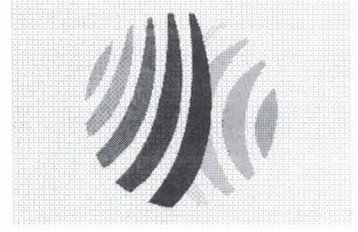


JOHNSON

PHARMACARE LIMITED

(Formerly Known as SUN AND SHINE WORLDWIDE LIMITED)
CIN: L51100GJ1994PLC022388



Registered Office Address -Regus, 1101-1106, Earth Arise, 11th Floor
Sarkhej Gandhinagar Highway, Makarba
Ahmedabad, Gujarat, India - 380015

E-Mail:sunandshineworldwideltd@gmail.com

Date: 16.05.2025

To,

Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the Financial Year 2024-25

In compliance with **SEBI Circular No. CIR/CFD/CMD1/27/2019** dated **February 8, 2019**, please find enclosed herewith Annual Secretarial Compliance Report of the Company for the financial year ended on 31 March 2025 issued by secretarial auditor Ms Preeti Jain, Practicing Company Secretaries.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,
FOR JOHNSON PHARMACARE LIMITED



RAMANLAL TRIVEDI
Director



JAIN PREETI & COMPANY

(Company Secretaries)

(A Peer Reviewed Firm) PR No : 5964/2024 Membership No: F13336, COP NO: 14964

ADDRESS: E-21, 286-287, Sector-3, Rohini, Delhi-110085
Mob.: 9953072474

To
The Board of Directors
JOHNSON PHARMACARE LIMITED
AHMEDABAD-380015

Sub.: Annual Secretarial Compliance Report for the Financial Year 2024-25

Dear Sir,

I, Preeti Jain, a Practicing Company Secretary, Proprietor of M/S Jain Preeti & Company having membership no.F13336, COP No. 14964 have been engaged by M/s. **JOHNSON PHARMACARE LIMITED (hereinafter CIN: L51100GJ1994PLC022388)** whose Equity Shares are listed on BSE Limited (BSE) to conduct an Audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019 including recent update by SEBI on said Circular, and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company records, devise proper systems to ensure Compliance with the provisions of all the applicable SEBI Regulations and Circulars/Guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify Compliance by the Company with the provisions of all applicable SEBI Regulations and Circulars/Guidelines issued from time to time and issue a Report thereon.

Our Audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involves such examinations and verifications considered and necessary and adequate for the said purpose. Annual Secretarial Compliance is attached herewith.



Date: 16.05.2025

Place: Delhi

ANNUAL SECRETARIAL COMPLIANCE REPORT

Secretarial compliance report of JOHNSON PHARMACARE LIMITED for the year ended 31st March, 2025

To
The Board of Directors
JOHNSON PHARMACARE LIMITED
AHMEDABAD-380015

We have examined:

- (a) All the documents and records made available to me and explanation provided by **M/s. JOHNSON PHARMACARE LIMITED** ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed company
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended on **March 31, 2025** ("Review Period") in respect of compliance with the provisions of;
 - 1.) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
 - 2.) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;- **Not Applicable during the review period**
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **-Not Applicable during the review period.**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014-**Not Applicable during the Review Period.**
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2008-**Not Applicable during the Review Period.**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable.



- i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act;
- j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009.
- k) Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (in relation to obligations of Issuer Company) to the extent applicable; Not Applicable during the review period

and circulars/ guidelines/Amendments issued there under, and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:
- Refer Annexure "A" annexed to the Report.
- b) The listed entity has taken the following actions to comply with the observations made in previous reports
- Refer Annexure "B" annexed to the Report.
- c) we hereby report that, during the review period the compliance status of the listed entity with the following requirements

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	Not Any
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	Not Any



3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/ information under a separate section on the website ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website 	<p>Yes</p> <p>Yes</p> <p>Yes</p>	<p>Not Any</p> <p>Not Any</p> <p>Not Any</p>
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	<p>Yes</p>	<p>Not Any</p>
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	<p>Not Applicable</p>	<p>Not Any</p> <p>Not Any</p>
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	<p>Yes</p>	<p>Not Any</p>
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	<p>Yes</p>	<p>NIL</p>
8.	Related Party Transactions: <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee,</p>	<p>Yes</p> <p>No Such Case</p>	<p>Not Any</p> <p>Not Any</p>



9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Not Any
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Not Any
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	Yes Action taken by the SEBI and imposed the penalty.	Company has paid certain amount of penalty and clear all the penalty very soon.
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	Not Any

Assumptions & Limitation of scope and Review:

- 1.) Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
- 2.) Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
- 3.) We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
- 4.) This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Date: 16.05.2025
Place: Ahmedabad



Annexure " A "

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued There under, except in respect of matters specified below:

Sr No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	SEBI(LODR) Regulation,2015 Regulation no.6	Regulation 6(1)	Company Secretary is not appointed	BSE Limited	Fine	Non appointment of Company Secretary	108560	The company will appoint the company secretary.	The company will appoint suitable candidate for Company Secretary soon.	NA

Annexure "B"

The listed entity has taken the following actions to comply with the observations made in previous reports

Com-pliance Require-ment (Regu- lations/ circulars/ guide- lines including specific clause)	Regu- lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser- vations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- sponse	Remarks
NA	NA	NA	NA	NA	NA	Na	NA	NA	NA

Date: 16.05.2025

Place: Delhi

For Jain Preeti & Co.
Company Secretaries



Membership No. -F13336
Peer Review No.:5964/2024
UDIN: F013336G000356096