

26th
Annual Report
2012-2013

SURYAKRUPA FINANCE LIMITED

SURYAKRUPA FINANCE LIMITED

26th Annual Report 2012-2013

BOARD OF DIRECTORS

Mr. Ravindra K. Palkar	<i>Chairman & Non Executive Director</i>
Mr. Atulya Yogindra Mafatlal	<i>Executive Director & CEO</i>
Mr. Hemant B. Desai	<i>Executive Director & CFO</i>
Mr. Sunilkumar M.Jain	<i>Independent Director</i>
Mr. Sureshkumar Bhandari	<i>Independent Director</i>
Mr. Ashvin R. Thumar	<i>Independent Director</i>

REGISTERED OFFICE

5th Floor, Mafatlal House,
H.T. Parekh Marg,
Backbay Reclamation,
Churchgate, Mumbai - 400 020

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 Services
209, Shivai Ind Estate, 89,
Andheri Kurla Road, Saki Naka,
Andheri - (E), Mumbai - 400072

26th ANNUAL GENERAL MEETING

Date : 25th September, 2013
Day : Saturday
Time : 1.30 P.M.
Place : 5th Floor, Mafatlal House,
H.T. Parekh Marg,
Backbay Reclamation, Churchgate,
Mumbai - 400 020.

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 26th ANNUAL GENERAL MEETING OF THE MEMBERS OF SURYAKRUPA FINANCE LIMITED WILL BE HELD ON WEDNESDAY THE 25TH SEPTEMBER, 2013 AT 01.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5TH FLOOR, MAFATLAL HOUSE, H.T.PAREKH MARG, BACKBAY RECLAMATION, CHURCHGATE, MUMBAI - 400020 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts for the year ended 31st March 2013 along with notes and schedules thereon as on that date and the reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ashwin Thumar, Director of the Company who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Ravindra Palkar, Director of the Company who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/S. Gupta Saharia & Co. as Auditors of the Company to hold office from the conclusion of this Annual General Meeting, until the conclusion next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

5. Commencement and Carrying on new businesses as provided in Sub Clauses (130) & (134) of the Other Objects Clauses of III(C) .

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

“RESOLVED THAT pursuant to provisions of Section 149(2A) and all other applicable provisions, if any, of the Companies Act, 1956, and subject to such approvals /consents as may be required, the consent of the Company be and is hereby accorded for commencing and carrying on of all or any of the activities as enumerated in the Sub-Clauses (130) and (134) of Clause III (Other Objects) of the Memorandum of Association of the Company as set out herein, upon the said Clauses becoming effective. :

- (130) To carry on the business of transporters and handlers of cargo, goods, luggage and any material of whatsoever description, by road, sea and air transport and for that purpose acquire, purchase or hire motor lorries, motor bus, boats, launches and ships or aircraft, suitable for carrying on such business.
- (134) To undertake and carry on the trade and business of shippers, ship owners, ship brokers, underwriters, ship managers, tug owners, shipping agents, loading brokers, freight contractors, carriers by land, air and water transport, haulage and general contractors, barge owners, lightermen, dredgers, railway and forwarding agents, dock owners, engineers, ice merchants, refrigerator, store keepers, ship store merchants, ships husbands, stevedores, warehousemen, wharfingers, pier and landing stage owners, salvors, ship builders, ship repairers, ship breakers, manufacturers of and dealers in rope, tarpaulin, all types of life saving appliances, machinery, engines, nautical instruments and ship's rigging gear fittings and equipment of every description, importers of ships and marine equipment of all description and generally to carry on the said business either as principals or agents or on commission basis or otherwise.

SURYAKRUPA FINANCE LIMITED

RESOLVED FURTHER THAT Mr. Ashwin Thumar, Director of the Company be and is hereby authorized to follow all the formalities for complying with the relevant provisions of the Companies Act, 1956, relating to the filing of necessary forms consequent to the passing of aforementioned special resolution.

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

DATE: 2nd August, 2013
PLACE: Mumbai

Sd/-
Ravindra K. Palkar
Chairman

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote 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 **Wednesday, the 18th Day of September, 2013 to Wednesday the 25th Day September, 2013** (both days inclusive).
4. Members are requested to notify immediately any change in their addresses to the Company's Registered Office at 5th Floor, Mafatlal House, H.T.Parekh Marg, Backbay Reclamation, Churchgate, 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 173 (2) of the Companies Act, 1956 In respect of the items of 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 appointment and re-appointment at the ensuing Annual general Meeting are as follows:

Name of Director	Mr. Ashvin Thumar	Mr. Ravindra K. Palkar
Date of Appointment	18/01/2012	18/10/2001
Qualification	C.A.	B.Com
Expertise in specific functional areas	Accounts	Finance taxation and administration.
Chairman / Member of the committee of other companies*	Nil	9

- Directorship of Other Companies are not considered.

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

DATE: 2nd August, 2013
PLACE: Mumbai

Sd/-
Ravindra K. Palkar
Chairman

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EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956.

Item No. 5 :

The Company proposes to enter logistic business as covered in Sub Clause 130 and Sub Clause 134 of Other Objects Clause IIIC of the Memorandum of Association.

The Section 149(2A) of the Companies Act, 1956 provides that a Company shall not at any time commence any business, which are specified in the Other Objects of the Memorandum of Association of the Company, without seeking the approval of the members of the Company by means of a Special Resolution passed at a General Meeting, The necessary Special Resolution is to be passed by the members and it is proposed for your approval. Hence the resolution is proposed for your approval.

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

By Order Of the Board
FOR SURYAKRUPA FINANCE LIMITED

DATE: 2nd August, 2013
PLACE: Mumbai

Sd/-
Ravindra K. Palkar
Chairman

DIRECTORS' REPORT TO THE SHAREHOLDERS

To,
The Members,
SURYAKRUPA FINANCE LIMITED

Your Directors have great pleasure in presenting **26TH ANNUAL REPORT** along with the Audited Balance Sheet and Statement of Profit And Loss, for the year ended 31st March, 2013.

1. FINANCIAL RESULTS

The financial Results are briefly indicated below:

(Amt in Rs.)

PARTIULARS	YEAR ENDED	
	2012-2013	2011-2012
Total Income	1,50,800	8,81,700
Total Expenditure	12,02,502	8,66,722
Profit/(Loss) before Taxation	(10,51,702)	14,978
Profit/(Loss) after Taxation	(10,51,920)	10,485
Profit/(Loss) brought forward	(10,038,167)	(10,048,652)
Allocations & Appropriations	1643	—
Balance carried to Balance Sheet	(11,088,444)	(10,038,167)

2. REVIEW OF OPERATIONS

The Company has incurred a loss of Rs. 10.52 lacs during the financial 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

Mr. Ashvin Thumar and Mr. Ravindra Palkar, Directors 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 are proposed in the Notice of Annual General Meeting for consideration of the members.

7. SUBSIDIARIES:

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

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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 of the Loss 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

The Board recommends M/S. Gupta Saharia & Co, Chartered Accountant as Statutory Auditors of the Company for the financial year 2013-2014, who have also confirmed that their appointment shall be within limits specified under section 224 (1B) of the Companies Act, 1956.

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

12. AUDITOR'S REPORT:

Since notes to account are self explanatory, no further explanation is given by the Board as such.

13. COMPLIANCE CERTIFICATE:

The Company has obtained Compliance Certificate pursuant to provisions of Section 383A of the Companies Act, 1956 from Mandar Palav, Practising Comapany Secretary and is annexed hereto.

14. 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.

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COMPLIANCE CERTIFICATE

Regn.No. of the Company : L99999MH1986PLC041487
Authorised Capital : Rs.2,50,00,000/-
Paid Up Capital : Rs. 10,000,000/-

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 Mafatlal House, 5th Floor, Bombay Reclamation, Mumbai (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company, for the financial year ended on 31st March, 2013 (Financial Year). In 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 6 (Six) times respectively on 16.04.2012, 30.07.2012, 01.09.2012, 30.10.2012, 14.02.2013 and 06.03.2013 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, 2012 was held on 29th September, 2012 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.
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 transaction 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.
12. The Company has not issued any duplicate share certificates during the financial year under review.

13. The Company has:

- (i) delivered all certificate 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 under review.
 - (iii) not posted warrants to any member of the Company as no dividend was declared during the financial year under review.
 - (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 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 sections 58A of the Act during the financial year under review.
 24. The Company has not made any fresh borrowing during the financial years within the provisions of section 293(1)(d) of the Act.
 25. The Company has not made any fresh loans to or investments in other bodies corporate.
 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.

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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 amount 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: 02nd August, 2013

Sd/-
Mandar Palav
C.P. No. 11623

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 2013.

Sr. No.	Form No./Return	SRN No.	Date of filing
1	Form 23B	S13062740	08/08/2012
2	Form 20B as on 31.03.2012	Q03592755	29/11/2012
3	Form 66 as on 31.03.2012	Q04846895	24/12/2012
4	Form 23AC & Form 23ACA as on 31.03.2011	P87477089	25/05/2012
5	Form 23AC & Form 23ACA as on 31.03.2012	Q05912324	15/01/2013

Place: Mumbai.
Date: 02nd August, 2013

Sd/-
Mandar Palav
C.P. No.11623

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2013.

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.

DATE: 2nd August, 2013
PLACE: Mumbai

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

Sd/-
DIRECTOR

Sd/-
DIRECTOR

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DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

As the Executive Director of SURYAKRUPA FINANCE LIMITED and 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 2012-13.

DATE: 2nd August, 2013
PLACE: Mumbai

By Order Of the Board
SURYAKRUPA FINANCE LIMITED

Sd/-
DIRECTOR

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 2012- 13 based on the disclosure requirements under Clause 49 of the Listing Agreement existing as on 31st March 2013.

2. BOARD OF DIRECTORS:

The composition of Board of Directors and details of attendance of Directors at the Board Meetings and other details are given below:

Sr. No.	Name of Director	Category	No. of Board Meetings Attended	Attendance at Last AGM	No. of Directorship	No. of Other Committee membership in other Companies
1.	Mr. Ravindra Palkar Chairman	Non Executive & Non Independent	6	Yes	Nil	Nil
2.	Mr. Atulyabhai Y. Mafatlal Executive Director & CEO	Executive & Non Independent	6	Yes	Nil	Nil
3.	Mr. Hemant B. Desai Executive Director & CFO	Executive & Non Independent	6	Yes	Nil	Nil
4.	Mr. Sunilkumar Jain Director	Non Executive & Independent	6	Yes	Nil	Nil
5	Mr. Sureshkumar P. Bhandari Director	Non Executive & Independent	6	Yes	NIL	Nil
6	Mr. Ashvin R. Thumar Director	Non Executive & Independent	6	Yes	1	1

During the year, there were in total 6 (Six) Board Meetings were held. The time gap between the two meetings was not more than 4 months. All the information required to be furnished to the Board was made available to them along with detailed Agenda notes. The dates on which the Board Meeting were held are as follows:

Sr. No.	Board Meeting Date
1	16/04/2012
2	30/07/2012
3	01/09/2012
4	30/10/2012
5	14/02/2013
6	06/03/2013

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BOARD COMMITTEES:

Audit Committee:

Pursuant to the provisions of section 292(A) of the Companies Act, 1956 & Clause 49 II of Listing Agreement, the composition of Audit Committee is as under:

Name of the Member	Status	No. of Meeting held
Mr. Ashvin Thumar	Chairman	Non Executive & Independent
Mr. Hemant B. Desai	Member	Executive & Non Independent
Mr. Sureshkumar Bhandari	Member	Non Executive & Independent

Mr. Ashvin Thumar – Non Executive & Independent : Chairman
Mr. Hemant Desai – Executive & Non Independent : Member
Mr. Sureshkumar Bhandari – Non Executive & Independent : Member

During the year, there were in total 4 (Four) Audit Committee Meetings were held on 16.04.2012, 30.07.2012, 30.10.2012 & 14.02.2013

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	Status	No. of Meeting(s) held (after appointment)	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, 2013 is as follows:

Mr. Sunilkumar Jain – Non Executive & Independent : Chairman
Mr. Ravindra Palkar – Non Executive & Independent : Member
Mr. Sureshkumar Bhandari – Non Executive & Independent : Member

During the year, there were in total 4 (Four) Shareholders/Investors Grievance Committee Meetings were held on 16.04.2012, 30.07.2012, 30.10.2012 & 14.02.2013.

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	Status	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)
2011-2012	29.09.12	01.30 p.m	Registered Office	No
2010-2011	30.09.11	03.30 p.m	Registered Office	No
2009-2010	30.09.10	03.30 p.m	Registered Office	No

The Company has not passed any shareholders resolution through postal ballot during the 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) Disclosure of Accounting Treatment

In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

(c) Disclosures on Risk Management

During the year under review, a detailed exercise on Business Risk Management was carried out covering the entire spectrum of business operations and the Board has been informed about the risk assessment and minimization procedures as required under Clause 49 of the Listing Agreement. The Company has framed the Risk Assessment and Minimization- Procedure which will be periodically reviewed by the Board.

(d) Code of Conduct

The Board of Directors has not 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

REMUNERATION OF DIRECTORS

None of Directors have been paid during the year.

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GENERAL SHAREHOLDERS INFORMATION:

- i. The Annual General Meeting is scheduled to be held on Wednesday, the 25th September, 2013 at 01.30 p.m. at the Registered Office of the Company AT 5th Floor, Mafatlal House, H.T.Parekh Marg, Backbay Reclamation, Churchgate, Mumbai - 400020.

Financial Year: The Financial Year is from 1st April 2013 to 31st March 2014.

Tentative Schedule

Unaudited Results for quarter ending June 30, 2013	:	End of July 2013
Unaudited Results for quarter ending September 30, 2013	:	End of October 2013
Unaudited Results for quarter ending December 31, 2013	:	End of January 2014
Audited Results for year ending March 31, 2014	:	End of July 2014
AGM for year ending March 31, 2014	:	End of September 2014

- ii. Book Closure dates are from Wednesday, the 18th Day of September, 2013 to Wednesday, the 25th Day of September, 2013 (both days inclusive).

- iii. Dividend payment: The Company has not declared any dividend.

- iv. The Company's shares are listed at Bombay Stock Exchange
Scrip Code: 511185

- v. 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

- vi. 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

- vii Dematerialization of securities

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

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

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ix. Distribution of Shareholding and Shareholding Pattern as on 31st March, 2013:

(i) Distribution of Shareholding as on 31st March, 2013:

Share holding	Shareholders No.	% of holding	No. Share	% of Share
001 – 500	404	72.014	775320	7.532
501 – 1000	50	8.913	447300	4.730
1001 – 2000	18	3.209	229000	2.900
2001 – 3000	16	2.852	441900	4.190
3001 – 4000	1	0.178	33500	0.350
4001 – 5000	2	0.357	110000	1.000
5001 – 10000	56	9.982	5536150	53.615
Above 10001	14	2.496	2256830	25.683
Total	561	100.00	1000000	100

(ii) Shareholding pattern as at 31st March, 2013:

	No. of Shares held	% to Total Shares
Promoter Group*	143900	14.39
Mutual Funds and UTI	00	0.00
Banks & Financial institutions & Insurance Companies etc.	00	0.00
Corporate Bodies	13300	1.33
General Public	842800	84.29
NRIs/ OCBs	00	0.00
TOTAL	1000000	100.00

x. Address for correspondence:

Shareholders of the company can send correspondence at the Regd. office of the company situated at following address:

5th Floor, Mafatlal House,
H.T. Parekh Marg,
Backbay Reclamation,
Churchgate, Mumbai - 400020

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.

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CEO/CFO CERTIFICATE

To,
The Board of Directors
SURYAKRUPA FINANCE LIMITED

We do hereby certify that:

- (a) We 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) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we 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 we are aware and the steps taken or propose to take to rectify these deficiencies.
- (d) We 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 we 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. Atulya Mafatlal
(CEO)

FOR SURYAKRUPA FINANCE LIMITED

Sd/-
Mr. Hemant Desai
(CFO)

DATE : 02nd August, 2013

PLACE: Mumbai

SURYAKRUPA FINANCE LIMITED

CERTIFICATE ON CORPORATE GOVERNANCE BY STATUTORY AUDITORS OF THE COMPANY

To
The Members of:
SURYAKRUPA FINANCE LIMITED
5th Floor, Mafatlal House,
H.T. Parekh Marg,
Backbay Reclamation,
Churchgate, Mumbai - 400020

We have examined the compliance of conditions of corporate governance by Suryakrupa Finance Limited, for the year ended on 31st March, 2013, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of an 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, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of the corporate governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

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

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

Place : Mumbai
Date: 02nd August, 2013

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, 2013, 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, 2013;
 - b) in the case of the Statement of Profit and Loss, of the 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

SURYAKRUPA FINANCE LIMITED

- 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, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of 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

Sd/-
(SANJAY J.JAIN)
(Partner)

Membership No: 112646

Place: Mumbai
Date: 29/05/2013

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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, 2013.

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) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company do not any have inventories to be verified. Consequently, the provisions of clauses ii (b) and ii (c) are not applicable to the Company.
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 anyweaknesses 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

SURYAKRUPA FINANCE LIMITED

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, 2013 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. 1,10,88,444/- as at 31.03.2013. 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, 2013, 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

Sd/-
(SANJAY J.JAIN)
(Partner)

Membership No. : 112646

Place: Mumbai
Date: 29/05/2013

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Balance Sheet as at 31st March, 2013

Particulars	Note No	As At 31st March 2013 Rupees	As At 31st March 2012 Rupees
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	10,000,000	10,000,000
(b) Reserves and Surplus	2	(11,088,444)	(10,038,167)
(c) Money received against share warrants			
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	1,600,750	610,750
(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	4	12,500	4,493
(d) Short-term provisions		-	-
Total		<u>525,024</u>	<u>577,076</u>
II.Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	5	8,965	10,733
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(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	6	365,259	246,343
(e) Short-term loans and advances		-	-
(f) Other current assets	7	150,800	320,000
Total		<u>525,024</u>	<u>577,076</u>
Significant Accounting Policies	13		

Notes forming part of Financial Statements

As per our attached report of even date

For GUPTA SAHARIA & CO.

Chartered Accountants

Sd/-

(SANJAY J JAIN)

PARTNER

Membership No.112646

Firm No. 103446W

For SURYAKRUPA FINANCE LIMITED

Sd/-

(Ashvin Thumar)

Director

Sd/-

(Sunilkumar Jain)

Director

Place : Mumbai

Date: 29/05/2013

SURYAKRUPA FINANCE LIMITED

Profit & Loss Statement for the year ended 31st March, 2013

Particulars	Note No	For the Year Ended 31st March 2013 Rupees	For the Year Ended 31st March 2012 Rupees
II. Revenue from Operations	8	150,800	881,700
II. Indirect Income	9	-	-
III. Total Revenue (I + II)		<u>150,800</u>	<u>881,700</u>
IV. Expenses:			
Manufacturing Expenses	10	-	-
Administrative & Selling Expenses			
Employee Benefit Expenses	11	-	-
Other Administrative and Selling Expenses	12	1,200,734	864,350
Other Misc. Expenses		-	-
Finance Costs		-	-
Depreciation and Amortization Expense		1,768	2,372
Total Expenses		<u>1,202,502</u>	<u>866,722</u>
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		(1,051,702)	14,978
VI. Exceptional Items		-	-
VII. Profit before Extraordinary Items and Tax (V - VI)		(1,051,702)	14,978
VIII. Extra Ordinary Items		-	-
IX. Profit before Tax (VII - VIII)		(1,051,702)	14,978
X. Tax Expense:			
(1) Provision for Taxation		-	4,493
(2) Deferred Tax		218	-
XI. Profit/ (Loss) for the period from Continuing Operations (IX - X)		(1,051,920)	10,485
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)		(1,051,920)	10,485
XVI. Earnings Per Equity Share			
(1) Basic		(1.05)	0.01
(2) Diluted		-	-
Significant Accounting Policies	13		
Notes forming part of Financial Statements			

As per our attached report of even date
For GUPTA SAHARIA & CO.
Chartered Accountants

For SURYAKRUPA FINANCE LIMITED

(SANJAY J JAIN)
PARTNER
Membership No.112646
Firm No. 103446W

Sd/-
(Ashvin Thumar)
Director

Sd/-
(Sunilkumar Jain)
Director

Place : Mumbai
Date: 29/05/2013

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CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013		Rupees in lacs	
		31/3/2013	31/3/2012
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit /(Loss) before tax and Extra Ordinary items	(10.52)	0.10
	Adjustment for:-		
	Depreciation	0.02	0.02
	Misc. Balance Written Off	-	-
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(10.50)	0.13
	Adjustment for:-		
	Trade and other receivables	1.69	(3.20)
	Trade Payables	0.08	-
	Others receivables/Current Assets/Deferred Tax Assets	0.02	-
	Cash generated from operations	<u>1.79</u>	<u>(3.20)</u>
	Direct Taxes Paid	-	0.04
	Extra-Ordinary Items		
	NET CASH FLOW FROM OPERATING ACTIVITIES	<u>(8.71)</u>	<u>(3.03)</u>
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	-	-
	Sale of Fixed Assets	-	-
	New Investments	-	-
	Sale of Investments	-	-
	Interest Received	-	-
	Dividend Received	-	-
	NET CASH USED IN INVESTING ACTIVITIES	<u>-</u>	<u>-</u>
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Loan Received	9.90	5.36
	Proceeds from issue of share capital	-	-
	Proceeds from Long term borrowings	-	-
	Repayment of Financial Liability/Lease	-	-
	Dividend Paid	-	-
	NET CASH USED IN FINANCING ACTIVITIES	<u>9.90</u>	<u>5.36</u>
	NET INCREASE/(DECREASE) IN CASH OR CASH EQUIVALENTS (I + II + III)	1.19	2.33
	Add:- CASH & CASH EQUIVALENTS AS AT BEGINNING	2.46	0.13
	CASH & CASH EQUIVALENTS AT AT END	<u>3.65</u>	<u>2.46</u>

As per our attached report of even date

For GUPTA SAHARIA & CO.

Chartered Accountants

Sd/-

(SANJAY J JAIN)

PARTNER

Membership No.112646

Firm No. 103446W

For SURYAKRUPA FINANCE LIMITED

Sd/-

(Ashvin Thumar)

Director

Sd/-

(Sunilkumar Jain)

Director

Place : Mumbai

Date: 29/05/2013

SURYAKRUPA FINANCE LIMITED

Notes to the Balance Sheet

Particulars	As At 31st March 2013 Rupees	As At 31st March 2012 Rupees
NOTE # 1		
Share Capital		
(a) Authorised Capital 25,00,000 Equity Shares of Rs 10/- each	<u>25,00,000</u>	<u>25,00,000</u>
(b) Issued 10,00,000 Equity Shares of Rs10/- each	10,00,000	10,00,000
(C) Subscribed Subscribed and fully paid up 10,00,000 Equity shares of Rs. 10 each with voting rights	10,00,000	10,00,000
	<u>10,00,000</u>	<u>10,00,000</u>

Notes:

During the period of five financial years immediately preceeding the Balance Sheet date, the company has not:

- (i) allotted any fully paid-up equity shares by way of bonus shares;
- (ii) allotted any equity shares pursuant to any contract without payment being received in cash;
- (iii) brought back any equity shares
- (d) **Reconciliation of number of shares**

Particulars	Number of Equity Shares	
	2012-2013	2011-2012
At the beginning of the year	1,00,000	1,00,000
Add : Issued during the year	-	-
At the end of the year	<u>1,00,000</u>	<u>1,00,000</u>

- (e) **Shareholders holding more than 5% shares**

	As at 31st March, 2013		As at 31st March, 2012	
	No of Shares	%	No of Shares	%
1. Atma Investments Pvt Ltd	0	0.00	113,500	11.35
2. Mangalya Trading & Investments Pvt Ltd	0	0.00	97,500	9.75
	<u>0</u>	<u>0</u>	<u>211,000</u>	<u>21.10</u>

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Particulars	As At 31st March 2013 Rupees	As At 31st March 2012 Rupees
NOTE # 2		
Reserves and Surplus		
(a) Capital Reserve	-	-
As per last Balance Sheet	-	-
Addition during the year	-	-
(b) Deficit i.e. Balance in the Statement of Profit & Loss		
As per last Balance Sheet	(10,038,167)	(10,048,652)
Addition during the year	(1,051,920)	10,485
Allocations & Appropriations	1,643	
Transfer to Reserves		
	<u>(11,088,444)</u>	<u>(10,038,167)</u>
	<u>(11,088,444)</u>	<u>(10,038,167)</u>
NOTE # 3		
Long-Term Borrowings		
Unsecured Loan		
(a) Loans and advances from related parties		
Secured	-	-
Unsecured		
(b) Deposits		
Secured	-	-
Unsecured	-	-
(c) Others	1,600,750	610,750
	<u>1,600,750</u>	<u>610,750</u>
NOTE # 4		
Other Liabilities		
Provision for Income Tax (Acct Yr 2011-12)	-	4,493
Creditors for Expenses	12,500	-
	<u>12,500</u>	<u>4,493</u>
NOTE # 6		
Cash and Cash Equivalent		
Balance with Banks	29,567	40,151
Cash on Hand	335,692	206,192
	<u>365,259</u>	<u>246,343</u>
NOTE # 7		
Other Current Assets (Residual Head)		
Others (specify nature)		-
- Sundry Debtor	150,800	320,000
- MVAT Credit with Maharashtra Govt.	-	-
	<u>150,800</u>	<u>320,000</u>

Note#5 Fixed Assets

PARTICULARS	GROSS BLOCK			DEPRECIATION BLOCK				NET BLOCK		
	COST AS ON 01.04.2012	ADDITIONS DURING THE YEAR	SALE / DISPOSAL DURING THE YEAR	TOTAL AS ON 31.03.2013	UPTO 01.04.2012	FOR THE YEAR	ADJUSTMENT	UPTO 31.03.2013	NET CARRYING AMOUNT AS ON 31.03.2012	NET CARRYING AMOUNT AS ON 31.03.2013
Land	-	-	-	-	-	-	-	-	-	-
Buildings	-	-	-	-	-	-	-	-	-	-
Plant & Equipment	-	-	-	-	-	-	-	-	-	-
Furniture & Fixtures	33,694	-	-	33,694	27,127	1,189	-	28,316	6,567	5,378
Vehicle	-	-	-	-	-	-	-	-	-	-
Office Equipment	17,000	-	-	17,000	12,834	579	-	13,413	4,166	3,587
Goodwill	-	-	-	-	-	-	-	-	-	-
Brands/ Trademarks	-	-	-	-	-	-	-	-	-	-
Computer Software	-	-	-	-	-	-	-	-	-	-
Mastheads and Publishing Titles	-	-	-	-	-	-	-	-	-	-
Mining Rights	-	-	-	-	-	-	-	-	-	-
Copyrights and Patents, Intellectual Property	-	-	-	-	-	-	-	-	-	-
Rights, Services & Operating Rights	-	-	-	-	-	-	-	-	-	-
Recipes, Formulae, Models, Designs and Prototypes Licenses and Franchise	-	-	-	-	-	-	-	-	-	-
Others (specify nature)	-	-	-	-	-	-	-	-	-	-
TOTAL	50,694	-	-	50,694	39,961	1,768	-	41,729	10,733	8,965
Previous Year	50,694	-	-	50,694	37,589	2,372	-	39,961	13,105	10,733

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Notes to the Profit & Loss Statement

Particulars	As At 31st March 2013 Rupees	As At 31st March 2012 Rupees
NOTE # 8		
Revenue From Operations		
Sale of Products	-	-
Sale of Services	-	-
Other Operating Revenues	150,800	881,700
Less: Excise Duty	-	-
	<u>150,800</u>	<u>881,700</u>
NOTE # 9		
Other Incomes		
Direct Income - Consultancy Income	-	-
Dividend Income	-	-
Other Non-Operating Income	-	-
	<u>-</u>	<u>-</u>
NOTE # 10		
Manufacturing Expenses		
Cost of Materials Consumed	-	-
Purchases of Stock-in-Trade	-	-
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	-	-
Other Manufacturing Expenses	-	-
	<u>-</u>	<u>-</u>
NOTE # 11		
Employee Benefit Expenses		
Salaries and Wages	-	-
Contribution to PF and Other Funds	-	-
Staff Welfare Expenses	-	-
	<u>-</u>	<u>-</u>
NOTE # 12		
Other Administrative and Selling Expenses		
Accounting Charges	-	7,500
Audit Fees	7,500	7,500
Shares Transfer Agent Fees	40,448	6,618
Bank Charges	908	231
Various Listing Fees & Compliance Fees & Filing Fees	149,499	231,000
BSE Re-Instatement Fees	866,859	400,000
Professional Fees	16,500	7,500
Misc. Balances Written Off	-	2,611
Salaries And Allowances	112,500	138,000
General Expenses	-	21,000
Printing & Stationary	6,520	42,390
	<u>1,200,734</u>	<u>864,350</u>

Note 13: SIGNIFICANT ACCOUNT POLICES AND NOTES TO ACCOUNT

A.. SIGNIFICANT ACCOUNTING POLICES

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 virtual certainty that they will be realized.

B. NOTES FORMIMG PART OF ACCOUNTS:

- 1 Under the Micro Small and Medium Enterprises Development Act ,2006, certain disclosures are required to be made relating to Micro,Small and Medium Enterprises. There is no amount outstanding/payable to any micro, small and medium enterprise.
- 2 The company has suspended manufacturing activities during the financial year 2003-2004 and there are no intentions to resume the manufacturing activities. In spite of these facts the accounts have been prepared on the basis of going concern.
- 3 Corresponding figures of the previous year have been regrouped or rearranged to make it comparable with this years' figure, wherever necessary.
- 4 In view of the fact that the company has suspended manufacturing operations, particulars required to be furnished as per part-III of Schedule-6 of the Companies Act, 1956 has not been furnished.

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5 Tax expense comprises deferred taxes. :

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are recognised on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realised against future taxable profits. Unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realised.

6 A. Provisions :

A provision is recognised when an enterprise has a present obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liability is not recognized in the financial statements but is disclosed.

For GUPTA SAHARIA & CO.
Chartered Accountants
(SANJAY J JAIN)
(PARTNER)

Sd/-
Membership No. 112646
Firm No. 103446W

Place : Mumbai
Date : 29/05/13

For and behalf of the Board

Sd/-
(Ashvin Thumar)
Director

Sd/-
(Sunilkumar Jain)
Director

AUDITORS' CERTIFICATE

We have examined the attached Cash Flow Statement of SURYAKRUPA FINANCE LIMITED for the period ended 31st March, 2013. The statement has been prepared by the Company in accordance with the requirements of clause 32 of the Listing Agreement with the Stock Exchanges and is based on and in agreement with correspondence Profit & Loss Account and Balance Sheet of the Company covered by our report of 29.05.2013 to the members of the Company.

In terms of our Certificate of even date
For GUPTA SAHARIA & CO.
CHARTERED ACCOUNTANTS

Sd/-
(SANJAY J. JAIN)
PARTNER
MEM. NO : 112646
FIRM NO : 103446W

Place: Mumbai
Date: 29/05/2013

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SURYAKRUPA FINANCE LIMITED

Regd. Office: 5th Floor, Mafatlal House, H. T. Parekh Marg, Backbay Reclamation, Churchgate, Mumbai - 400020

ATTENDANCE SLIP

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 26th Annual General Meeting of the Company at the Regd. Office of the company on Wednesday the 25th September, 2013 at 01.30 p.m.

Name of the Shareholder

Signature

Folio No. _____

(Full name of Proxy)

Note: No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Report to the Meeting.

SURYAKRUPA FINANCE LIMITED

Regd. Office: 5th Floor, Mafatlal House, H. T. Parekh Marg, Backbay Reclamation, Churchgate, Mumbai - 400020

PROXY FORM

I/We.....of..... in the district of being a member/members of the above named Company hereby appoint of in the district of..... or failing him of In the district of as my / our proxy to vote for me/us on my our behalf at the 26th ANNUAL GENERAL MEETING of the Company to be held at Regd. Office of the company, on Wednesday the 25th September, 2013, and at any adjournment thereof.

Signed this..... day of, 2013.

Reg. Folio No.....

No. of Shares



NOTE: This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

PRINTED MATTER

BOOK - POST

To,

If undelivered, please return to:

SURYAKRUPA FINANCE LIMITED

Regd. Office :

5th Floor, Mafatlal House, H. T. Parekh Marg,
Backbay Reclamation, Churchgate, Mumbai - 400020