

**Date: 13/07/2024****To,****Department of Corporate Service  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-400001****SCRIPT CODE: 539574 (SUNSHINE CAPITAL LIMITED) INE974F01025.****Subject:- Submission of Voting Result under Regulations 44(3) of SEBI (Listing Obligations and Disclosure) Regulations, 2015 and Scrutinizer Report of Annual General Meeting for the Financial year ended on 31<sup>st</sup> March, 2024**

Dear Sir/Madam,

With reference to the above captioned subject, we are submitting the Voting Result as per Regulations 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer Report of the 30<sup>th</sup> Annual General Meeting of Sunshine Capital Limited held on **Friday, 12th day of July, 2024** through Video Conference and other Audio Visual Mode.

We request you to take the above on your records and acknowledge the same.

**For Sunshine Capital Limited****Mr. Surendra Kumar Jain  
Managing Director  
DIN: 00530035****Date: 13/07/2024****Place: Delhi****Encl.: a/a**

### General information about company

Scrip code	539574
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE974F01025
Name of the company	Sunshine Capital Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	12-07-2024
Start time of the meeting	12:30 PM
End time of the meeting	01:07 PM

### Scrutinizer Details

Name of the Scrutinizer	Parul Agrawal
Firms Name	Parul Agrawal & Associates
Qualification	CS
Membership Number	35968
Date of Board Meeting in which appointed	14-06-2024
Date of Issuance of Report to the company	12-07-2024

## Voting results

Record date	05-07-2024
Total number of shareholders on record date	52979
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	4
b) Public	33
<b>No. of resolution passed in the meeting</b>	<b>6</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval and Adoption of Audited Financial Statements of the Company for the year ended March 31, 2024 along with Auditors Report and Boards Report.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	57296000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	57296000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	984376000	232946435	23.6644	232941313	5122	99.9978	0.0022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	984376000	232946435	23.6644	232941313	5122	99.9978	0.0022
<b>Total</b>	<b>Total</b>	1041672000	232946435	22.3627	232941313	5122	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Mr. Surendra Kumar Jain (Holding DIN: 00530035) Who is retiring by rotation and eligible offers himself for reappointment as per Section 152(6) of Companies Act, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	57296000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	57296000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	984376000	232946435	23.6644	232941310	5125	99.9978	0.0022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	984376000	232946435	23.6644	232941310	5125	99.9978	0.0022
<b>Total</b>	<b>Total</b>	1041672000	232946435	22.3627	232941310	5125	99.9978	0.0022
<b>Whether resolution is Pass or Not.</b>							Yes	

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve amendments to Loan Agreements.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	57296000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	57296000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	984376000	232946435	23.6644	232941308	5127	99.9978	0.0022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	984376000	232946435	23.6644	232941308	5127	99.9978	0.0022
<b>Total</b>	<b>Total</b>	1041672000	232946435	22.3627	232941308	5127	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in the Authorised Share Capital of the company and Alteration of Capital Clause of Memorandum of Association of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	57296000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	57296000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	984376000	232946435	23.6644	232941310	5125	99.9978	0.0022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	984376000	232946435	23.6644	232941310	5125	99.9978	0.0022
<b>Total</b>	<b>Total</b>	1041672000	232946435	22.3627	232941310	5125	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issuance of upto 4,18,75,00,000 equity shares on preferential basis upon conversion of outstanding unsecured loan, to the persons belonging to promoter and promoter group and persons not forming part of the promoter and promoter group				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	57296000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	57296000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	984376000	232946435	23.6644	232941310	5125	99.9978	0.0022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	984376000	232946435	23.6644	232941310	5125	99.9978	0.0022
<b>Total</b>	<b>Total</b>	1041672000	232946435	22.3627	232941310	5125	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the Appointment of Mr. Luv Sharma (DIN: 09480544) as a Non-Executive Independent Directors of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	57296000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	57296000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	984376000	232946435	23.6644	232941313	5122	99.9978	0.0022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	984376000	232946435	23.6644	232941313	5122	99.9978	0.0022
<b>Total</b>	<b>Total</b>	1041672000	232946435	22.3627	232941313	5122	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

# Parul Agrawal & Associates.

## Company Secretaries

Add : 8/2, 3<sup>rd</sup> Floor, West Patel Nagar Delhi- 110008

M. No. +91-9554649629

Email : [csparulagwl@gmail.com](mailto:csparulagwl@gmail.com)



FORM NO. MGT – 13

Report of Scrutinizer

(Consolidated Result of Voting)

[Pursuant to Regulation 44 of SEBI ( Listing Obligation & Disclosure Requirement) Regulation, 2015 & Pursuant to Section 108 and 109 of the Companies, Act 2013 and read with Rule 20 and 21 (2) of the Companies (Management and Administration) Amendment Rule, 2015]

To,  
The Chairman

30<sup>th</sup> Annual General Meeting of the Shareholders of  
M/s Sunshine Capital Limited  
(L65993DL1994PLC060154)

Date of Meeting: 12<sup>th</sup> July, 2024

Time of Meeting: 12:30 PM

Conclusion of Meeting: 01:07 PM

Mode of Meeting: Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Subject: Scrutinizer's Report for the 30<sup>th</sup> Annual General Meeting of the Company

Dear Sir,

I, Parul Agrawal, Practicing Company Secretary, was appointed as a Scrutinizer in the Board Meeting of M/s Sunshine Capital Limited (L65993DL1994PLC060154), (hereinafter referred to as the "Company") held on **Friday, 14<sup>th</sup> June, 2024** in terms of the provisions of Section 108 and Section 109 of the Companies, act, 2013 read with Rule 20 and 21 of the Companies, (Management and Administration) Amendment Rules, 2015 for the purpose of scrutinizing and ascertaining the result of voting by electronic means i.e. remote E – voting at 30<sup>th</sup> Annual General Meeting of the Company on the resolution set out in the Notice dated 19<sup>th</sup> June, 2024 of the AGM of the Company held on Friday, 12<sup>th</sup> July, 2024 at 12:30 PM through Video Conferencing (VC)/ other Audio Visual Means (OAVM).

We submit our report as under:

1. The Company engaged Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of electronic voting to the shareholding of the Company. The Service provider provided the system for recording the votes of the shareholding electronically on all the items of business (Ordinary business & Special business) sought to be transacted in the 30<sup>th</sup> Annual General Meeting of the Company, which was held on Friday, 12<sup>th</sup> July, 2024. The Company had uploaded all the items on the website of service provider to facilitate the shareholders of the Company to cast their vote through e-voting. The Central



# Parul Agrawal & Associates.

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Depository Services (India) Limited (CDSL) had set up e-voting facility on their website <https://www.evotingindia.com/> .

2. As on the cut-off date for dispatch of Notice of Annual General Meeting, there were 52979 shareholders of the Company. The Notice of Annual General Meeting and circular for e-voting was sent through E-mail to all shareholders. SEBI vide their circular No.: SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May, 13, 2022, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/ HO/ CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") has provided the relaxation to all the listed entities in relation to compliance of provisions of Regulation 36 (1) (b) and (c) of SEBI (LODR) Regulations 2015, which prescribes, the requirement of sending physical copies of the Annual Report, Notice of Annual General Meeting and circular for e-voting to the shareholders.

In terms of relaxations provided by SEBI, hard copies of the Annual Report, Notice of Annual General Meeting and Circular for e-voting to the shareholders is not required to be sent in physical form. Notice of the AGM along with the Annual Report 2023-2024 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. There were no incremental shareholders who became member after E-Mail of notice.

3. The Notice of AGM contained the detailed procedure to be followed by the Shareholders who were desirous of casting their vote electronically as provided in the Rule 20(4)(iii)(A) to (c) of the Companies (Management and Administration) Amendment Rules, 2015.
4. The cut-off date for the purpose of identifying the Shareholders who were entitled to vote on the resolution placed for the approval of Shareholders was **05<sup>th</sup> July, 2024**. The Remote E-Voting facility was kept open from **09<sup>th</sup> July, 2024 (9:00 AM IST) till 11<sup>th</sup> July, 2024 (05:00 PM IST)**. However, no shareholders voted during AGM of the company.
5. Pursuant to Rule 20 (4) (v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an Advertisement, which was Published 21 days before the date of AGM in English Daily Open Search (English Newspaper) and Hindi Daily Open Search (Hindi Newspaper) dated **20<sup>th</sup> June, 2024**. The Newspapers carried the required information as specified in the Rule 20(4)(v)(a) to (h) of Companies (Management and Administration) Amendment Rules, 2015.
6. All the Shareholders of the Company voted through e-voting. So there was no requirement of Ballot box facility at the venue of Annual General Meeting.
7. As Scrutinizer, the e-voting carried by the Shareholders was duly conducted and result of voting through electronic means i.e. remote e-voting is annexed as Annexure-1.



# Parul Agrawal & Associates.

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8. All the Resolutions i.e. Ordinary & Special were mentioned in the Notice of the AGM dated 12<sup>th</sup> July, 2024, under the remote e-voting have been passed with requisite majority.

For and on behalf of

Parul Agrawal & Associates

Peer review Number: 3397/2023



Parul Agrawal  
(Practicing Company Secretary)

Membership No: 35968

COP: 22311

UDIN: A035968F000730860

Dated: 12/07/2024

Place: Delhi

# Parul Agrawal & Associates.

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Annexure -1

### CONSOLIDATED REPORT

#### AGENDA ITEM: 1

ADOPTION OF FINANCIAL STATEMENTS, DIRECTORS & AUDITORS REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2024.

#### ORDINARY BUSINESS:

(I) Voted in favour of the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
40	232941313	99.9978

(II) Voted against the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
13	5122	0.0022

(III) Invalid Vote

Total Numbers of members (in person or by proxy ) whose votes were declared invalid)	Total Number of valid votes cast
NIL	NIL



# Parul Agrawal & Associates.

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### AGENDA ITEM: 2

#### RE-APPOINTMENT OF MR. SURENDRA KUMAR JAIN, MANAGING DIRECTOR RETIRES BY ROTATION

#### ORDINARY BUSINESS:

##### (I) Voted in favour of the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
39	232941310	99.9978

##### (II) Voted against the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
14	5125	0.0022

##### (III) Invalid Vote

Total Numbers of members (in person or by proxy ) whose votes were declared invalid)	Total Number of valid votes cast
NIL	NIL



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### AGENDA ITEM: 3

#### APPROVAL OF AMENDMENTS TO LOAN AGREEMENTS:

#### SPECIAL BUSINESS:

##### (I) Voted in favour of the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
39	232941308	99.9978

##### (II) Voted against the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
14	5127	0.0022

##### (III) Invalid Vote

Total Numbers of members (in person or by proxy ) whose votes were declared invalid)	Total Number of valid votes cast
NIL	NIL



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### AGENDA ITEM 4:

**INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY**

### **SPECIAL BUSINESS:**

#### **(I) Voted in favour of the resolution**

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
39	232941310	99.9978

#### **(II) Voted against the resolution**

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
14	5125	0.0022

#### **(III) Invalid Vote**

Total Numbers of members (in person or by proxy) whose votes were declared invalid)	Total Number of valid votes cast
NIL	NIL



# Parul Agrawal & Associates.

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### AGENDA ITEM 5:

ISSUANCE OF UPTO 4,18,75,00,000 EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN, TO THE PERSONS BELONGING TO 'PROMOTER & PROMOTER GROUP' AND PERSONS NOT FORMING PART OF THE PROMOTER & PROMOTER GROUP

### SPECIAL BUSINESS

#### (I) Voted in favour of the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
39	232941310	99.9978

#### (II) Voted against the resolution

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
14	5125	0.0022

#### (III) Invalid Vote

Total Numbers of members (in person or by proxy) whose votes were declared invalid)	Total Number of valid votes cast
NIL	NIL



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### AGENDA ITEM 6:

**TO APPROVE THE APPOINTMENT OF MR. LUV SHARMA (DIN: 09480544) AS A NON-EXECUTIVE INDEPENDENT DIRECTORS OF THE COMPANY**

### **SPECIAL BUSINESS**

#### **(I) Voted in favour of the resolution**

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
40	232941313	99.9978

#### **(II) Voted against the resolution**

Number of Members Voted	Total Number of votes Cast by them	% of Total Number of valid votes cast
13	5122	0.0022

#### **(III) Invalid Vote**

Total Numbers of members (in person or by proxy) whose votes were declared invalid)	Total Number of valid votes cast
NIL	NIL



# Parul Agrawal & Associates.

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Combined Results of the Votes casted through remote e-Voting and Physical voting

Sr. No	Particulars	Details
1.	Name of the company	Sunshine Capital Ltd.
2.	CIN	L65993DL1994PLC060154
3.	Date & Day of Annual General Meetings(AGM)	Friday, July 12, 2024 at 12:30 P.M.
4.	Total No. of Shareholders on Cut- off date 05 <sup>th</sup> July,2024	52979
5.	No. of shareholders present in Meeting either in person or through proxy: - Promoters and Promoters Group - Public	NA
6.	No. of shareholders attended the meeting through Video Conferencing: - Promoters and Promoters Group - Public	4 33

All the resolutions stand passed under e-voting with the requisite majority.

For and on behalf of

Parul Agrawal & Associates

Peer review Number: 3397/2023



Parul Agrawal  
(Practicing Company Secretary)

Membership No: 35968

COP: 22311

UDIN: A035968F000730860

Dated: 12/07/2024

Place: Delhi