

27th

ANNUAL REPORT

2013- 2014

SURYAKRUPA FINANCE LIMITED

SURYAKRUPA FINANCE LIMITED

BOARD OF DIRECTORS

Mr. Ravindra K. Palkar	:	Chairman & Non Executive Director
Mr. Hemant B. Desai	:	Executive Director & CFO
Mr. Sunilkumar M. Jain	:	Independent Director
Mr. Sureshkumar Bhandari	:	Independent Director
Mr. Ashvin R. Thumar	:	Independent Director

REGISTERED OFFICE

8A, Kapoor Building,
J P Road, Behind Canara Bank,
Andheri (W), Mumbai – 400056.

AUDITORS

Gupta Saharia & Co
Chartered Accountants

BANKERS

Allahabad Bank

SHARES LISTED AT

The BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001.

REGISTRAR AND SHARE TRANSFER AGENT

System Support Service
209, Shivai Ind Estate, 89,
Andheri Kurla Road, Saki Naka,
Andheri - (E), Mumbai – 400072.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE **27th ANNUAL GENERAL MEETING** OF THE MEMBERS OF **SURYAKRUPA FINANCE LIMITED** WILL BE HELD ON **TUESDAY THE 30TH SEPTEMBER, 2014** AT **11.30 A.M.** AT **KRIISH COTTAGE, C-101/102, MANAS BUILDING ,NEAR ST. LAWRENCE HIGH SCHOOL, DEVIDAS LANE, BORIVALI (W), MUMBAI - 400 103** TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss for the year ended on that date and the reports of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. To appoint **Mr. Sunilkumar Jain**, as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Sunilkumar Jain, (holding DIN 03563709), Director of the Company who retires by rotation at the Annual Genral Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 1 (year) year for a term upto the conclusion of the 28th Annual General Meeting of the Company in the calender year 2015."

3. To appoint **Mr. Sureshkumar Bhandari**, as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Sections 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Sureshkumar Bhandari, (holding DIN 05186028), Director of the Company who retires by rotation at the Annual Genral Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 1 (year) year for a term upto the conclusion of the 28th Annual General Meeting of the Company in the calender year 2015."

4. To appoint **Mr. Ashvin Thumar**, as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Sections 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Ashvin Thumar, (holding DIN 05142024), Director of the Company whose period of office is liable to determination by retirement of directors by rotation and in respect of whose the Company has received notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 1 (year) year for a term upto the conclusion of the 28th Annual General Meeting of the Company in the calendar year 2015.”

5. "To consider and if thought fit, to pass with or without modification, the following resolution as ordinary Resolution";

Appointment of M/s. Mukesh M. Shah & Co., Chartered Accountants as Statutory Auditor:

“RESOLVED THAT pursuant to provision of Section 139(8) and Section 140(2) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and further subject to such approval as may be necessary, consent and approval of the Company be and is hereby accorded for the appointment of M/s. Mukesh M. Shah & Co., Chartered Accountants as Statutory Auditors of the Company in place of M/s. Gupta Saharia & Co. , Chartered Accountants, who have expressed their unwillingness to be reappointed until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company in consultation with the Auditors and Audit Committee thereof.”

6. “To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

Powers to appoint Director as Chairman as well as the Managing Director or Chief Executive Office at the same time

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013, the Articles of Association of the Company be and is hereby altered in the manner following:

After Article 95, the following new Article 95A be inserted:

95A Chairman : The Directors in the board meeting or the Company in General Meeting may, from time to time , appoint any of the Directors as Chairman and Managing Director/ Chief Executive Officer /equivalent position thereof in the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

Sd/-
Ravindra K. Palkar
Chairman
DIN No. 01868944

DATE : 02.09.2014
PLACE: Mumbai

NOTES:

1. A 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.
2. The Proxy Form to be effective should be deposited with the Company not less than 48 hours before the time fixed for the commencement of the meeting.
3. The Register of Members and Share Transfer Register of the Company shall remain closed from **Tuesday**, the 23rd **Day of September, 2014** to **Tuesday** the 30th **Day of September, 2014** (both days inclusive).
4. Members are requested to notify immediately any change in their addresses to the Company's Registered Office at 8A, KAPOOR BUILDING, J P ROAD, BEHIND CANARA BANK, , MUMBAI – 400020.
5. Members/Proxies are requested to produce the attendance slip duly signed, sent along with the Annual Report and Accounts, for admission to the meeting hall.
6. As a measure of economy, copies of the Annual Reports and Accounts will not be distributed at the Meeting. Members are therefore, requested to bring their copies to the meeting. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
7. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the special business as set out above is annexed.
8. As required under Clause 49 IV(G) of the Listing Agreement, details of the Directors, seeking re-appointment at the ensuing Annual general Meeting are as follows:

Name of Director	Mr. Sunilkumar Jain	Mr. Sureshkumar Bhandari	Mr. Ashvin Thumar
Date of Appointment	18/01/2012	18/01/2012	18/01/2012
Qualification	B.Com	B.Com , L.L.B.	B.Com, C.A.
Experience in specific functional area.	He is having experience in the field of Accounts and Administration.	He is having experience in the field of Legal matters.	He is having experience in the field of Accounts & Finance.
Directorship/Chairman / Member of the Committee of other Companies*	NIL	NIL	Bell Agromachina Limited

- Directorship of Other Companies are not considered.
9. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
 10. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to the members the facility to exercise their right to vote at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting

Services provided by Central Depository Services Limited (CDSL) on all resolutions set forth in this Notice:

PROCEDURE FOR E-VOTING THROUGH ELECTRONIC MEANS

1. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through e- Voting Services provided by Central Depository Services Limited (CDSL).
2. Mr. Mandar Palav, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
3. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

A) Step-by-Step procedure and instructions for casting your vote electronically are as under in case of members receiving e-mail:

Step-1: Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com

Step-2: Click on "Shareholders" tab.

Step-3: Now, select SURYAKRUPA FINANCE LIMITED from the drop down menu and click on "SUBMIT"

Step-4: Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step-5: Next enter the Image Verification as displayed and Click on Login.

Step-6: If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

Step-7: If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company / Depository

	Participant are requested to enter default PAN No SYSSS1234G
DOB#	Enter the Date of Birth as recorded in your demat account maintained with the DP registered with CDSL. Physical shareholders and demat shareholders with NSDL DP will enter date of Birth as 01/01/1990
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or with the company, otherwise enter account no as SYSSUP123

Please enter any one of the details in order to login.

Step-8: After entering these details appropriately, click on "SUBMIT" tab.

Step-9: Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Step-10: For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.

Step-11: Click on the EVSN for SURYAKRUPA FINANCE LIMITED on which you choose to vote.

Step-12: On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Step-13: Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

Step-14: After selecting the Resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

Step-15: Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.

Step-16: You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

Step-17: If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Step- 18: Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

Step – 19: In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

4. The voting period begins on 24th September, 2014 at 9.00 am and ends on 26th September, 2014. at 6.00 pm During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cutoff date (record date) of 29th August, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

5. The Results shall be declared on or after the Annual General Meeting (AGM) of the Company. This Notice as well as the Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting (AGM) of the Company on 30th September, 2014 and communicated to the Stock Exchange(s).

By Order Of the Board
FOR SURYAKRUPA FINANCE LIMITED

Sd/-
Ravindra K. Palkar
Chairman
DIN No. 01868944

Date: 02.09.2013
Place: Mumbai

STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 2 :

Mr. Sunilkumar Jain, is a non-executive independent director of the Company He joined the board of directors of the Company on 18.01.2012. He is a Chairman of the Shareholders/Investors' Grievance Committee of the Company.

He is not holding any position as directorship/Membership/Chairmanship of Committees of other Companies.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement inter alia stipulating the conditions for the appointment of Independent Directors by a listed Company.

Mr. Sunilkumar Jain retires at the ensuing Annual General Meeting of the Company under the erstwhile applicable provisions of Companies Act, 1956. In terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Mr. Sunilkumar Jain being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for one year to hold the office up to conclusion of 28th Annual General Meeting of the Company in the calendar year 2015 and he is Independent of the Management.

The Company has received notice in writing from Members proposing the candidature of Mr. Sunilkumar Jain for the office of Director of the Company.

The Company has also received declaration from Mr. Sunilkumar Jain that he meets with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Sunilkumar Jain, fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for his appointment as an Independent Director of the Company and is Independent of the management.

Mr. Sunilkumar Jain does not hold any shares in the Company by himself or together with his relatives.

The Board considers that his continued association will be of immense benefit to the Company. And it is desirable to continue to avail services of Mr. Sunilkumar Jain as an independent director Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 2 of the notice for appointment of Mr. Sunilkumar Jain as an Independent Director, for the approval of the members of the Company.

Copy of the draft letter for appointment of Mr. Sunilkumar Jain as Independent Director setting out terms and conditions are available for inspection by members at the Registered Office of the Company.

Mr. Sunilkumar Jain, being an appointee is concerned or interested in the resolution. No other directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the above resolution.

The Explanatory statement together with the accompanying notice should be treated as the abstract u/s. 190 of the Companies Act, 2013 and also regarded as disclosure under Clause 49 of the Listing Agreement with the Stock Exchange.

Item No. 3:

Mr. Sureshkumar Bhandari is non executive and independent director of the Company. He joined the board of directors of the Company on 18.01.2012. He is members of the Audit and Shareholders/Investors' Grievance Committees of the Company.

He is not holding any position as directorship/Membership/Chairmanship of Committees of other Companies..

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement inter alia stipulating the conditions for the appointment of Independent Directors by a listed Company.

Mr. Sureshkumar Bhandari retires at the ensuing Annual General Meeting of the Company under the erstwhile applicable provisions of Companies Act, 1956. In terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Mr. Sureshkumar Bhandari being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for one year to hold the office up to conclusion of 28th Annual General Meeting of the Company in the calendar year 2015 and is independent of the management.

The Company has received notice in writing from Members proposing the candidature of Mr. Sureshkumar Bhandari for the office of Director of the Company.

The Company has also received declaration from Mr. Sureshkumar Bhandari that he meets with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013) and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Sureshkumar Bhandari fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management.

Mr. Sureshkumar Bhandari does not hold any share in the company by himself or together with his relatives.

The Board considers that his continued association will be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Sureshkumar Bhandari as an independent director Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 3 of the notice for appointment of Mr. Sureshkumar Bhandari as an Independent Director, for the approval of the members of the Company.

Copy of the draft letter for appointment of Mr. Sureshkumar Bhandari as Independent Director setting out terms and conditions are available for inspection by members at the Registered Office of the Company.

Mr. Sureshkumar Bhandari, being an appointee is concerned or interested in the resolution. No other directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the above resolution.

The Explanatory statement together with the accompanying notice should be treated as the abstract u/s. 190 of the Companies Act, 2013 and also regarded as disclosure under Clause 49 of the Listing Agreement with the Stock Exchange.

Item No. 4 :

Mr. Ashwin Thumar is non executive and independent director of the Company. He joined the board of directors of the Company on 18.01.2012. He is the Chairman of the Audit Committee of the Company.

Mr. Ashwin Thumar is a director in Bell Agro Machina Ltd. He is not holding any equity shares in the company.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement inter alia stipulating the conditions for the appointment of Independent Directors by a listed Company.

Mr. Ashwin Thumar is a Director whose period of office is liable to determination of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. Ashwin Thumar being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for one year to hold the office up to conclusion of 28th Annual General Meeting of the Company in the calendar year 2015 and is independent of the management.

The Company has received notice in writing from Members proposing the candidature of Mr. Ashwin Thumar for the office of Director of the Company.

The Company has also received declaration from Mr. Ashwin Thumar that he meets with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Ashwin Thumar fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management.

Mr. Ashwin Thumar does not hold any shares in the Company by himself or together with his relatives.

The Board considers that his continued association will be of immense benefit to the Company. and it is desirable to continue to avail services of Mr. Ashwin Thumar as an independent director Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 4 of the notice for appointment of Mr. Ashwin Thumar as an Independent Director, for the approval of the members of the Company.

Copy of the draft letter for appointment of Mr. Ashwin Thumar as Independent Director setting out terms and conditions are available for inspection by members at the Registered Office of the Company.

Mr. Ashwin Thumar,, being an appointee is concerned or interested in the resolution. No other directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the above resolution.

The Explanatory statement together with the accompanying notice should be treated as the abstract u/s. 190 of the Companies Act, 2013 and also regarded as disclosure under Clause 49 of the Listing Agreement with the Stock Exchange.

Item No.5 :

M/s. Gupta Saharia & Co., Chartered Accountants were appointed as an Auditors of the Company at the last Annual General Meeting held on 25th September, 2013 to hold the office till the conclusion of the forthcoming Annual General Meeting. M/s. Gupta Saharia & Co., Chartered

Accountants have expressed their unwillingness to be reappointed as Statutory Auditors for the financial year 2014-15 at the ensuing Annual General Meeting.

Therefore ordinary resolution to be passed to appoint M/S. Mukesh M. Shah & Co, Chartered Accountants, as Statutory Auditors of the Company in place of M/s. Gupta Saharia & Co., Chartered Accountants to hold the office till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company in constitution with the Audit Committee thereof.

A certificate has been received from M/S. Mukesh M. Shah & Co., Chartered Accountants, to effect that they are qualified for appointment as Auditors of the Company and the proposed appointment if made by the Company will be within the limits specified u/s 141, of the Companies Act, 2013.

A copy of the letter tendered by the M/s. Gupta Saharia & Co., Chartered Accountants Auditors and eligibility letter tendered by M/s. Mukesh M. Shah & Co., Chartered Accountants as referred elsewhere are available at registered office of the Company for inspection to the members till the date of meeting during the business hours.

The Board recommends the resolution set forth in the Item No. 5 for the approval of the members.

None of the Directors are in any way concerned or interested in the said resolution.

Item No. 6 :

There was no restriction in the Companies Act, 1956 with respect to appointment of Chairperson as well as the Managing Director or Chief Executive Officer at the same time. As per the provisions of Section 203 of the Companies Act, 2013, an individual cannot be appointed as the Chairperson as well as the Managing Director or Chief Executive Officer of the Company at the same time, unless Articles of the Company provides for such appointment. As the existing Articles of Association does not provide the said provision, it is proposed to amend the Articles of Association of the Company by inserting new Article 95A as stated in the resolution after Article 95 to comply with the provisions of the said Section of the Companies Act, 2013. Hence, the Directors recommends this resolution for your acceptance.

A copy of the Articles of Association of the Company with proposed amendments is open for inspection of the members of the Company at the Registered Office of the Company during business hours on any working day.

Except Shri Ravindra K. Palkar, none of the Directors, Key Managerial Personnel of the Company and relatives of such Directors or Key Managerial Personnel are concerned or interested in the above resolution.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2014.

INDUSTRY STRUCTURE AND DEVELOPMENT:

The industry is showing some improvement & your Directors are expecting better industrial development in the coming years.

OPPORTUNITIES AND THREATS:

The existing management has a strong technical, finance and administrative expertise in various industries and corporate sectors. The Company is taking maximum efforts to capitalize on business opportunities and further expect a better outlook in the coming years. The threats are pricing pressure arising due to competition and higher input cost.

RISKS AND CONCERNS:

Your Company is taking adequate measures to safeguard against Risks & Concerns. SFL's focus is on those risks that threaten the achievement of business objectives of the Group over the short to medium term. An overview of these risks is provided hereafter, including the actions taken to mitigate these risks and any related opportunities.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliances of guidelines and policies adhere to the management instructions and policies to ensure improvements in the system. The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. Efforts for continued improvement of internal control system are being consistently made in this regard.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The relations with staff are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

DATE: 2nd September, 2014

PLACE: Mumbai

Sd/-
(Ravindra Palkar)
DIRECTOR

Sd/-
(Hemantkumar Desai)
DIRECTOR

DIRECTORS' REPORT

To,
The Members,
SURYAKRUPA FINANCE LIMITED

Your Directors have great pleasure in presenting **27TH ANNUAL REPORT** along with the Audited Balance Sheet and Statement of Profit And Loss, for the year ended 31st March, 2014.

1. FINANCIAL RESULTS

The financial Results of the Company are briefly summarized as under:

(Amt. in Rs.)

PARTICULARS	YEAR ENDED	
	2013-2014	2012-2013
Total Income	3,36,700	1,50,800
Total Expenditure	2,85,703	12,02,502
Profit/(Loss) before Taxation	50,997	(10,51,702)
Profit/(Loss) after Taxation	54,411	(10,51,920)
Profit/(Loss) brought forward	(11,088,444)	(10,038,167)
Allocations & Appropriations	0	1643
Balance carried to Balance Sheet	(11,024,653)	(11,088,444)

2. REVIEW OF OPERATIONS

The Company has made profit of Rs. 54,411/- during the financial year as against Loss of Rs. 10,51,920/- incurred in the previous year. Your Directors expects to achieve better performance in the future and taking maximum efforts to control the costs and optimize the results in the coming years.

3. DIVIDEND

During the year under review, owing to the accumulated losses, the Directors do not recommend any dividend.

4. DEPOSITS

During the year under review, the Company has not invited or accepted any Deposits from the public.

5. PARTICULARS OF EMPLOYEES

There were no employees during the whole or part of the year who were in receipt of remuneration in excess of limits as set out in terms of the provisions of section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975 as amended.

6. DIRECTORS

In terms of Section 149, 152 and other applicable provisions of the Companies Act, 2013 effective from 1st April, 2014 for the purpose of determining the directors are liable to retire by rotation, the Independent Directors shall not included in the total nos. of the directors of the Company.

Mr. Sureshkumar Bhandari and Mr. Sunilkumar Jain, Directors of the Company, retiring by rotation in terms of provisions of Articles of Association of the Company and are eligible for re-appointment. The resolutions for their appointment as Directors and also Independent Directors are proposed in the Notice of Annual General Meeting for consideration of the members.

Mr. Ashvin Thumar Director of the Company, whose period of office is liable to determination by retirement of directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149 and other applicable provisions of the Companies Act, 2013. Mr. Ashvin Thumar being eligible and offering himself for appointment is proposed to be appointed as an Independent Director for one year for a term upto the conclusion of the 28th Annual General Meeting of the Company in the calendar year 2015. Accordingly, resolution proposing appointment of Independent Directors form part of the notice of the Annual General Meeting.

7. SUBSIDIARIES:

Since the Company has no subsidiaries, provision of Section 212 of the Companies Act, 1956 is not applicable.

8. DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors hereby confirms:

- i. That in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. That the Directors have selected such accounting policies and applied them consistently 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 at the end of the financial year and the Profit of the Company for that period;
- iii. That the Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. That the Directors have prepared the Annual accounts on a going concern basis.

9. CONSERVATION OF ENERGY & TECHNOLOGY ABSORBTION

Since the Company is not a manufacturing unit provisions of 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 regarding conservation of energy, technology absorption is not applicable.

10. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earnings: NIL
Foreign Exchange Outgo: NIL

11. AUDITORS

M/s Gupta Saharia & Co., Chartered Accountants an Auditors of the Company have expressed their unwillingness to be re-appointed as Statutory Auditors for financial year 2014-15 at the ensuing Annual General Meeting .Therefore Board of Directors recommend appointment of M/s. Mukesh M. Shah & Co., Chartered Accountants, as Statutory Auditors of the Company for the financial year 2014-15 in place of M/s. Gupta Saharia & Co., Chartered Accountants to hold the office from the conclusion this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration in a manner as mentioned in the resolution. M/s. Mukesh M. Shah & Co. have given their consent to act as Statutory Auditors and also confirmed that they are qualified for the said appointment.

Necessary resolution for their appointment has been proposed in the Notice of Annual General Meeting for the consideration and approval of the members of the Company.

12. CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchange, a separate section titled Corporate Governance Report is attached to this Report.

13. MANAGEMENT DISCUSSION AND ANALYSIS

A report on Management Discussion and Analysis (MDA), which forms part of the report, inter alia, deals adequately with the operation as also current and future outlook of the Company.

14. LISTING OF SHARES:

The Company's shares are listed on The Bombay Stock Exchange Limited.

15. ACKNOWLEDGEMENTS

Your Directors express their appreciation for the dedicated and sincere services rendered by the employees of the Company and also sincerely thanks the shareholders for the confidence reposed by them in the Company and for the continued support and co-operation extended by them.

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

DATE: 2nd September, 2014

PLACE: Mumbai

Sd/-
(Ravindra Palkar)
DIRECTOR
DIN No. 01868944

Sd/-
(Hemantkumar Desai)
DIRECTOR
DIN No. 03597515

COMPLIANCE CERTIFICATE

Regn. No. of the Company: L99999MH1986PLC041487
Authorised Capital: ₹. 2, 50, 00,000/-
Paid Up Capital : ₹. 1,00,00,000/-

To,
The Members
SURYAKRUPA FINANCE LIMITED
Mumbai, Maharashtra.

We have examined the registers, records, books and papers of **SURYAKRUPA FINANCE LIMITED** having its Registered Office situated at 8A, Kapoor Building, J P Road, Behind Canara Bank, Andheri (W), Mumbai - 400056 (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, 2014 (Financial Year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Acts 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, Regional Director, Central Government, Company Law Board or other authorities within the time limit prescribed under the Act and rules made there under in Annexure B.
3. The Company, being a Public Limited Company, comments under Section 3(1)(iii) of the Companies Act, 1956, applicable to private company are not required.
4. The Board of Directors duly met 5 (Five) times respectively on 29.05.2013, 02.08.2013, 31.10.2013, 14.11.2013 and 14.02.2014 and in respect of these meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members during the financial year under review however the notice of book closure is not published in the news paper as required under Section 154 of the Act.
6. The Annual General Meeting for the Financial Year ended 31st March, 2013 was held on 25th September, 2013 giving due notice to the members of the Company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. No Extra ordinary meeting (s) were held during the financial year.
8. As per the information available and documents provided by the Company, it has not given loans to persons referred to in the Section 295 of the Act upto 12.09.2012 and thereafter as referred to in Section 185 of the Companies Act, 2013.
9. The Company has not entered into any contract under the provisions of Section 297 of the Act are applicable.

10. The Company has complied with the necessary provisions and procedures wherever necessary in respect of transactions for which entries are required to be made in the register maintained under Section 301 of the Act.
11. As there were no instances falling under the preview of Section 314 of the Act, the Company has not obtained any approvals from its Directors, Members or the Central Government as the case may be during the financial year .
12. The Company has not issued any duplicate share certificates during the financial year under review.
13. The Company has:
 - (i) delivered all certificates on lodgment of transfer/transmission of shares after complying with procedures of the Act. There was no allotment of shares during the year under review.
 - (ii) not deposited any amount in a separate Bank Account as no dividend was declared during the financial year ended on 31st March, 2013.
 - (iii) not posted warrants to all members of the Company as no dividend was declared during the financial year ended on 31st March, 2013.
 - (iv) the Company is not required to transfer amounts in respect of unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as the company do not have any of the amount lying in any of the above referred five accounts.
 - (v) generally complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and the appointments of Directors, Resignation of Directors and Directors to fill casual vacancy have been duly made during the financial year.
15. The Company has not appointed any managerial persons during the period under review pursuant to Section 269 read with Schedule XIII under the Act.
16. The Company has not appointed any sole-selling agents during the financial year under review.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, the Registrar of Companies or such other authorities prescribed under the various provisions of the Act.
18. The directors have disclosed their interest in other firms and Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares or other securities during the financial year under review.
20. The Company has not bought back any shares during the financial year ending 31st March, 2013.

21. The Company has no preference share capital or debentures and as such there was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend / rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any fresh deposits from the public including any unsecured loans falling within preview of Section 58A of the Act during the financial year under review.
24. The Company has not made any fresh borrowing during the financial year within the provisions of section 293(1)(d) of the Act upto 12.09.2013 and thereafter within the provisions of Section 180(1)(c) of the Companies Act, 2013.
25. The Company has not made any fresh loans to or investments in other bodies corporates.
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 under scrutiny.
27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the financial year under scrutiny.
28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the financial year under scrutiny.
29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the financial year under scrutiny.
30. The Company has not altered its articles of association during the financial year under review.
31. There was no prosecutions initiated against or show cause notices received by the Company during the financial year under review for offences under the Act.
32. The Company has not received any amounts as security from its employees during the financial year under certification.
33. As informed by the client, provisions of Provident Fund Act are not applicable to the Company and as such during the financial year no amount has been contributed from any employee or from the employer to the Provident Fund.

Place: Mumbai.
Date: 30.05.2014

Sd/-
Mandar Palav
C.P. No. 13006

Annexure A

Registers maintained by the Company

1. Register of Members u/s 150 of the Act.
2. Register and Returns u/s 163 of the Act.
3. Books of Accounts and other Records u/s 209 of the Act.
4. Register of Directors u/s 303 of the Act.
5. Register of Directors' Shareholding u/s 307 of the Act.
6. Register of Contracts u/s 301.
7. Register of Charges.

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ending on 31st March 2014.

Sr. No.	Form No./Return	SRN No.	Date of filing
1	Form 23B	S24984163	25/10/2013
2	Form 20B as on 31.03.2013	Q23573397	16/11/2013
3	Form 66 as on 31.03.2013	Q11857273	28/09/2013
4	Form 23AC & Form 23ACA as on 31.03.2013	Q16712325	25/05/2012

Place: Mumbai.
Date: 30.05.2014

Sd/-
Mandar Palav
C.P. No. 13006

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2014.

INDUSTRY STRUCTURE AND DEVELOPMENT:

The industry is showing some improvement & your Directors are expecting better industrial development in the coming years.

OPPORTUNITIES AND THREATS:

The existing management has a strong technical, finance and administrative expertise in various industries and corporate sectors. The company is taking maximum efforts to capitalize on business opportunities and further expect a better outlook in the coming years. The threats are pricing pressure arising due to competition and higher input cost.

RISKS AND CONCERNS:

Your company is taking adequate measures to safeguard against Risks & Concerns.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliances of guidelines and policies adhere to the management instructions and policies to ensure improvements in the system. The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. Efforts for continued improvement of internal control system are being consistently made in this regard.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The relations with staff are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

DATE: 2nd September, 2014

PLACE: Mumbai

Sd/-
(Ravindra Palkar)
DIRECTOR
DIN No. 01868944

Sd/-
(Hemantkumar Desai)
DIRECTOR
DIN No. 03597515

DECLARATION UNDER CODE OF CONDUCT

As required by Clause 49 (i) (d) (ii) of the Listing Agreement, I, Mr. Hemant B. Desai, Executive Director, hereby declare that all the Board Members and the Senior Management personnel of the Company have affirmed Compliance with the Company's Code of Business Conduct and Ethics, for the Financial Year 2013-14.

DATE: 2nd September, 2014

PLACE: Mumbai

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

Sd/-
DIRECTOR
Din No.3597515

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY:

Your Company is fully committed to the principles of transparency, integrity and accountability in all spheres of its operations and has been practicing the principles of good corporate governance over the years. In keeping with this commitment, your Company has been upholding fair and ethical business and corporate practices and transparency in its dealings and continuously endeavors to review strengthen and upgrade its systems and procedures so as to bring in transparency and efficiency in its various business segments.

Your Board of Directors presents the Corporate Governance Report for the year 2013- 14 based on the disclosure requirements under Clause 49 of the Listing Agreement existing as on 31st March 2014.

2. BOARD OF DIRECTORS:

The composition of Board of Directors as on 31/03/2014, Board Meeting Dates and details of attendance of Directors at the Board Meetings and other details are given below:

During the year, there were in total 5 (Five) Board Meetings were held. The dates on which the Board Meeting were held are as follows:

Sr. No.	Board Meeting Date	Sr. No.	Board Meeting Date
1	29/05/2013	4	14/11/2013
2	02/08/2013	5	14/02/2014
3	31/10/2013		

Sr. No.	Name of Director	Category	No. of Board meetings Attended	Attendance at Last AGM	No. Of Other Directorship	No. Of Other Committee membership In other Companies
1.	* Mr. Atulya Mafatlal	Executive Director	5	Yes	7	7
2.	Mr. Ravindra Palkar Chairman	Non Executive & Non Independent	5	Yes	Nil	Nil
3.	Mr. Hemant B. Desai Executive Director & CFO	Executive & Non Independent	5	Yes	Nil	Nil
4.	Mr. Sunilkumar Jain Director	Non Executive & Independent	5	Yes	Nil	Nil
5.	Mr. Sureshkumar P. Bhandari Director	Non Executive & Independent	5	Yes	NIL	Nil

6.	Mr. Ashvin R. Thumar Director	Non Executive & Independent	5	Yes	1	1
----	----------------------------------	-----------------------------	---	-----	---	---

* Mr. Atulya Mafatlal resigned on 14th February, 2014.

A. Audit Committee:

The composition of Audit Committee as on 31.03.2014 is given here below as under:

Name of the Member	Designation	Category
Mr. Ashvin Thumar	Chairman	Non Executive & Independent
Mr. Hemant B. Desai	Member	Executive & Non Independent
Mr. Sureshkumar Bhandari	Member	Non Executive & Independent

During the year, there were in total 4 (Four) Audit Committee Meetings were held on 29.05.2013, 02.08.2013, 14.11.2013 & 14.02.2014.

The details of the attendance of the members at Audit Committee Meetings of the Board of Directors of the Company are as under:

Name of the Member	Designation	No. of Meeting held	No. of Meetings attended
Mr. Ashvin Thumar	Chairman	4	4
Mr. Hemant B. Desai	Member	4	4
Mr. Sureshkumar Bhandari	Member	4	4

B. Shareholders/Investors Grievance Committee

The composition of the Shareholders/Investors Grievance Committee as on 31st March, 2014 is as follows:

Name of the Member	Designation	Category
Mr. Sunilkumar Jain	Chairman	Non Executive & Independent
Mr. Ravindra Palkar	Member	Non Executive & Non Independent
Mr. Sureshkumar Bhandari	Member	Non Executive & Independent

During the year, there were in total 4 (Four) Shareholders/Investors Grievance Committee Meetings were held on 29.05.2013, 02.08.2013, 14.11.2013 and 14.02.2014.

The details of the attendance of the members at Shareholders/Investors Grievance Committee Meetings of the Board of Directors of the Company are as under:

Name of the Member	Category	No. of Meeting held	No. of Meetings attended
Mr. Sunilkumar Jain	Chairman	4	4
Mr. Ravindra Palkar	Member	4	4
Mr. Sureshkumar Bhandari	Member	4	4

GENERAL BODY MEETINGS:

Details of last 3 (Three) Annual General Meetings are given below:

Financial Year	Date	Time	Venue	Special Resolution(s)
2012-2013	25.09.2013	01.30 p.m	Registered Office	No
2011-2012	29.09.2012	01.30 p.m	Registered Office	No
2010-2011	30.09.2011	03.30 p.m	Registered Office	No

The Company has not passed any shareholders resolution through postal ballot during the financial year under reference.

Other disclosures:

(a) Related Party Transactions

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large:

None of the transactions with any of the related parties were in conflict with the interest of the Company at large.

(b) Code of Conduct

The Board of Directors have adopted the Code of Ethics and Business Principles for the Non-executive Directors as also for the employees including Executive Director.

(e) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years: **None**

(f) Means of Communication

The Unaudited financial results on quarterly basis and the half yearly results subject to limited review by the Auditors in the prescribed form and the Audited financial results for the quarter and year ended on 31st March, 2014 were taken on records by the Board of Directors at its meetings within 45/60 days of the close of every quarter/half year/financial year respectively and the same were furnished to the Stock Exchanges where the Company's shares are listed.

REMUNERATION OF DIRECTORS

None of Directors have been paid any remuneration during the last financial year.

GENERAL SHAREHOLDERS INFORMATION:

- i. The Annual General Meeting is scheduled to be held on Tuesday, the 30th September, 2014 at 11.30 AM at the Registered Office of the Company AT **KRIISH COTTAGE, C-101/102, MANAS BUILDING ,NEAR ST. LAWRENCE HIGH SCHOOL, DEVIDAS LANE, BORIVALI (W), MUMBAI - 400 103.**

Financial Year: The Financial Year is from 1st April 2014 to 31st March 2015.

Financial Calendar(Tentative Schedule)

Unaudited Results for quarter ending June 30, 2014 : On 31st July, 2014
 Unaudited Results for quarter ending September 30, 2014 : Second week of November 2014

Unaudited Results for quarter ending December 31, 2014 : Second week of February, 2015

Unaudited Results for quarter ending March, 2015 and

Audited Results for year ending March 31, 2015 : End of May, 2015

- ii. Book Closure dates are from Tuesday, the **23rd Day of September, 2014** to Tuesday, the **30th Day of September, 2014** (both days inclusive).
- iii. Dividend payment: **The Company has not declared any dividend.**
- iv. The Company's shares are listed at **The BSE LIMITED**
Scrip Code: 511185
- v. **CIN : L99999MH1986PLC041487**
- vi. **Stock Market Price Data (in Rs. / Per Share) for the year 2013-14:**

The equity shares of the Company are listed at The BSE Limited (BSE). The monthly high and low prices of the equity shares traded at the BSE during the financial year 2013-14 is given here under :

Month	High	Low	Volume of shares traded
April-2013	Nil	Nil	Nil
May, 2013	Nil	Nil	Nil
June, 2013	Nil	Nil	Nil
July, 2013	Nil	Nil	Nil
August, 2013	Nil	Nil	Nil
September, 2013	Nil	Nil	Nil
October, 2013	Nil	Nil	Nil
November, 2013	Nil	Nil	Nil
December, 2013	Nil	Nil	Nil
January, 2014	Nil	Nil	Nil
February, 2014	Nil	Nil	Nil
March, 2014	Nil	Nil	Nil

- vii. Registrar and Transfer Agent: **SYSTEM SUPPORT SERVICES**
209, Shivai Ind Estate, 89,
Andheri Kurla Road, Saki Naka,
Andheri - (E), Mumbai - 400072
Tel.: 02228500835
Fax: 022-28501438
Email: sysss72@yahoo.com

- viii. Share Transfer System

Physical shares sent for transfers or dematerialization are generally registered and returned within a period of 15 days from the date of receipt of completed and validly executed documents

- ix. Dematerialization of securities

The Company's shares currently are in physical mode but the Company is in the process of dematerialization of shares.

x Outstanding GDRs/ Warrants, Convertible Bonds, conversion date and its impact on equity.
Nil

xi. Distribution of Shareholding and Shareholding Pattern as on **31st March, 2014:**

(i) Distribution of Shareholding as on **31st March, 2014:**

Share holding	Shareholders No.	% of holding	No of Share	% of Share
001 – 500	403	73.67	75270	7.527
501 – 1000	50	9.141	47300	4.730
1001 - 2000	18	3.291	29000	2.900
2001 – 3000	13	2.377	33900	3.390
3001 – 4000	0	0.000	0	0.000
4001-5000	1	0.183	5000	0.500
5001-10000	46	8.410	437000	43.700
Above 10001	16	2.925	372530	37.253
Total	547	100.00	1000000	100

(ii) Shareholding pattern as at **31st March, 2014:**

Sr. No.	Name of Shareholder	No. of Share held	% to Total Share
1	Promoters	143900	14.39
2	Mutual Funds	0	0
3	Banks & Financial institutions & Insurance Companies etc.	0	0
4	Corporate Bodies	13300	1.33
5	General Public	842800	84.29
6	NRIs/ OCBs	0	0
	TOTAL	1000000	100

xi. Address for correspondence:

Shareholders of the Company can send correspondence at the Regd. Office of the Company situated at following address:

**8A ,Kapoor Building,
J P Road, Behind Canara Bank,
Andheri (W), Mumbai-400056.**

Non-Mandatory Requirements:

The Company is not yet implementing the non-mandatory requirements under Clause 49 of the Listing Agreement. However, adoption of other non-mandatory requirements under Clause 49 of the Listing Agreement is being reviewed by the Board from time to time.

CEO/CFO CERTIFICATION

To,
The Board of Directors
SURYAKRUPA FINANCE LIMITED

I do hereby certify that:

- (a) I have reviewed financial statements and the Cash Flow statement for the year and that to the best of my 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 and are in compliance with existing accounting standard, applicable laws and regulations,
- (b) There are to the best of our Knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal, or in violation of the Company's code of conduct.
- (c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the auditors and the Audit Committees.
 - (i) Significant changes in internal control over financial reporting during the year.
 - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management having a significant role in the Company's internal control system over financial reporting.

FOR **SURYAKRUPA FINANCE LIMITED**

Sd/-

Mr. Hemant Desai
(CFO)

DATE: 02nd September, 2014

PLACE: Mumbai

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of:
SURYAKRUPA FINANCE LIMITED

8A, Kapoor Building, J.P.Road,
Behind Canara Bank,
Andheri(W), Mumbai,
Maharashtra-400 056.

We have examined the compliance of conditions of Corporate Governance by **SURYAKRUPA FINANCE LIMITED** for the year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement(s) of the said Company with the Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned listing Agreement(s)

We state that no investor grievance is pending for a period exceeding one month against the Company as per records maintained by the Company.

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

For GUPTA SAHARIA & CO.
Chartered Accountants

Place: Mumbai
Date: 2nd September, 2014

Sd/-
(SANJAY J JAIN)
Partner
Membership No.112646
Firm No. 103446W

INDEPENDENT AUDITOR'S REPORT

To the Members of

SURYAKURPA FINANCE LIMITED

We have audited the accompanying financial statements of SURYAKURPA FINANCE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and 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 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 Standards referred to in sub-section (3C) of section 211 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.

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 misstatement.

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.

In our opinion and to the best of our information and according to the explanations given to us, the 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, 2014;
- b) in the case of the Profit and Loss Account, of the profit/ loss 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.

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For GUPTA SAHARIA & CO.

Chartered Accountants

FRN: 103446W

(SANJAY J.JAIN)

(Partner)

Membership No: 112646

Place: Mumbai

Date: 30/05/2014

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of SURYAKURPA FINANCE LIMITED. On the accounts of the company for the year ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, 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. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, 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. Thus sub clauses (f) & (g) are not applicable to the company.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5. a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

b) As per information & explanations given to us and in our opinion, the transaction entered into by the company with parties covered u/s 301 of the Act does not exceeds five lacs rupees in a financial year therefore requirement of reasonableness of transactions does not arises.
6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8. The Central Government has not prescribed the maintenance of the cost records U/s. 209(1)(d) of the Companies Act, 1956 for any of the products of the company.
9. (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, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2014 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.
10. The Company have accumulated losses of Rs. 1,10,24,653/- as at 31.03.2014. The company has incurred cash losses during the financial year covered by our audit.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company did not deal in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in regard to investments made by company in its own name.

15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For GUPTA SAHARIA & CO.

Chartered Accountants

FRN: 103446W

(SANJAY J.JAIN)

(Partner)

Membership No. : 112646

Place: Mumbai

Date: 30/05/2014

SURYAKURPA FINANCE LIMITED
BALANCE SHEET AS AT 31st March, 2014

Particulars	Note No	As At 31st March 2014	As At 31st March 2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	10,000,000	10,000,000
(b) Reserves and Surplus	3	(11,024,653)	(11,088,444)
(2) Non-Current Liabilities			
(a) Long-term borrowings	4	1,100,000	1,600,750
(b) Deferred tax liabilities (Net)		-	218
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(4) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables		-	-
(c) Other current liabilities	5	15,000	12,500
(d) Short-term provisions		-	-
Total		90,347	525,024
II. Assets			
(1) Non-current assets			
(a) <i>Fixed assets</i>	6	7,492	8,965
(i) Tangible assets		-	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		342	-
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables		-	-
(d) Cash and cash equivalents	7	70,279	365,259
(e) Short-term loans and advances		-	-
(f) Other current assets	8	12,234	150,800
Total		90,347	525,024
Summary of significant accounting policies	1	-	-

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For GUPTA SAHARIA & CO.
CHARTERED ACCOUNTANTS

For and on behalf of the Board

(SANJAY J. JAIN)
PARTNER
MEM. NO : 112646
FIRM NO : 103446W
Place: Mumbai
Date: 30th May 2014

(Ashvin Thumar) (Sunilkumar Jain)
Director Director

SURYAKURPA FINANCE LIMITED
Statement Of Profit & Loss for the year ended 31st March, 2014

Particulars	Note No	For the Year Ended 31st March 2014	For the Year Ended 31st March 2013
I. Revenue from Operations	9	336,700	150,800
II. Indirect Income			
III. Total Revenue (I + II)		336,700	150,800
IV. Expenses:			
<u>Manufacturing Expenses</u>		-	
<u>Administrative & Selling Expenses</u>			
Employee Benefit Expenses	10	136,500	112,500
Other Administrative and Selling Expenses		-	-
Other Misc. Expenses	11	147,730	1,088,234
Finance Costs		-	-
Depreciation and Amortization Expense		1,473	1,768
Total Expenses		285,703	1,202,502
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		50,997	(1,051,702)
VI. Exceptional Items		-	-
VII. Profit before Extraordinary Items and Tax (V - VI)		50,997	(1,051,702)
VIII. Extra Ordinary Items		-	-
IX. Profit before Tax (VII - VIII)		50,997	(1,051,702)
X. Tax Expense:			
(1) Provision for Taxation		-	-
(2) Deferred Tax		(3,414)	218
XI. Profit/ (Loss) for the period from Continuing Operations (IX - X)		54,411	(1,051,920)
XII. Profit/Loss from Discontinuing Operations		-	-
XIII. Tax Expense of Discontinuing Operations		-	-
XIV. Profit/ (Loss) from Discontinuing Operations (after Tax) (XII - XIII)		-	-
XV. Profit/ (Loss) for the Period (XI + XIV)		54,411	(1,051,920)
XVI. Earnings Per Equity Share			
(1) Basic		0.05	(1.05)
(2) Diluted		-	-

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For GUPTA SAHARIA & CO.

CHARTERED ACCOUNTANTS

For and on behalf of the Board

(SANJAY J. JAIN)

PARTNER

MEM. NO : 112646

FIRM NO : 103446W

Place: Mumbai

Date: 30th May 2014

(Ashvin Thumar)

Director

(Sunilkumar Jain)

Director

SURYAKRUPA FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

PARTICULARS			3/31/2014	3/31/2013
			(Rupees)	(Rupees)
A				
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>				
			0.51	(10.52)
			0.01	0.02
			-	-
			0.52	(10.50)
			1.51	0.02
			1.53	1.79
			-	
			2.06	(8.71)
	I			
B				
<u>CASH FLOW FROM INVESTING ACTIVITIES</u>				
			-	-
			-	-
			-	-
			-	-
			-	-
			-	-
			-	-
	II		-	-
C				
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>				
			(5.01)	9.90
			-	-
			-	-
			-	-
			-	-
			(5.01)	9.90
	III			
			(2.95)	1.19
			3.65	2.46
			0.70	3.65

For SURYAKRUPA FINANCE LIMITED

In terms of our Certificate of even date

(Ashvin Thumar)

(Sunilkumar Jain)

For GUPTA SAHARIA & CO.
CHARTERED ACCOUNTANTS

(SANJAY J. JAIN)
PARTNER
MEM. NO : 112646
FIRM NO : 103446W
Place: Mumbai
Date: 30/05/2014

SIGNIFICANT ACCOUNTING POLICIES :

- 1) GENERAL:
 - I. The Financial Statement have generally been prepared on the historical cost convention.
 - II. Accounting policies not specifically referred to otherwise are in consonance with generally accepted accounting principles.
- 2) BASIS OF ACCOUNTING:

The Company follows the mercantile system of accounting generally except otherwise stated herein below, if so.
- 3) FIXED ASSETS :

Fixed assets are stated at cost of less accumulated depreciation. depreciation has been provided on WDV in accordance with the provision of section 205(2)(b) of the companies Act,1956 at the rates specified in the schedule XIV to the said Act.
- 4) INVESTMENT:

Investments, if any, are stated at cost.
- 5) REVENUE RECOGNITION:
 - I. Revenue is recognized only when it is reasonably certain that the ultimate collection will be made.
- 6) DEFERED TAX:

The Deferred tax is recognized for all temporary differences subject to the consideration of prudence and at currently available rates. Deferred Tax assets are recognized only if there is virtually certainty that they will be realized.

As per our report of even date attached
For GUPTA SAHARIA & CO.
CHARTERED ACCOUNTANTS

For and on behalf of the Board

(SANJAY J. JAIN)
PARTNER
MEM. NO : 112646
FIRM NO : 103446W
Place: Mumbai
Date: 30/05/2014

(Ashvin Thuma (Sunilkumar Jain)
Direct Director

Annexures to the Balance Sheet

Particulars	As on 31st March 2014	As at 31st March, 2013
NOTE # 2		
Share Capital		
Authorised Capital		
2500000 Equity shares of Rs. 10/- each	25,000,000	25,000,000
Issued		
1000000 Equity shares of Rs. 10/- each	10,000,000	10,000,000
Subscribed		
(a) Subscribed and fully paid up		
1000000 Equity shares of Rs. 10/- each	10,000,000	10,000,000
	10,000,000	10,000,000
NOTE # 3	As on 31st March 2014	As at 31st March, 2013
Reserves and Surplus		
As per last Balance Sheet	(11,088,444)	(10,038,167)
Addition	54,411	(1,051,920)
MAT	9,380	1,643
	(11,024,653)	(11,088,444)
NOTE # 4	As on 31st March 2014	As at 31st March, 2013
Long-Term Borrowings		
Unsecured Loan		
Inter Corporate Loans		
Gajakarna Trading Pvt Ltd	700,000	720,000
Vighnajit Trading Pvt Ltd	400,000	400,000
Gaj Gouri Tradelinks Pvt Ltd	-	300,000
Mahaganapati Financial Services Pvt Ltd	-	180,750
	1,100,000	1,600,750
NOTE # 5	As on 31st March 2014	As at 31st March, 2013
Other Liabilities		
Creditors For Expenses		12500
Audit Fees Payable	15,000.00	
	15,000.00	12500
NOTE # 7	As on 31st March 2014	As at 31st March, 2013
Cash and Cash Equivalents		
Cash on Hand	56,387	335692
Bank Accounts	13,892	29567
	70,279	365259
NOTE # 8	As on 31st March 2014	As at 31st March, 2013
Other Current Assets (Residual Head)		
Other (Specify Nature)		
Sundry Debtor	-	150800
Mvat credit 2011-12	2,854	
Mvat credit 2013-14	9,380	
	12,234	150800

SURYAKRUPA FINANCE LIMITED

Notes Forming Part of Financial Statements For The Year Ended March 31, 2014

Note- 6 Fixed Assets

Amount in Rs.

PARTICULARS	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	COST AS ON 01.04.13	ADDITIONS DURING THE YEAR	SALE / DISPOSAL DURING THE YEAR	TOTAL AS ON 31.03.2014	UPTO 01.04.13	FOR THE YEAR	ADJUSTME NT	UPTO 31.03.2014	NET CARRYING AMOUNT AS ON 31.03.2013	NET CARRYING AMOUNT AS ON 31.03.2014
Furniture & Fixtures	33,694	-	-	33,694	28,316	974	-	974	5,378	4,404
Office Equipment	17,000	-	-	17,000	13,413	499	-	499	3,587	3,088
TOTAL	50,694	-	-	50,694	41,729	1,473	-	1,473	8,965	7,492

SURYAKURPA FINANCE LIMITED
Annexures to the Profit & Loss Statement

Particulars	For the Year Ended 31st March 2014	For the Year Ended 31st March 2013
NOTE # 9		
Revenue From Operations		
Sale of Products	-	-
Sale of Services	-	-
Other Operating Revenues	336,700	150,800
Less: Excise Duty	-	-
	336,700	150,800
NOTE # 10		
Employee Benefit Expenses		
Salaries and Wages	136,500	112,500
Contribution to PF and Other Funds		
Staff Welfare Expenses		
	136,500	112,500
NOTE # 11		
Other Administrative and Selling Expenses		
Auditor Remuneration	15,000	7,500
Shares Transfer Agent Fees	45,258	40,448
Ahmedabad Stock Exchange Fees		81,000
Bank Charges	153	908
National Securities Depository Limited Fees	6,180	5,056
Web Site Expenses	8,000	
Professional Fees		16,500
CDSL FEES		42,698
Printing & Stationery Charges	56,285	6,520
Bombay Stock Exchange Listing Fees	16,854	20,745
Bombay Stock Exchange Re-Instatement Fees		866,859
	147,730	1,088,234

SURYAKRUPA FINANCE LIMITED

8A, Kapoor Building, J P Road, Behind Canara Bank, Andheri (W), Mumbai - 400056

PROXY FORM (Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L99999MH1986PLC041487

Name of the Company: SURYAKRUPA FINANCE LIMITED

Registered Office: 8A, Kapoor Building, J P Road, Behind Canara Bank, Andheri (W), Mumbai - 400056

Tel: 022-64646411, Website: www.suryakrupafinance.in

Email: suryakrupafinance@gmail.com

Name of the Member(S):	
Registered Address:	
Email -id:	
Folio No. Client ID:	DP ID:

I/We, being the member (s) of _____ shares of the above named Company, hereby appoint

1.Name: _____

Address: _____

Email Id: _____

Signature: _____ or failing him

2.Name: _____

Address: _____

E-mail Id: _____

Signature: _____, _____ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the company, to be held on the Tuesday the 30th September, 2014, at 11.30 A.M at Kriish Cottage, C-101/102, Manas Building, Near St. Lawrence High School, Devidas Lane, Borivali (W), Mumbai - 400 103, on and at any adjournment thereof in respect of such resolutions as are indicate below:.

Resolution No.	Resolution
Ordinary Business	
1.	Adoption of Audited Financial Statements for the year ended 31st March, 2014.
Special Business	
2.	Appointment of Mr. Sunilkumar Jain as Independent Director.
3.	Appointment of Mr. Sureshkumar Bhandari as Independent Director.
4.	Appointment of Mr. Ashvin Thumar as Independent Director.
5.	Appointment of Mr. Mukesh M. Shah & Co., Chartered Accountants as Statutory Auditors
6.	Power to appoint Director as Chairman as well as the Managing Director or Chief Executive Officer at the same time.

Signed this..... day of September, 2014

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please complete all details including details of member(s) before submission.

SURYAKRUPA FINANCE LIMITED
8A, Kapoor Building, J P Road, Behind Canara Bank, Andheri (W), Mumbai - 400056

ATTENDANCE SLIP

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the **27th Annual General Meeting** of the Company at **KRIISH COTTAGE, C-101/102, MANAS BUILDING ,NEAR ST. LAWRENCE HIGH SCHOOL, DEVIDAS LANE, BORIVALI (W), MUMBAI - 400 103** of the company on Tuesday the 30th **September, 2014** at **11.30 A.M.**

Signature of the Shareholder or Proxy

Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall.
Members are requested to bring their copies of the Annual Report at the meeting.

To

If undelivered, please return to:

SURYAKRUPA FINANCE LIMITED

8A, Kapoor Building,
J P Road, Behind Canara Bank,
Andheri (W), Mumbai – 400056.

Suryakrupa Finance Limited

REGD. OFF. : 8A, KAPOOR BUILDING, J. P. ROAD, BEHIND CANARA BANK,
ANDHERI (W), MUMBAI - 400056.



Tel : 022 - 64646411
Email : suryakrupafinance@gmail.com
Website : www.suryakrupafinance.in
CIN : L99999MH1986PLC04148

Date: 19th September, 2014

To,
Department of Corporate Service (DCS-CRD),
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Sub.: Compliance as per Clause No. 31(a) of the Listing Agreement.
Ref.: Name of the Company: Suryakrupa Finance Limited, Scrip Code: 511185

Dear Sir,

Please find enclosed herewith Form A required to be filed by the Company with the concerned stock exchange(s).

FORM A

1.	Name of the Company	:	Suryakrupa Finance Limited
2.	Annual Financial Statements for the year ended	:	31 st March, 2014
3.	Type of Audit observation	:	Unqualified
4.	Frequency of observation	:	N.A.
5.	To be signed by:-		
	• Mr. Hemant B. Desai : CEO	:	
	• Mr. Hemant B. Desai : CFO	:	
	• M/s Gupta Saharia & Co: Auditor of the Company	:	
	• Mr. Ashvin Thumar : Audit Committee Chairman	:	

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking you,

Yours truly,

For SURYAKRUPA FINANCE LIMITED

DIRECTOR