

SUNRISE INDUSTRIAL TRADERS LIMITED

ANNUAL REPORT AND ACCOUNTS

2012 – 2013

FOURTY FIRST ANNUAL REPORT AND ACCOUNTS

2012 - 2013

BOARD OF DIRECTORS:

Shri D.B. Raheja	Chairman
Shri B. J. Sheth	Director
Shri S. B. Raheja	Director
Smt. N. J. Desai	Director

BANKERS:

Bank of India
Stock Exchange Branch,
Dalal Street, Fort,
Mumbai - 400 001

AUDITORS:

R. A. RAJANI & Co.
Chartered Accountants.
9, Ashiana, 31st Road,
Bandra,
Mumbai - 400 050

REGISTERED OFFICE:

503, Commerce House,
140, Nagindas Master Road,
Mumbai - 400 001

SUNRISE INDUSTRIAL TRADERS LIMITED

NOTICE

NOTICE is hereby given that the Forty First Annual General Meeting of SUNRISE INDUSTRIAL TRADERS LIMITED, will be held on Saturday, the 3rd August, 2013 at 11.00 a.m. at the Registered Office of the Company at 503, Commerce House, 140, Nagindas Master Road, Fort, Mumbai - 400 001, to transact the following Business as an **ORDINARY BUSINESS**:

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31st March, 2013 and the Audited Balance Sheet as at that date together with the Report of the Director and the Report of Auditors thereon.
2. To declare dividend on equity shares, if any.
3. To appoint a Director in place of Mr. S. B. Raheja, Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment and his retiring by rotation will not be treated as any break in his tenure as whole-time director of the company.
4. To appoint a Director in place of Mr. B. J. Sheth who retire by rotation and being eligible, offers herself for reappointment.
5. To pass, with or without, modification(s) the following as an Ordinary Resolution:

“RESOVED THAT M/s R. A. Rajani & Co., Chartered Accountants (Firm Regt. No. 114606W), Mumbai, be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and they be paid remuneration as mutually agreed between them and the Board of Directors of the Company and the said Auditors be paid out-of-pocket expenses incurred by them in connection with the audit of accounts of the Company.”

By Order of the Board

S. B. RAHEJA

Mumbai, 30-05-2013

Director

Notes:

- 1 Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a member of the company. Proxy in order to be effective must be lodged with the company not less than 48 hours before the meeting.
2. The Register of Members and the Register of Share Transfer shall remain closed from Wednesday, the 24th July, 2013 to Friday, the 2nd August, 2013 (both days inclusive).

DIRECTORS' REPORT

The Directors have pleasure in submitting the Forty First Annual Report together with the Audited Statement of Accounts for the year ended on 31st March 2013.

FINANCIAL RESULTS:

During the financial year under review, the Company has earned a Net Profit After Taxation of Rs.2,24,31,552/- (Previous Year : Net Profit After Taxation : Rs. 3,55,56,727/-).

DIVIDEND:

In order to conserve resources, the directors have not recommended any dividend for the year ended 31st March, 2013.

DIRECTORS:

As per Articles of Association of the company, Mr. S. B. Raheja & Mr. B. J. Sheth, Directors of the Company will retire by rotation and being eligible; offer themselves for re-appointment at the ensuing Annual General Meeting. The Board recommends their re-appointment. During the period under review, Mrs. C. J. Ahuja and Mrs. P. B. Raheja, Directors of the Company have resigned from directorship of the Company with effect from 1st March, 2013. The Board placed on record the valuable contribution made by them during their tenure as Directors of the Company.

NON-ACCEPTANCE OF DEPOSITS:

The Company not accepted any public deposits during the financial year.

DIRECTORS RESPONSIBILITY STATEMENT:

As required under section 217(2AA) of the Companies Act, 1956, Your Directors hereby confirm that:

- In preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- Such accounting policies have been selected and they have been consistently applied them and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2013 and of its Profit for the year ended on that date;
- Proper and sufficient care for the maintenance of adequate accounting records have been taken in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities,
- The annual accounts are prepared on "going concern basis".

PARTICULARS OF EMPLOYEES:

None of the employees of your company is drawing remuneration of Rs.5,00,000/- per month or Rs.60.00 Lakhs per annum as limits laid down under the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

PARTICULARS UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956:

The relevant information pursuant to Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 are not applicable to the Company as the Company is carrying on Investment & share trading business. There was no foreign exchange earning and outgo during the year under report.

SECRETARIAL COMPLIANCE CERTIFICATE:

In compliance of the provisions of section 383A of the Companies Act, 1956, the company has obtained a compliance certificate from a Practising Company Secretary for the year ended 31st March, 2013 and the same is annexed hereto.

AUDITORS:

You are requested to re-appoint the Auditors M/s. R. A. Rajani & Co. (Firm Regt. No. 114606W) from the conclusion of this General Meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration. M/s. R. A. Rajani & Co. have furnished certificate under Section 224(1-B) of the Companies Act, 1956 of their eligibility for the re-appointment.

REPORT ON CORPORATE GOVERNANCE:

A report on Corporate Governance approved by the Board of Directors of the Company and a certificate from Mr. Kishor V. Ved, Practising Company Secretary, Mumbai, for the year ended 31st March, 2013 is set out in the Annexure to the Directors' report. The Company has fully complied with the Corporate Governance practices specified under the Companies Act, 1956 and the Listing Agreement with Bombay Stock Exchange.

For and on behalf of the Board of Directors.

COMPLIANCE CERTIFICATE

[Under Section 383A of the Companies Act, 1956 & Rule 3 of the Companies (Compliance Certificate) Rules, 2001]

REGISTRATION NO. : L67120MH1972PLC015871
AUTHORISED CAPITAL : Rs. 50,00,000/-
PAID-UP CAPITAL : Rs. 49,90,000/-

To,
The Members,
Sunrise Industrial Traders Limited
503, Commerce House,
140, N. M. Road, Fort,
Mumbai - 400 023

I have examined the registers, records, books and papers of SUNRISE INDUSTRIAL TRADERS LIMITED ('the Company') as required to be maintained under the Companies Act, 1956 ('the Act') and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2013 ('financial year'). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company and its officers, I certify that in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers / records stated in Annexure "A" to this certificate as per applicable provisions of the Act and rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure "B" to this certificate, with the Registrar of Companies within the time prescribed under the Act and the rules made there under.
3. The Company is a public limited company and has maintained minimum prescribed paid up capital.
4. The Board of Directors duly met 7 (Seven) times on 28th May, 2012, 28th July, 2012, 1st September, 2012, 29th October, 2012, 18th November, 2012, 28th January, 2013 and 1st March, 2013 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed including circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from 20-08-2012 to 31-08-2012 (both days inclusive) and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on 1st September, 2012, after giving due notice to the members of the Company and the resolutions including circular resolutions passed thereat were duly recorded and signed in the Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans either to its directors or persons or firms or companies referred in the Section 295 of the Act.

9. The Company has duly complied with the provisions of Section 297 of the Act in respect of contracts specified in that section.
10. The Company has made necessary entries in the register maintained under Section 301(3) of the Act.
11. The Company has obtained necessary approvals from the Board of Directors and members pursuant of Section 314 of the Act and the Company is not required to obtain the approval of the Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13.
 - (i) There is no allotment and transmission of shares during the financial year. The Company has delivered all the share certificates on lodgment thereof for transfer in accordance with the provisions of the Act.
 - (ii) The Company has not deposited any amount in separate bank accounts as no dividend is declared during the financial year.
 - (iii) The Company was not required to pay and post warrants for dividends to any member of the Company as no dividend was declared during the financial year. In view of that provision of the Act relating to transfer of un-claimed / un-paid dividend amount to un-paid dividend account of the company is not applicable to the Company.
 - (iv) The provisions of the Act relating to transfer of amount remaining in un-paid Dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained un-claimed or un-paid for a period of seven years to Investor Education and Protection Fund are not applicable to the Company.
 - (v) The Company has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. During the financial year, the Company has not appointed any additional directors, alternate directors and directors to fill casual vacancy.
15. The Company has not appointed any managing director / manager during the financial year and the Company is not required to obtain the approval of the Central Government for the same.
16. The Company has not appointed any sole-selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and / or such other authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures of the Company during the financial year.

22. There was no transaction necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A of the Act during the financial year.
24. The Company has not made any borrowings during the financial year and hence, do not attract provisions of Section 293(1)(d) of the Act.
25. The Company has made investments or loans or advances or made or given guarantees or provided securities to other bodies corporate. It may be noted that provisions of Section 372A of the Act do not apply to the Company being an investment company.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the financial year.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the financial year.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the financial year.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the financial year.
30. The Company has not altered its Articles of Association during the financial year.
31. During the financial year, no prosecution has been initiated against the Company and the Company has not received any show cause notice and no fines or penalties or any other punishment was imposed on the Company for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. As explained to me, the Provident Fund Act is not applicable to the Company.

Place : Mumbai

Signature :

Date : 30-05-2013

Name of Practising Company Secretary : KISHOR V. VED

F. C. S. No. : 5411 & C.P. No. : 4691

Annexure to Compliance Certificate for the year ended 31st March, 2013 of M/s. Sunrise Industrial Traders Limited.

Annexure A : Registers / Records as maintained by the Company –

NAME OF THE REGISTER

Register of Members and index U/s. 150(1)

Copies of Annual Returns prepared u/s. 163(1)

Minutes of Meeting of the Board of Directors and proceedings of the General Meetings U/s. 193(1)

Books of Accounts U/s.209(1)

Register of Contracts U/s.301(1)

Register of Directors U/s. 303

Register of Directors' shareholdings U/s.307(1)

Register of Directors attendance at Board Meetings & Committee meetings

Register of application and allotment of shares

Register of Transfer of shares

Register of Members' Attendance at General Meetings.

Annexure B : Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ended 31st March, 2013:

Sr. No.	Form No. / Return	Filed under relevant Section of the Act.	Particulars	Date of filing	Whether filed within prescribed time. Yes / No	If delay in filing whether requisite additional fee paid Yes/N. A.
1	66	383A	Compliance Certificate for the Financial year ended 31-03-2012	05.09.2012	Yes	Not Applicable
2	20B	159	Annual Return dated 01-09-2012	10.09.2012	Yes	Not Applicable
3	23AC & 23ACA	220(1)	Balance Sheet as at 31-03-2012	12.10.2012	Yes	Not Applicable
4	32	303(2)	Resignation of Mrs. C. J. Ahuja and Mrs. P. B. Raheja as Directors w.e.f. 1 st March, 2013	04.03.2013	Yes	Not Applicable

Place : Mumbai

Signature :

Date : 30-05-2013

Name of Practising Company Secretary : KISHOR V. VED

F. C. S. No. : 5411 & C.P. No. : 4691

SUNRISE INDUSTRIAL TRADERS LIMITED

REPORT ON CORPORATE GOVERNANCE

Sunrise Industrial Traders Limited (SITL) seeks to adopt good corporate governance practices and to ensure compliance with all relevant laws and regulations. The Company conducts its activities in a manner that is fair and transparent and also perceived to be such by others.

Board of Directors :

As on 31st March, 2013, the Board of Directors of the Company comprised of 4 members, the details of which are as under :

Name	Category (Designation)	No of outside Directorships held	As chairman/ member of Board committees
Mrs. Pushpa B. Raheja (*)	Promoter - Non-Executive Director	NIL	NIL
Mrs. Chandni J. Ahuja (*)	Chairperson - Non-Executive Director	NIL	NIL
Mr. Suresh B. Raheja	Whole-time Director	NIL	NIL
Mr. Dhanesh B. Raheja	Chairman - Non-Executive Director	1	NIL
Mr. Bhupatlal J. Sheth	Independent - Non-Executive Director	NIL	NIL
Mrs. Nita J. Desai	Independent - Non-Executive Director	NIL	NIL

(*) Ceased to be Directors of the Company due to resignation w.e.f.1st March, 2013

Note:

- (1) Private Limited Companies, Foreign Companies and Companies constituted under Section 25 of the Companies Act, 1956 are excluded for the above purpose.
- (2) Only Audit Committee, Investors' Grievance Committee and Remuneration Committee are considered for the purpose of Committee positions as per Listing Agreement.

Responsibilities :

The Board of Directors represents the interests of the company's shareholders in optimizing long-term value by providing the management with guidance and strategic direction on behalf of the shareholders. The Board's mandate is to oversee the Corporation's strategic decision, review corporate performance, authorize and monitor strategic investments, ensure regulatory compliance and safeguard shareholder interest. These Board members ensure that their other responsibilities do not impinge on their responsibility as Directors of SITL.

Board meetings :

The meetings of the Board of Directors held in Mumbai and are scheduled well in advance and the notice is given in writing to each Director well in advance. The members of the Board enjoy a complete access to all information of the company.

During the financial year 2012-2013, the Board of SITL met on 7 (Seven) times on 28th May, 2012, 28th July, 2012, 1st September, 2012, 29th October, 2012, 18th November, 2012, 28th January, 2013 and 1st March, 2013. The maximum gap between any two board meetings was less than four months. The attendance record of each Director at the Board meetings and the last Annual General Meeting is given below:

Names of Directors	Board meetings		Attendance at last AGM
	Held	Attended	
Mrs. Chandni J. Ahuja	7	7	Yes
Mrs. Pushpa B. Raheja	7	NIL	No
Mr. Suresh B. Raheja	7	7	Yes
Mr. Dhanesh B. Raheja	7	7	Yes
Mr. Bhupatlal J. Sheth	7	7	Yes
Mrs. Nita J. Desai	7	7	No

Board committees:

Audit committee:

The Audit Committee comprises of Mr. Bhupatlal J. Sheth (Chairman), Mrs. Nita Jayesh Desai (Independent) and Mr. Dhanesh B. Raheja. These members possess a sound knowledge of financial, accounting, audit and company law. The functions of the Audit Committee include reviews, acts and reports to the Board of Directors with respect to:

- Various auditing and accounting matters,
- Review of annual budgets,
- Annual internal audit plan,
- Compliance with legal and statutory requirements including accounting standards,
- Review of investment guidelines, and
- Major accounting policies and practices.

The Audit Committee reviews the quarterly, half-yearly and yearly financial results with the management before submitting it to the Board for its consideration and approval. The Audit Committees met 4 (Four) times on 28th May, 2012, 28th July, 2012, 29th October, 2012 and 28th January, 2013. Mr. Bhupatlal J. Sheth acted as the Chairman of the Audit Committee.

Name	Audit Committee meetings	
	Held	Attended
Mr Bhupatlal J. Sheth (Chairman – Independent Director)	4	4
Mrs. Nita Jayesh Desai (Member – Independent Director)	4	4
Mr. Dhanesh B. Raheja (Member – Non-Executive Director)	4	4

Remuneration Committee:

The Company has not set-up the Remuneration Committee. The Board of Directors of the company has approved remuneration of a Director who is not a managing director.

Remuneration to Directors:

The Directors of the Company have received remuneration by way of sitting fees for attending board and audit committee meetings, the details of which are under :

Name of Directors	Relation with SITL	Remuneration paid during the year 2012-2013			
		Sitting fees	Salary & perquisites	Commission	Total
Mrs. Chandni J. Ahuja (*)	Non-Executive Chairperson & Promoter	1,500.00	NIL	NIL	1,500.00
Mrs. Pushpa B. Raheja (*)	Non Executive Director & Promoter	NIL	NIL	NIL	NIL
Mr. Suresh B. Raheja	Whole-time Director	NIL	28,20,000.00	NIL	28.20,000.00
Mr. Dhanesh B. Raheja	Chairman - Non Executive Director	2,750.00	NIL	NIL	2,750.00
Mr. Bhupatlal J. Sheth	Independent & Non Executive Director	2,750.00	NIL	NIL	2,750.00
Mrs. Nita J. Desai	Independent & Non Executive Director	2,750.00	NIL	NIL	2,750.00

(*) Ceased to be Directors of the Company w.e.f. 1st March, 2013

Shareholders/Investors' Grievances Committee:

The Shareholders/Investors' Grievance Committee comprises of Mr. Bhupatlal J. Sheth (as Chairman) and Mrs. Nita J. Desai and Mr. Dhanesh B. Raheja as members. This committee is authorised to approve the transfer / transmission of shares and monitors all the investor grievances. However, the Board of Directors at their respective meetings approves the transfer / transmission of shares. The Company has not received any grievances during the financial year.

Annual General Meetings:

The 41st Annual General Meeting (AGM) of the Company will be held on Saturday, the 3rd August, 2013 at 11.00 a.m. at 503, Commerce House, 140, Nagindas Master Road, Fort, Mumbai - 400 023. The last three AGMs were held at the same location at the same time on 14th August, 2010 and 13th August, 2011 and 1st September, 2012 and no special resolutions have been passed at the said AGMs. No resolution was passed during the financial year through Postal Ballot.

Disclosures:

No transaction of a material nature transpired between the company and its promoters, Directors, management or their relatives that could have represented a potential conflict with the interest of the company. The register of contracts containing the transactions in which the Directors are interested was placed regularly before the Board. There were no pecuniary transactions with the independent / non-executive Directors, other than the payment of remuneration.

CEO/CFO certification:

The Non-Executive Chairman and Non-Executive Director have certified to the Board that :

- a) They have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs as on 31st March, 2013 and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of their knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- c) They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company and have reported to the auditors and the Audit Committee, that they are not aware of any deficiencies in the design or operation of such internal controls. In the event such deficiencies do arise, the same shall be reported to the auditors and the Audit Committee forthwith.
- d) They have indicated to the auditors and the Audit committee that there have been -
 - (i) no changes in internal control during the year;
 - (ii) no changes in accounting policies during the year; and
 - (iii) no instances of significant fraud of which they have become aware and or the involvement therein of any of the management or an employee of the Company.

The Non-Executive Chairman has given a declaration to the effect that all Board Members have confirmed compliance with code of conduct during the year ended 31st March, 2013.

Means of communication:

The quarterly unaudited financial results are generally published in the Financial Express (in English) and Mumbai Mitra (in Marathi), a vernacular newspaper. All material information about the company was sent through facsimile to the Bombay Stock Exchange, where the company's shares are listed and released for dissemination to the public at large.

General shareholders' information:

Registered Office (address for correspondence)	503, Commerce House, 140, Nagindas Master Road, Fort, Mumbai - 400 023 Tel. No.2267 2847
41 st Annual General Meeting	Saturday, the 3 rd August, 2013 at 11.00 a.m. at the Registered office
Financial year	31 st March, 2013
Book closure	Wednesday, the 24 th July, 2013 to Friday, the 2 nd August, 2013 (both days inclusive)
Dividend payment date	Not Applicable
Stock Exchanges where the Company's share are listed	Bombay Stock Exchange Limited Annual listing fees for the year 2013-2014 have been paid to the Bombay Stock Exchanges Limited.
Stock code at BSE	501110
Demat ISIN Numbers for Equity Shares	Not obtained. All the shares of SITL are held in physical mode

Unclaimed dividends:

As of 31st March 2013, there is no unclaimed dividend.

Market price data: -

Month	SITL at BSE		SITL price movement (%)	
	High	Low		
Apr. 2012	5.52	5.52	NIL	NIL
May 2012	5.52	5.52	NIL	NIL
June 2012	5.52	5.52	NIL	NIL
July 2012	5.52	5.52	NIL	NIL
Aug. 2012	5.52	5.52	NIL	NIL
Sep. 2012	5.52	5.52	NIL	NIL
Oct. 2012	5.52	5.52	NIL	NIL
Nov. 2012	5.52	5.52	NIL	NIL
Dec. 2012	5.52	5.52	NIL	NIL
Jan. 2013	5.52	5.52	NIL	NIL
Feb. 2013	5.52	5.52	NIL	NIL
Mar. 2013	5.52	5.52	NIL	NIL

Share transfer system:

We have no Registrar and Transfer Agents as we have an in-house share transfer department at the Registered Office of the Company. All the shares of the Company are in physical form and the registration of share transfers in physical form completed within 15 days of the receipt of the completed documents. Invalid share transfers were returned within 15 days of receipt.

Registrar & Share Transfer Agent:

In-house Share Transfer Department
Sunrise Industrial Traders Limited
503, Commerce House,
140, Nagindas Master Road, Fort, Mumbai - 400 023

Distribution schedule as on 31st March 2013: -

Equity shares held	No. of Shareholders	% of shareholders	No. of Equity Shares	% of shareholding
1 to 10,000	415	99.05%	230400	46.17%
10,001 and above	4	0.95%	268600	53.83%
Total	419	100.00%	499000	100.00%

Category of shareholders as on 31 March 2013:

Category	Nos. of Shares held	Voting Strength (%)
A. Promoter's Holding		
- Indian Promoters	150	00.03%
- Persons Acting in Concert	2,81,700	56.45%
B. Non Promoter's Holding		
- Mutual Funds and UTI	NIL	NIL
- Banks, financial institutions, companies (Central/ State Government, Non Government Institutions)	NIL	NIL
- FIIs	NIL	NIL
C. Others		
- Private corporate bodies	NIL	NIL
- Indian public	2,17,150	43.52%
- NRIs/ OCBs	NIL	NIL
Total	499000	100.00%

Dematerialisation of shares:

As of 31st March, 2013, none of the issued shares of the Company are in dematerialization form and 4,99,000 (i.e. 100%) equity shares of the Company are in physical mode. We have no GDR's / ADR's or any commercial instrument.

Certification under Clause 49(I)(D) of the Listing Agreement:

All the Board Members have affirmed compliance of the Code of Conduct for Sunrise Industrial Traders Limited for the financial year ended 31st March, 2013. All the Board Members have affirmed that the Company is fully compliant with the applicable mandatory requirements of Clause 49.

**For and on behalf of the Board
For Sunrise Industrial Traders Limited**

Mumbai, 30-05-2013

**Suresh B. Raheja
Director**

CS KISHOR V. VED
B. Com., F.C.S.
Practising Company Secretary
Flat No. 102, 1st Floor, Nageshwar Krupa, Ratan Bhuvan No.2 CHSL, Garden Lane,
Ghatkopar (W), Mumbai - 400 086

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE
UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

The Members
Sunrise Industrial Traders Limited
503, Commerce House,
140, Nagindas Master Road,
Fort, Mumbai – 400 023

I have examined all relevant records of Sunrise Industrial Traders Limited for the compliance of conditions of Corporate Governance for the year ended 31st March, 2013 as stipulated in Clause 49 of the Listing Agreement with the Bombay Stock Exchange Limited.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination has been limited to a review of procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. This Certificate is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my knowledge and accordingly to the explanations given to me and based on representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Clause 49 of the Listing Agreement.

I state that such compliance is neither an assurance as future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company..

(KISHOR V. VED)
Practising Company Secretary
F. C. S. No. 5411 & C. P. No. 4691

Mumbai, 30th May, 2013

SUNRISE INDUSTRIAL TRADERS LIMITED

Auditors' Report

To the Members of
Sunrise Industrial Traders Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Sunrise Industrial Traders Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by Section 227(3) of the Act, we report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- d) in our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in section 211(3C) of the Act;
- e) On the basis of the written representations received from the directors as on March 31, 2013, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of Section 274(1)(g) of the Act.

For **R.A. RAJANI & Co.**
Firm Registration No.: 114606W
Chartered Accountants

(R. A. RAJANI)
Proprietor.
M.No. 48441

Mumbai . 30th May,2013.

Annexure to Auditors' Report

Referred to in Paragraph 1 under the heading of "report on other legal and regulatory requirements" of our report of even date

1. This being an Investment Specified Company, this report includes matters stipulated in the above-mentioned order as far as applicable to this company.
2. In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c) In our opinion, the Company has not disposed off a substantial part of its fixed assets during the year and the going concern status of the Company is not affected.
 - d) None of the Fixed Assets have been revalued by the company during the year.
3. In respect of the loans, secured or unsecured, granted or taken by the Company to / from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956:
 - a) The Company has not taken loans from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and/or from the companies under the same management as defined under sub-section (1B) of Section 370 of the Companies Act, 1956.
 - b) The Company has not granted any loans secured or unsecured to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and/or to the Companies under the same management as defined under sub-section (1B) of section 370 of the Companies Act, 1956.
4. The company has not granted any loans or advances in the nature of loans to any party.
5. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase and sale of shares and securities and fixed assets .
6. In respect of the contracts or arrangements referred to in Section 301 of the Companies Act, 1956:
 - (a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
 - (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts / arrangements entered in the Register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rs. 5,00,000 in respect of each party during the year have been made at prices which appear reasonable as per information available with the Company.
7. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (vi) of paragraph 4 of the Order are not applicable to the Company.
8. The Company does not have any internal audit system.
9. We are informed that the provision of Provident Fund and Employees State Insurance Act are not applicable to the Company
10. In respect of statutory dues:
 - a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess, and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and

explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2013 for a period of more than six months from the date of becoming payable.

b) The disputed statutory dues aggregating Rs.16,50,885/- that have not been deposited on account of disputed matters pending before appropriate authorities are as under:

Name of the Statute	Nature of Dues	Forum where dispute is pending	Rs.	Period to which it relates
The Income Tax Act, 1961	Income Tax	Income Tax Commissioner (Appeals)- Mumbai	65,098/-	Assessment Year 2007-08
		Income Tax Appellate Tribunal Mumbai	6,30,467/-	Assessment Year 2009-10
		Income Tax Commissioner (Appeals)- Mumbai	9,55,320/-	Assessment Year 2010-11

11. The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the immediately preceding financial year.

12. In our opinion and according to the explanations given to us and based on the information available, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.

13. In our opinion, the Company is not a chit fund / nidhi / mutual benefit fund / society. Therefore, the provisions of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.

14. The Company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, securities, debentures and other investments have been held by the Company in its own name.

15. The Company has not given guarantees for loans taken by Others from banks and financial institutions.

16. The Company has not raised any monies by way of public issues during the year.

17. On the basis of our examination of books of accounts and according to the information and explanation given to us there are no personal expenses charged to the Revenue Account for the year, other than those covered by contracted obligations or those in accordance with accepted business practice.

18. In our opinion and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the year.

For **R.A. RAJANI & Co.**
Firm Registration No.: 114606W
Chartered Accountants

(R. A. RAJANI)
Proprietor.
M.No. 48441

Mumbai. 30th May, 2013.

SUNRISE INDUSTRIAL TRADERS LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2013

Particulars	Note No.	As at 31st March, 2013		As at 31st March, 2012	
		Rs.	Rs.	Rs.	Rs.
I. EQUITY AND LIABILITIES					
(1) Shareholders' funds					
(a) Share capital	1	49,90,000.00		49,90,000.00	
(b) Reserves and surplus	2	45,57,08,185.43		43,32,93,204.23	
(c) Money received against share warrants		-	46,06,98,185.43	-	43,82,83,204.23
(2) Share application money pending allotment			-		-
(3) Non-current liabilities					
(a) Long-term borrowings		-		-	
(b) Deferred tax liabilities (Net)		-		-	
(c) Other Long term liabilities		-		-	
(d) Long-term provisions		-	-	-	-
(4) Current liabilities					
(a) Short-term borrowings		-		-	
(b) Trade payables		-		-	
(c) Other current liabilities	3	3,36,171.00		15,000.00	
(d) Short-term provisions			3,36,171.00		15,000.00
TOTAL			46,10,34,356.43		43,82,98,204.23
II. ASSETS					
(1) Non-current assets					
(a) Fixed assets					
(i) Tangible assets	4	5,70,639.00		3,52,196.00	
(ii) Intangible assets		-		-	
(iii) Capital work-in-progress		-		-	
(iv) Intangible assets under development		-	5,70,639.00	-	3,52,196.00
(b) Non-current investments	5		11,09,29,834.39		12,83,80,633.95
(c) Deferred tax assets (net)					
(d) Long-term loans and advances					
(e) Other non-current assets	6		5,866.00		5,866.00
(2) Current assets					
(a) Current investments	7		32,66,44,237.61		29,52,33,959.20
(b) Inventories					
(c) Trade receivables					
(d) Cash and cash equivalents	8		11,31,597.68		13,95,293.42
(e) Short-term loans and advances					
(f) Other current assets	9		2,17,52,181.75		1,29,30,255.66
TOTAL			46,10,34,356.43		43,82,98,204.23

Per our Report Attached
For R. A. RAJANI & Co.
Firm Registration No. : 114606W
Chartered Accountants

R. A. RAJANI
Proprietor
M.No. 48441

S. B. RAHEJA
Director

B. J. SHETH
Director

MUMBAI
Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITEI

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

Particulars	Note No.	For the Year Ended 31.03.2013	For the Year Ended 31.03.2012
		Rs.	Rs.
Income:			
I. Revenue from operations	10	2,22,11,046.99	4,18,97,564.17
II. Other income	11	1,05,70,500.67	33,23,236.05
III. TOTAL REVENUE (I+II)		3,27,81,547.66	4,52,20,800.22
Expenses:			
Cost of material consumed		-	-
Changes in inventories of finished goods, work in progress and Stock-in-Trade		-	-
Employee benefits expense	12	42,07,442.00	25,40,027.00
Finance costs		-	-
Depreciation and amortization expense	4	82,898.00	77,303.00
Other expenses	13	4,99,678.46	4,40,585.00
IV. TOTAL EXPENSES		47,90,018.46	30,57,915.00
V. Profit before exceptional and extraordinary items and tax (III-IV)		2,79,91,529.20	4,21,62,885.22
VI. Exceptional items		-	-
VII. Profit before extraordinary items and tax (V - VI)		2,79,91,529.20	4,21,62,885.22
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII- VIII)		2,79,91,529.20	4,21,62,885.22
X. Tax expense:			
(1) Current tax		55,59,977.00	66,06,158.00
(2) Deferred tax		-	-
XI. Profit (Loss) for the period from continuing operations (IX-X)		2,24,31,552.20	3,55,56,727.22
XII. Profit (Loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit/(loss) from Discontinuing operations (after tax)		-	-
XV. Profit (Loss) for the period (XI + XIV)		2,24,31,552.20	3,55,56,727.22
XVI. Earnings per equity share:			
(1) Basic		44.95	71.26
(2) Diluted		44.95	71.26

Per our Report Attached
For R. A. RAJANI & Co.
 Firm Registration No. : 114606W
 Chartered Accountants

R. A. RAJANI
 Proprietor
 M.No. 48441

S. B. RAHEJA
 Director

B. J. SHETH
 Director

MUMBAI
Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

<u>Notes to Balance Sheet:</u>		31st March, 2013	31st March, 2012
		Rs.	Rs.
1	<u>CAPITAL:</u>		
Authorised:			
5,00,000 Equity Shares of Rs.10/- each		50,00,000.00	50,00,000.00
Issued,Subscribed & Paid-up:			
4,99,000 Equity Shares of Rs.10/- each Fully paid up.		49,90,000.00	49,90,000.00
Disclosure pursuant to Note No.6(A) of Part I of Schedule VI of the Companies Act,1956.			
A. The details of Shareholders holding more than 5% shares:			
Name of Shareholders		No. of Shares	% held
Suresh Raheja		134300	26.91
Dhanesh Raheja		134300	26.91
B. Details of shares in respect of each class in the company held by its holding company.			Not Applicable
C. The reconciliation of the number of shares outstanding is set out below:			
Particulars		No. of Shares	No. of Shares
Equity Shares at the beginning of the year		4,99,000	4,99,000
Add : Shares issued during the year		-	-
Less: Shares bought back during the year		-	-
Equity Shares at the end of the year		4,99,000	4,99,000
D. Disclosure pursuant to Note No.6 (A) (i) of Part I of Schedule VI to the Companies Act, 1956 regarding Equity Shares issued without payment being received in cash & disclosure pursuant to Note No.6(A)(k) of Part I of Schedule VI regarding unpaid calls are Not Applicable			
2	<u>RESERVES & SURPLUS:</u>		
<u>General Reserve:</u>			
As Per last Balance Sheet		43,32,93,204.23	39,76,60,194.01
Transfer from Profit & Loss A/c		2,24,31,552.20	3,55,56,727.22
Previous year /others adjustments		(16,571.00)	76,283.00
		45,57,08,185.43	43,32,93,204.23
3	<u>OTHER CURRENT LIABILITIES</u>		
<u>Provisions :</u>			
For Audit Fees		15,000.00	15,000.00
For Expenses		3,321.00	-
For TDS Payable		3,17,850.00	-
		3,36,171.00	15,000.00
4	<u>FIXED ASSETS:</u> As per Page No 21	5,70,639.00	3,52,196.00
5	<u>NON CURRENT INVESTMENTS:</u> As Per Page No 22	11,09,29,834.39	12,83,80,633.95
6	<u>OTHER NON CURRENT INVESTMENTS</u>		
Deposit BEST Undertaking		5,866.00	5,866.00
7	<u>CURRENT INVESTMENTS :</u> As per Page No. 22	32,66,44,237.61	29,52,33,959.00
8	<u>CASH & CASH EQUIVALENTS:</u>		
Cash on Hand		12,006.20	23,656.10
In Current A/c with Schedule Bank		11,19,591.48	13,71,637.32
		11,31,597.68	13,95,293.42

For R. A. RAJANI & Co.
Firm Registration No. : 114606W
Chartered Accountants

R. A. RAJANI
Proprietor
M.No. 48441

S. B. RAHEJA
Director

B. J. SHETH
Director

MUMBAI
Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

<u>Notes to Balance Sheet:</u>		<u>31st March, 2013</u>	<u>31st March, 2012</u>
		<u>Rs.</u>	<u>Rs.</u>
9 OTHER CURRENT ASSETS:			
Accured Interest		1,17,60,919.19	75,69,721.63
Accured Inttrest - Tax Free		14,80,063.02	6,43,364.03
Application - Shares		20,00,000.00	
<u>Taxes Paid:</u>			
31-03-2009	5,87,794.00	5,87,794.00	
31-03-2011	17,837.00	17,837.00	
31-03-2012	25,872.00	25,872.00	
31-03-2013	20,511.54	-	
<u>Advance Tax- SA Tax:</u>			
31-03-2006	1,41,972.00	1,41,972.00	
31-03-2007	17,72,135.00	17,72,135.00	
31-03-2008	5,50,000.00	5,50,000.00	
31-03-2010	39,22,315.00	39,22,315.00	
31-03-2011	66,87,269.00	66,87,269.00	
31-03-2012	78,33,495.00	60,00,000.00	
31-03-2013	55,00,000.00	-	
	2,70,59,200.54	1,97,05,194.00	
Less: Provision for Taxation.			
31-03-2007	18,71,894.00	18,71,894.00	
31-03-2008	1,58,913.00	1,58,913.00	
31-03-2009	3,31,894.00	3,31,894.00	
31-03-2010	39,22,315.00	39,22,315.00	
31-03-2011	20,96,850.00	20,96,850.00	
31-03-2012	66,06,158.00	66,06,158.00	
31-03-2013	55,59,977.00	-	
	2,05,48,001.00	65,11,199.54	47,17,170.00
		<u>2,17,52,181.75</u>	<u>1,29,30,255.66</u>

For R. A. RAJANI & Co.
Firm Registration No. : 114606W
Chartered Accountants

R. A. RAJANI
Proprietor
M.No. 48441

S. B. RAHEJA
Director

B. J. SHETH
Director

MUMBAI
Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

	<i>For the Year Ended 31st March, 2013</i>	<i>For the Year Ended 31st March, 2012</i>
<u>Notes to Profit & Loss Account:</u>		
10 <u>INCOME FROM OPERATIONS:</u>		
LTC Gain on Bonds / Mutual Fund	-	1,83,46,758.94
STC Gain on Equity /Mutual Fund	5,95,797.03	4,96,497.00
Business Income	2,15,46,265.43	2,30,54,308.23
Commodity Trading	68,984.53	
	<u>2,22,11,046.99</u>	<u>4,18,97,564.17</u>
11 <u>OTHER INCOME:</u>		
Tax Free Dividend	28,64,714.25	29,08,126.85
Tax Free Interest	77,05,786.42	4,15,109.20
	<u>1,05,70,500.67</u>	<u>33,23,236.05</u>
12 <u>EMPLOYEE BENEFIT EXPENSE</u>		
Remuneration for part time work	12,34,000.00	7,14,000.00
Tea, Coffee and Snacks Charges	1,53,442.00	1,16,027.00
Director's Remuneration	28,20,000.00	17,10,000.00
	<u>42,07,442.00</u>	<u>25,40,027.00</u>
13 <u>OTHER EXPENSES:</u>		
1 Advertisement Expenses	10,119.38	10,737.13
2 Audit Fees	15,000.00	15,000.00
3 Audit Committee Meeting Fees	3,000.00	3,000.00
4 Bank Charges	303.00	150.00
5 Conveyance & Travelling	2,05,954.00	2,08,991.00
6 Demat Charges	2,076.18	2,975.97
7 Directors Meeting Fees	6,750.00	5,000.00
8 Electricity charges	43,585.00	22,689.00
9 Legal / Professional Charges	40,000.00	33,500.00
10 Listing fees BSE	16,854.00	16,545.00
11 Miscellaneous expenses	13,219.00	8,060.90
12 News paper & Subscription	4,430.00	4,340.00
13 Postage & Telegram	14,737.00	6,900.00
14 Printing. & Stationery	29,172.50	32,462.00
15 Profession Tax	-	10,000.00
16 Rent, Rates & Taxes	11,502.00	11,502.00
17 Repairs & Mainatinance	49,517.90	31,832.00
18 Filing Fees	14,043.00	4,570.00
19 Sundry Expenses	8,403.50	2,900.00
20 Telephone Charges	11,012.00	9,430.00
	<u>4,99,678.46</u>	<u>4,40,585.00</u>

For R. A. RAJANI & Co.

Firm Registration No. : 114606W

Chartered Accountants

R. A. RAJANI

Proprietor

M.No. 48441

S. B. RAHEJA

Director

B. J. SHETH

Director

MUMBAI

Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

**NOTE "4" : FIXED ASSETS ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
AS AT 31st MARCH, 2013**

ASSETS	COST				DEPRECIATION				NET BLOCK		Depreciation @
	As on 31-3-2012 Rs.	Add. Rs.	Adjust- ments Rs.	As on 31-3-2013 Rs.	Till 31-3-2012 Rs.	For the Year Rs.	Adjust- ments Rs.	Total Rs.	As on 31-3-2013 Rs.	As on 31-3-2012 Rs.	
Air-Conditioners	2,19,986	-	-	2,19,986	1,68,917	9,243	-	1,78,160	41,826	51,069	18.10%
Business Premises	1,09,600	-	-	1,09,600	1,04,236	536	-	1,04,772	4,828	5,364	10.00%
Computers	2,13,795	-	-	2,13,795	1,34,745	31,620	-	1,66,365	47,430	79,050	40.00%
Fax Machine	28,500	-	-	28,500	28,495	2	-	28,497	3	5	40.00%
Furniture	3,48,392	3,01,341	-	6,49,733	1,34,445	40,997	-	1,75,442	4,74,291	2,13,947	18.10%
Telephone EPBX	31,800	-	-	31,800	30,926	158	-	31,084	716	874	18.10%
Xerox Machine	69,012	-	-	69,012	67,125	342	-	67,467	1,545	1,887	18.10%
Total Rs.	10,21,085	3,01,341	-	13,22,426	6,68,889	82,898	-	7,51,787	5,70,639	3,52,196	

For R. A. RAJANI & Co.
Firm Registration No. : 114606W
Chartered Accountants

R. A. RAJANI
Proprietor
M.No. 48441

S. B. RAHEJA
Director

B. J. SHETH
Director

MUMBAI
Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

NOTE "5" NON CURRENT INVESTMENTS AT COST						AS AT 31ST MARCH, 2013				AS AT 31ST MARCH, 2012			
Sr. No.	Name of the Copnpany	No. of Shares	Face Value	Amount	Total Investments	No. of Shares	Face Value	Amount	Total Investments	No. of Shares	Face Value	Amount	Total Investments
(A)	<u>QUOTED / Investments:Equity</u>												
1	Akzo Nobel India Ltd	4000	10.00	16,29,868.08		4000	10.00	16,29,868.08		4000	10.00	16,29,868.08	
2	Andhra Pradesh Paper Mills Ltd	492	10.00	1,80,982.20		492	10.00	1,80,982.20		492	10.00	1,80,982.20	
3	Bhel Ltd	6750	2.00	24,02,967.41		5750	2.00	21,70,234.83		5750	2.00	21,70,234.83	
4	Biocon Limited	10000	5.00	17,53,050.00		10000	5.00	17,53,050.00		10000	5.00	17,53,050.00	
5	Century Enka Ltd	24000	10.00	43,51,337.50		24000	10.00	43,51,337.50		24000	10.00	43,51,337.50	
6	Century Textiles Ltd.	10000	10.00	29,54,040.00		10000	10.00	29,54,040.00		10000	10.00	29,54,040.00	
7	Crompton Greaves Ltd	3000	2.00	4,09,393.40		3000	2.00	4,09,393.40		3000	2.00	4,09,393.40	
8	EIH Ltd	2382	2.00	2,14,707.22		2382	2.00	2,14,707.22		2382	2.00	2,14,707.22	
9	Facor Steels Ltd.	30	1.00	80.70		30	1.00	80.70		30	1.00	80.70	
10	Ferro Alloys Corporation Ltd.	60	1.00	-		60	1.00	-		60	1.00	-	
11	Financial Technologies (India) Ltd.	4550	2.00	24,93,046.55		4550	2.00	24,93,046.55		4550	2.00	24,93,046.55	
12	Fortis Healthcare Ltd	500	10.00	72,366.12		500	10.00	72,366.12		500	10.00	72,366.12	
13	GIC Housing Finance Ltd	6000	10.00	6,28,366.38		6000	10.00	6,28,366.38		6000	10.00	6,28,366.38	
14	GlaxoSmithKline Consumer Healthcare Ltd.	10000	10.00	21,12,100.00		10000	10.00	21,12,100.00		10000	10.00	21,12,100.00	
15	Great Offshore Ltd	250	10.00	19,783.14		250	10.00	19,783.14		250	10.00	19,783.14	
16	Gujarat State Petronet Ltd	2000	10.00	1,90,307.30		2000	10.00	1,90,307.30		2000	10.00	1,90,307.30	
17	GTL Infrastructure Ltd	5000	10.00	81,417.92		5000	10.00	81,417.92		5000	10.00	81,417.92	
18	GTL Ltd	2000	10.00	1,14,180.17		2000	10.00	1,14,180.17		2000	10.00	1,14,180.17	
19	Gujarat Alkali & Chemicals Ltd	1000	10.00	1,46,700.12		-	-	-		-	-	-	
20	Hindustan Copper Ltd.	6000	5.00	10,32,052.19		1000	5.00	90,230.00		1000	5.00	90,230.00	
21	Hindustan Zinc Ltd.	40000	2.00	6,07,520.00		40000	2.00	6,07,520.00		40000	2.00	6,07,520.00	
22	Hindalco Industries Ltd.	5000	1.00	3,97,117.60		5000	1.00	3,97,117.60		5000	1.00	3,97,117.60	
23	Hindustan Mills Ltd.	10	1.00	-		10	1.00	-		10	1.00	-	
24	Hindustan Construction Co Ltd	25000	1.00	7,93,756.50		9000	1.00	5,21,268.68		9000	1.00	5,21,268.68	
25	Hindustan Organic Chemicals Ltd.	2000	10.00	48,020.00		2000	10.00	48,020.00		2000	10.00	48,020.00	
26	ITC Limited	2040	1.00	2,64,098.40		2040	1.00	2,64,098.40		2040	1.00	2,64,098.40	
27	Indian Hotels Co. Ltd.	27000	1.00	20,10,059.83		27000	1.00	20,10,059.83		27000	1.00	20,10,059.83	
28	ISMT Ltd.	2905	5.00	1,12,888.30		2905	5.00	1,12,888.30		2905	5.00	1,12,888.30	
29	JK Cements Limited	130	10.00	-		130	10.00	-		130	10.00	-	
30	Kakatia Cement Sugar & Industries Ltd.	8604	10.00	9,60,402.40		8604	10.00	9,60,402.40		8604	10.00	9,60,402.40	
31	Manali Petrochem Ltd.	1800	5.00	-		1800	5.00	-		1800	5.00	-	
32	MOIL Ltd	1196	10.00	4,29,870.49		1196	10.00	4,29,870.49		1196	10.00	4,29,870.49	
33	Mukund Ltd - CRPS	10	10.00	34.50		10	10.00	34.50		10	10.00	34.50	
34	Nahar Capital & Fin. Services Ltd.	5000	5.00	5,37,575.00		5000	5.00	5,37,575.00		5000	5.00	5,37,575.00	
35	Nahar Spinning Mills Ltd	5000	5.00	5,37,575.00		5000	5.00	5,37,575.00		5000	5.00	5,37,575.00	
36	NTPC Limited	11375	10.00	20,47,162.15		11375	10.00	20,47,162.15		11375	10.00	20,47,162.15	
37	Ramco Industries Ltd.	42000	1.00	18,19,821.00		42000	1.00	18,19,821.00		42000	1.00	18,19,821.00	
38	Reliance Industries Ltd	9150	10.00	72,80,246.16		8150	10.00	66,00,251.01		8150	10.00	66,00,251.01	
39	Sesa Goa Ltd	-	-	-		1250	1.00	2,76,066.20		1250	1.00	2,76,066.20	
40	State Bank of India	50	10.00	93,769.00		50	10.00	93,769.00		50	10.00	93,769.00	
41	Sterlite Technologies Ltd.	37500	2.00	3,81,100.00		37500	2.00	3,81,100.00		37500	2.00	3,81,100.00	
42	Sterlite Industries Ltd.	25000	1.00	39,45,750.37		22000	1.00	36,55,091.50		22000	1.00	36,55,091.50	
43	Tata Chemicals Ltd.	108000	10.00	3,07,58,781.81		108000	10.00	3,07,58,781.81		108000	10.00	3,07,58,781.81	
44	Tata Investment Corporation Ltd.	1300	10.00	3,97,013.00		1300	10.00	3,97,013.00		1300	10.00	3,97,013.00	
45	Uttam Steels Ltd.	15000	10.00	4,02,150.00		15000	10.00	4,02,150.00		15000	10.00	4,02,150.00	
46	Volta Ltd	1500	1.00	1,47,236.57	7,47,58,694.48	1500	1.00	1,47,236.57	7,47,58,694.48	1500	1.00	1,47,236.57	7,47,58,694.48
1	<u>Mutual Funds:</u>												
2	BNP Paribas Fixed Term Fund Series 23 C Growth	1000000.0000	10.00	10000000.00		1000000.0000	10.00	10000000.00		1000000.0000	10.00	10000000.00	
3	Tata FMP Series 40 Scheme A - Growth	1000000.0000	10.00	10000000.00		1000000.0000	10.00	10000000.00		1000000.0000	10.00	10000000.00	
10	Tata Income Fund Plan A Appreciation - Bonus	412859.2860	10.00	760869.91									
11	Tata Liquid Super High Investment Plan - Appr	-	-	-		13138.6580	1,000.00	26000000.00		13138.6580	1,000.00	26000000.00	
11	Tata Liquid Fund Plan - Growth	2,542.6750	10.00	55,00,000.00	2,62,60,869.91	-	-	-		-	-	-	
(Market Value of Investment in Quoted Shares / Mutual Fund: Rs.15,27,29,803.59)													
(Last Year Rs.15,54,83,494.87)													
(B)	<u>UNQUOTED / Investments :</u>												
1	Association of Commerce House	50	50.00	2,500.00		50	50.00	2,500.00		50	50.00	2,500.00	
2	Raheja Stock Brokers Pvt. Ltd.	833000	10.00	97,87,750.00		833000	10.00	97,87,750.00		833000	10.00	97,87,750.00	
3	Xerox ModiCorp Ltd.	2000	10.00	1,20,020.00	99,10,270.00	2000	10.00	1,20,020.00	99,10,270.00	2000	10.00	1,20,020.00	99,10,270.00
Total of A + B:						11,09,29,834.39				12,83,80,633.95			

NOTE "7" CURRENT INVESTMENTS AT COST		AS AT 31ST MARCH, 2013				AS AT 31ST MARCH, 2012				
Sr. No.	Name of the Copnpany	No. of Shares	Face Value	Amount	Total Investments	No. of Shares	Face Value	Amount	Total Investments	
<u>QUOTED / Equity</u>										
1	Bhel Ltd	1000	2.00	3,71,173.00		500	2.00	2,54,737.00		
2	Century Enka Ltd.	10000	10.00	5,70,430.00		10000	10.00	5,70,430.00		
3	J aykay Enterprises Ltd	650	1.00	-		650	1.00	-		
4	Ramco Inds Ltd.	36000	10.00	1,91,206.60		36000	10.00	1,91,206.60		
5	Tata Chemicals Ltd.	40000	10.00	40,87,864.90	52,20,674.50	40000	10.00	40,87,864.90	51,04,238.50	
<u>UNQUOTED / CRPS :</u>										
1	8.75% L&T Finance Holdings Ltd	27393	100.00	27,39,300.00		-	-	-		
2	12.50% Tata Capital Ltd	20000	1,000.00	3,00,00,000.00	3,27,39,300.00	-	-	-		
<u>QUOTED / Bonds</u>										
1	10.25% Shriram Transport Finance Co Ltd	5000	1,000.00	50,00,000.00		5000	1,000.00	50,00,000.00		
2	11% Shriram Transport Finance Co Ltd	100	1,000.00	1,08,522.42		100	1,000.00	1,08,522.42		
3	11.25% Shriram Transport Finance Co Ltd	300	600.00	1,84,108.02		300	1,000.00	3,04,108.02		
4	11.35% Tata Motor Finance Ltd - Perpetual Bonds	40	5,00,000.00	1,97,10,000.00		40	5,00,000.00	1,97,10,000.00		
5	11.40% Tata Power Ltd - Perpetual Bonds	77	10,00,000.00	7,78,16,500.00		77	10,00,000.00	7,78,16,500.00		
6	11.60% Shriram Transport Finance Co Ltd	680	1,000.00	6,85,881.82		680	1,000.00	6,85,881.82		
7	11.90% India Infoline Investment Services Ltd	13500	1,000.00	1,25,60,538.02		10000	1,000.00	92,89,347.58		
8	11.95% Dhanlaxmi Bank Ltd	10	10,00,000.00	1,00,00,000.00		-	-	-		
9	12% Tata Capital Limited	-	-	-		54035	1,000.00	5,39,61,417.05		
10	12.20% Manappuram Finance Ltd	5000	1,000.00	48,58,656.01		5000	1,000.00	48,58,656.01		
11	12.25% Muthoot Finance Ltd	22500	1,000.00	2,13,25,247.61		17490	1,000.00	1,65,26,273.21		
12	12.25% Religare Finvest Ltd	5000	1,000.00	50,00,000.00		5000	1,000.00	50,00,000.00		
13	12.50% Cholamandalam Investment & Finance Co Ltd	30	5,00,000.00	1,50,97,500.00		-	-	-		
14	12.50% Religare Finvest Ltd	10000	1,000.00	98,13,713.96		5490	1,000.00	53,45,419.34		
15	13.75% Peninsula Land Ltd	10	10,00,000.00	1,00,00,000.00		-	-	-		
16	13.75% Peninsula Land Ltd (Bullet)	5	10,00,000.00	50,00,000.00		-	-	-		
17	8.10% Indian Railway Finance Corp Ltd Tax Free	25550	1,000.00	2,54,51,968.54		25550	1,000.00	2,54,51,968.54		
18	8.20% Housing & Urban Development Corp Ltd Tax Free	65000	1,000.00	6,23,62,626.71		65000	1,000.00	6,23,62,626.71		
19	8.30% National Highways Authority of India Ltd Tax Free	3709	1,000.00	37,09,000.00	28,86,84,263.11	3709	1,000.00	37,09,000.00	29,01,29,720.70	
					32,66,44,237.61					29,52,33,959.20

SUNRISE INDUSTRIAL TRADERS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

	31-03-2013	31-03-2012
A. Cash Flow From The Operation Activities.		
Net Profit Before Tax And	2,79,91,529.20	4,21,62,885.22
Extraordinary Items	(53,45,808.55)	(82,71,523.66)
Provisions	3,21,171.00	3,500.00
Adjusted For	-	-
Depreciation	82,898.00	77,303.00
Long Term Capital Gains / Loss	-	-
TDS on Dividend	-	-
TDS on Interest	(20,511.54)	(25,872.00)
Operating Profit before		
Working Capital Changes	2,30,29,278.11	3,39,46,292.56
Adjusted For Changes In Term Deposit		
Shares, Debentures, Bonds, CD.	(1,59,59,478.85)	(2,42,47,180.05)
Cash utilised from operations	70,69,799.26	96,99,112.51
Direct taxes paid/received	(73,33,495.00)	(1,05,37,269.00)
Liabilities paid		
Loan to Subsidiary		
B. Cash Flow From Investing Activities		
Cash & Cash Equivalents	(2,63,695.74)	(8,38,156.49)
Opening Balances	13,95,293.42	22,33,449.91
Closing Balances	11,31,597.68	13,95,293.42

For and on behalf of the Board

S. B. RAHEJA
DirectorB. J. SHETH
Director

MUMBAI

Dated: 30-05-2013

AUDITORS' REPORT

We have verified the above cash flow statement of Sunrise Industrial Traders Limited derived from the audited annual financial statements for the year ended 31st March, 2013 found the same to be drawn in accordance therewith also with the requirements of clause 32 of the listing agreements with stock exchanges.

For R. A. RAJANI & Co.
Firm Registration No. : 114606W
Chartered Accountants

MUMBAI

Dated: 30-05-2013

R. A. RAJANI
Proprietor
M.No. 48441

SUNRISE INDUSTRIAL TRADERS LIMITED.

Schedule `C' annexed to and forming part of Balance Sheet as at 31st March 2013

A. Additional Information required under Part II of Schedule VI of the Companies Act, 1956.

1. As the Company is not a Manufacturing concern no details in respect of Licensed Capacity etc., have been given as required by clause 4C Part II of Schedule VI of the Companies Act, 1956.
2. Expenditure in Foreign Currency. NIL
3. Earning in Foreign Exchange. NIL
4. Number of Non-Resident Shareholders NIL
5. Remittance in Foreign Currencies on account of dividends. NIL
6. The Quantitative information as per requirement of para 3 and 4 of part II of schedule VI of the companies Act, 1956 are under:

(Figures in Lacs)

Particulars	Shares & Securities				Futures				Commodities			
	2012-13		2011-12		2012-13		2011-12		2012-13		2011-12	
	Qty	Value	Qty	Value	Qty	Value	Qty	Value	Qty	Value	Qty	Value
Opening	2.84	2952.33	1.42	703.12	-	-	-	-	-	-	-	-
Purchases	0.80	929.74	2.89	3196.22	1.11	544.75	1.32	731.55	-	49.59	-	-
Sales	0.72	624.70	1.47	934.81	1.11	533.19	1.32	745.16	-	50.28	-	-
Closing	2.92	3266.44	2.84	2952.33	-	-	-	-	-	-	-	-

B. Appeals and Rectification for Assessment Year , 2007-08 , 2009-10 & 2010-11 are pending. The Tax deducted at source are shown as receivable.

C. There are no contingent liabilities according to the management.

D. Figures of previous years are re-arranged and re-grouped wherever required.

E. The deferred tax asset amounting to Rs. 16,274/-, resulting in tax difference of Rs.5,029/- has not been adjusted in Profit & Loss Account. Thereby Deferred tax asset to the extent of Rs. 5,029/- has not been reflected in the Balance Sheet.

F. Related Party Disclosure: Under Accounting Standard 18:

1. Particulars of Associate Companies:

Name of the Related Party	Nature of Relationship
i) Jupiter Stock Brokers Limited	Associate Company
ii) Raheja Stock Brokers Pvt. Ltd.	Associate Company

2. Key Management Persons:

Name of the Related Party	Nature of Relationship
i) Dhanesh B Raheja	Chairman / Director
ii) Suresh B. Raheja	Director

3. Transaction with Associate Company:

	2013 Rs. (in Lacs)	2012 Rs. (Lacs)
i) Jupiter Stock Brokers Limited (Purchase and Sale of Securities)	1.16	76.56
ii) Raheja Stock Brokers Pvt. Ltd. (Purchase and Sale of Securities)	257.92	2223.78
iii) Investment in Associates (Acquisition of Equity Shares)	NIL	NIL
iv) Outstanding Balance (Debit / Credit)	NIL	NIL

Per our report attached

For R. A. RAJANI & Co.

Firm Registration No. 114606W

Chartered Accountants

R. A. RAJANI

Proprietor

M.No.48441

S. B. RAHEJA

Director

B. J. SHETH

Director

MUMBAI

Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

Notes:

1. Significant Accounting Policies:

- i) The Company adopts the accruals concept in the preparation of accounts.
- ii) Fixed Assets are valued at cost less accumulated depreciation on written down value method. Rates of depreciation are calculated as per Section 205 (2) (a) of the Companies Act, 1956 as specified in Schedule XIV of the said Act.
- iii) Investments and Stock in Shares are valued at cost.
- iv) Dividends are accounted for as and when received and Interest is accounted on accrual basis.
- v) The Company is not liable to Gratuity according to management.
- vi) Market Value of Quoted Shares & Securities held as Stock in trade on 31-03-2013 was Rs. 35,47,43,835.80 (Previous year Rs.30,63,47,491.38)
- vii) Figures are re-arranged and/ or re-grouped wherever necessary

Per our report attached
For R. A. RAJANI & Co.
Firm Registration No.:114606W
Chartered Accountants

R. A. RAJANI
Proprietor
M.No.48441

S. B. RAHEJA
Director

B. J. SHETH
Director

MUMBAI
Dated: 30-05-2013

SUNRISE INDUSTRIAL TRADERS LIMITED

Regd. Office: 503 Commerce House,
140, Nagindas Master Road Fort Mumbai-400 023.

ATTENDANCE SLIP

Regd. Folio No.		No. of Shares	
------------------------	--	----------------------	--

I/We hereby record my/our presence at the 41st Annual General Meeting of the Company at 11.00 a.m. on Saturday, the 3rd August, 2013 at the Registered Office of the Company.

Signature of the Members / Proxy attending the Meeting.

- Notes:** 1. Members / Proxy must bring this Attendance Slip to the Meeting and hand it over at the entrance duly signed.
2. Members / Proxy desiring to attend the Meeting should bring their copy of the Annual Report for reference at the Meeting.

SUNRISE INDUSTRIAL TRADERS LIMITED

Regd. Office: 503 Commerce House,
140 Nagindas Master Road Fort Mumbai-400 023.

PROXY FORM

Regd. Folio No.		No. of Shares	
------------------------	--	----------------------	--

I/We _____
of _____ being a Member/
Members of Sunrise Industrial Traders Limited, hereby appoint _____
of _____
or failing him / her _____ of _____
as my/our Proxy to vote for me/us on my/our behalf
at the 41st Annual General Meeting of the Company being held on Saturday, the
3rd August, 2013 at 11.00 a.m. and at any adjournment thereof.

Signed this day of2013

Dated:

Affix
Re.1/-
Revenue
Stamp

Signature

Note: The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid Meeting.


BOOK POST

If undelivered, please return to:
SUNRISE INDUSTRIAL TRADERS LTD.
503 Commerce House, 5th Floor,
140 Nagindas Master Road, Fort,
Mumbai-400 023.

Form A

1	Name of the Company	Sunrise Industrial Traders Limited
2	Annual financial statements for the year ended	31 st March, 2013
3	Type of Audit Observation	Un-qualified
4	Frequency of observation	Not Applicable

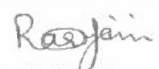
FOR SUNRISE INDUSTRIAL TRADERS LIMITED


(SURESH B. RAHEJA)
(DIRECTOR)




(B. J. SHETH)
(CHAIRMAN OF AUDIT COMMITTEE)

FOR R. A. RAJANI & CO.
FRN – 114606W
Chartered Accountants


R. A. Rajani
Proprietor
M. No. 48441



Mumbai, 30th May, 2013