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## SUNRISE INDUSTRIAL TRADERS LIMITED

**Date: 16<sup>th</sup> April, 2024**

To,  
Bombay Stock Exchange  
P. J. Towers, Dalal Street,  
Mumbai - 400 001  
Dear sir,

Ref.: BSE Code No. 501110

**SUB: SUBMISSION OF ANNUAL SECRETARIAL COMPLIANCE REPORT FOR YEAR ENDED 31<sup>st</sup> MARCH, 2024**

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, Company has appointed Mr. Kishor Ved, Practicing Company Secretaries, as Secretarial Auditor of the Company for the financial year ended on 31<sup>st</sup> March, 2024. They have carried out the secretarial audit and submitted Annual Secretarial Compliance Report dated 16<sup>th</sup> April, 2024.

We are enclosing the copy of the same for your record.

Kindly take same on your record

Thanking You

Yours faithfully

**FOR SUNRISE INDUSTRIAL TRADERS LIMITED**

SURESH	Digitally signed by SURESH
BALDEVDA	BALDEVDA RAHEJA
RAHEJA	Date: 2024.04.16 16:42:35 +05'30'

**SURESH RAHEJA**  
**WHOLE TIME DIRECTOR**  
**(DIN:00077245)**

**KS Kishor V. Ved**

B.Com., F.C.S.

Practicing Company Secretary

D/215, Neelkanth Business Park,  
Near Vidyavihar Bus Depot,  
Vidyavihar (West), Mumbai - 400 086.  
Tel. (O) : +91 22 2510 0327  
Cell : +91 90040 00831  
E-mail : vedkishor1@rediffmail.com  
kishore.ved@gmail.com

**SECRETARIAL COMPLIANCE REPORT OF SUNRISE INDUSTRIAL TRADERS LIMITED FOR THE YEAR  
ENDED 31<sup>ST</sup> MARCH, 2024**

To,

**SUNRISE INDUSTRIAL TRADERS LIMITED**

Commerce House, 5<sup>th</sup> Floor, Room No. 503,  
Medows Street, Fort, Mumbai- 400023

I, Kishor V. Ved, Practicing Company Secretary, hereby report that I have issued the Secretarial Compliance Report ("SCR") for Sunrise Industrial Traders Limited (CIN - L67120MH1972PLC015871) (hereinafter referred as 'the listed entity') for the year ended 31<sup>st</sup> March, 2024.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Sunrise Industrial Traders Limited (CIN - L67120MH1972PLC015871)** (hereinafter referred as 'the listed entity'), having its Registered Office at Commerce House, 5<sup>th</sup> Floor, Room No. 503, Medows Street, Fort, Mumbai- 400023, Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31<sup>st</sup> March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter.

I, Kishor V. Ved, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by **Sunrise Industrial Traders Limited** ("the listed entity").
- (b) the filings/ submissions made by the listed entity to the Bombay Stock Exchange,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended 31<sup>st</sup> March, 2024 ("Review Period") in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");



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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;  
- NOT APPLICABLE to the Company during the review period as the Company has not issued any shares.
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;  
- NOT APPLICABLE to the Company during the review period as there is no direct and indirect acquisition of any shares or voting rights or control over the Company by promoters & persons acting in concert.
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;  
- NOT APPLICABLE to the Company during the review period as the Company has not bought back any shares from the shareholders.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;  
- NOT APPLICABLE to the Company during the review period as the Company has not made any preferential allotment of securities as specified in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2021;  
- NOT APPLICABLE to the Company during the review period as the Company has not issued any preference shares.
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018 and circulars / guidelines issued thereunder;
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.



**OS Kishor V. Ved**

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and circulars / guidelines issued thereunder and based on the above examination, I hereby report that, during the review period:

**I. (a) The listed entity has complied with the provisions of the above regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:**

Sr No.	Compliance Requirement (Regulation/Circulars/guidelines including specific clause)	Regulation/ Circular no.	Deviation	Action taken by	Types of action	Details of violation	Fine amount	Observation / Remarks of Practicing Company Secretary	Management Response	Remarks
Advisory / Clarification / fine / show cause notice / Warning etc.										
NONE										

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

Sr No.	Compliance Requirement (Regulation/Circulars/guidelines including specific clause)	Regulation/ Circular no.	Deviation	Action taken by	Types of Action	Details of Violation	Fine Amount	Observation /Remarks of Practicing Company secretary	Management Response	Remarks
Advisory / Clarification / fine / show cause notice / Warning, etc.										
NONE										

II. Compliances related to resignation of Statutory Auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019:

- I hereby report that the Statutory Auditors of the Company have not resigned during the review period 31<sup>st</sup> March, 2024.

S. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS*
1.	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	NA



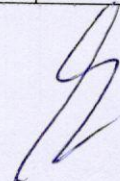
**KS Kishor V. Ved**

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	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	NA
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	NA
<b>2.</b>	<b>Other conditions relating to resignation of statutory auditor</b>		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	NA	NA
	a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	NA	NA
	b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.	NA	NA
	c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	NA	NA
	ii. Disclaimer in case of non-receipt of information:  The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	NA  NA	NA  NA




**ES Kishor V. Ved**

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3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	NA
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III. I hereby report that, during the review period the compliance status of the listed entity is appended as below :

S. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS*
1.	<b>Secretarial Standard:</b> The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by Institute of Company Secretaries India (ICSI) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-----
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li><li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li></ul>	Yes Yes	----- -----
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"><li>The Listed entity is maintaining a functional website</li><li>Timely dissemination of the documents/ information under a separate section on the website</li></ul>	Yes Yes	----- -----
	<ul style="list-style-type: none"><li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website</li></ul>	Yes	-----
4.	<b>Disqualification of Director:</b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-----



**CS Kishor V. Ved**

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5.	Details related to Subsidiaries of listed entities have been examined w.r.t.:  (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA as the Company does not have any subsidiary companies	-----
6.	Preservation of Documents:  The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	-----
7.	Performance Evaluation:  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	-----
8.	Related Party Transactions:  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions  (b) The listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit committee, in case no prior approval obtained.	Yes  NA	-----  -----
9.	Disclosure of events or information:  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	-----
10.	Prohibition of Insider Trading:  The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	-----



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11.	Actions taken by SEBI or Stock Exchange(s), if any:  No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	Yes	-----
12.	Additional Non-compliances, if any:  No any additional non-compliance observed for all SEBI regulation /circular / guidance note etc.	NA	-----

During the financial year 2023-2024, the Listed entity has complied with the requirement of Structured Digital Database (SDD) pursuant to provisions of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations) and I certify vide my certificate dated 16-02-2024 that:

1. The Listed entity has a Structured Digital Database in place;
2. Control exists as to who can access the SDD;
3. All the UPSI disseminated in the previous quarter have been captured in the database;
4. The system has captured nature of UPSI along with date and time;
5. The database has been maintained internally and an audit trail is maintained; and
6. The database is non-tamperable and has the capability to maintain the records for 8 years.

1. Provide the list of all the observations in the report for the previous financial year along with the actions taken by the listed entity on those observations.
2. Add the list of all observations in the reports pertaining to the periods prior to the previous financial year in case the entity has not taken sufficient steps to address the concerns raised/ observations.

**- NOT APPLICABLE**

*E.g. In the report for the financial year ended 31st March, 2024, the PCS shall provide a list of:*

- all the observations in the report for the year ended 31<sup>st</sup> March, 2023 along with the actions taken by the listed entity on those observations. - **NOT APPLICABLE**
- the observations in the reports pertaining to the year ended 31st March, 2023 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.) - **NOT APPLICABLE**

**Assumptions & Limitation of scope and Review:**





# CS Kishor V. Ved

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1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.



*Kishor V. Ved*

**Kishor V. Ved**  
**Practicing Company Secretary**

**F.C.S. No.: 5411**

**C. P. No.: 4691**

**Peer Review Certificate No. 3234/2023**

**Mumbai, 16<sup>th</sup> April, 2024**  
**UDIN - F005411F000141360**