesh Chander Khurana	AAAPK3707C/00017354'	Non-Executive / Independent Director	27.09.2014		60 month	1		1
Mr.	Rakesh Mohan	AAAPM1773G/07352915	Non-Executive / Independent Director	11.11.2016		60 month Approx.	2	Nil	1
Mr.	Bharatur Parthasarathy Srinivasan	AYQPS6922H/02543837	Non-Executive Non - Independent Director	31.01.2009	-	-	1	1	NIL



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Dr.	Lata Singh	AASPS0111 N/06947846	Non-Executive Non Independent Director	13.08.2014	-	-	1	Nil	Nil
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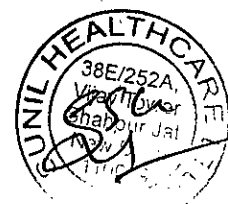
NOTE:-

- I. * Mr. Anil Khaitan was originally appointed as director of the Company as on 31.10.1984 and further re-appointed as the Chairman & Managing Director on 01.04.2017.

II. Composition of Committees		
Name of Committee	Name of Committee Member	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr. R. C. Khurana	Chairperson, Non-Executive Independent Director
	Mr. B. P. Srinivasan	Member, Non-Executive & Non Independent Director
	Mr. Sanjay Kaushik	Member, Non-Executive Independent Director
2. Nomination and Remuneration Committee	Mr. Rakesh Mohan	Chairperson, Non-Executive Independent Director
	Mr. Sanjay Kaushik	Member, Non-Executive Independent Director
	Dr. Lata Singh	Member, Non-Executive Non Independent Director
3. Stakeholder Relationship Committee	Mr. Rakesh Mohan	Chairperson, Non-Executive Independent Director
	Mr. Sanjay Kaushik	Member, Non-Executive Independent Director
4. Corporate Social Responsibility Committee	Mr. Rakesh Mohan	Chairperson, Non-Executive Independent Director
	Mr. R C Khurana,	Member, Non-Executive Independent Director
	Dr. Lata Singh	Member, Non-Executive Non Independent Director
	Mr. B P Srinivasan	Member, Non-Executive Non Independent Director

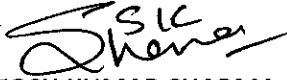
III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
May 25, 2018	August 13, 2018	79 Days

IV. Meeting of Committee			
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of quorum met (Details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee Meeting			
August 13, 2018	Yes (2 out of 3)	May 25, 2018	79 Days

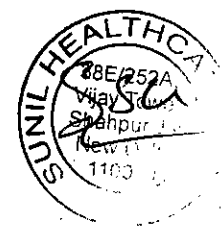


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V. Related Party Transaction	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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"> a. Audit Committee -Yes b. Nomination & Remuneration Committee-Yes c. Stakeholders Relationship Committee Yes d. Corporate Social Responsibility Committee-Yes e. Risk Management Committee (not applicable) <p>3. 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</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. The report submitted in the previous quarter has been placed before Board of Directors. There were no comments /observations/advice of Board of Directors on the said report.-Yes</p>
<p>FOR SUNIL HEALTHCARE LIMITED</p> <p></p> <p>SANTOSH KUMAR SHARMA COMPANY SECRETARY & COMPLIANCE OFFICER</p>

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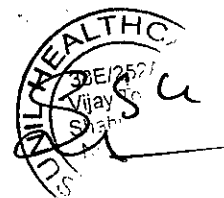
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Annexure III

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: Sunil Healthcare Limited
2. Quarter Ending : 30th September, 2018

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes (Preparation of Business Responsibility Report are not applicable on the Company)
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes (Chairman has authorised Mrs. Lata Singh, Member of the Nomination and Remuneration committee to attend the AGM)
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	YES
FOR SUNIL HEALTHCARE LIMITED <i>SSE</i> <i>06/10/2018</i> <i>New ell</i> SANTOSH KUMAR SHARMA COMPANY SECRETARY & COMPLIANCE OFFICER		



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