

SUNRISE AGRO PRODUCTS LIMITED

3/14A, 1st Floor, Vijay Nagar, Double Storey, Delhi – 110009.

Ref. No.....

Date.....

Date: 03.10.2018

To,

Department of Corporate Services- Compliances
Metropolitan Stock Exchange of India Ltd
Vibgyor Tower, 4th Floor, G Block
C-62, BandraKurla Complex, Bandra (E)
Mumbai- 400098, Maharashtra

Sub: Annual Report for the financial year 2017-18 under Regulation 34 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing Annual Report for the financial Year 2017-18 as required.

We hereby confirm that the Annual Report was approved and adopted by the members of the Company at their 33rd Annual general Meeting held on 29th September, 2018 at 01:00 P.M. at the registered office of the company as per the provision of Companies Act, 2013.

You are requested kindly to take above in your record.

Thanking You

Yours Faithfully,
For Sunrise Agro Products Limited



Abhishek Bardia
Managing Director

Encl: As above.

33RD

ANNUAL
REPORT

-: CORPORATE INFORMATION:-

Board of Directors:

<u>Name</u> <ul style="list-style-type: none">• Mr. Abhishek Bardia• Mr. Sarla Bardia• Mr. Arjun Sah	<u>Designation</u> <ul style="list-style-type: none">• Managing Director• Director• Director
Registered Office	3/14A, 1st Floor Vijay Nagar, Double Storey, New Delhi -110009
Auditors	M/s Devi Dayal & Associates Chartered Accountants, D-168, LGF, Shanker Road , New Rajinder Nagar, New Delhi - 110060
Registrar and Share transfer Agent	M/S Beetal Financial & Computer Services Private Limited Address: Beetalhouse, 3rd Floor 99 Madangir, Behind Local Shopping Centre New Delhi -110062 Contact No. - 011-29961281-283 Fax No. - 011-29961284
Listed with Stock Exchange	Metropolitan Stock Exchange of India Limited Vibgyor Tower, 4 th Floor, G Block C62, Bandra Kurla Complex, Bandra (E), Mumbai City, Maharashtra-400098.

SUNRISE AGRO PRODUCTS LIMITED
CIN: L01111DL1985PLC021268, Phone No.011-27132054
E: sunriseagroproductsltd@gmail.com; W: www.sunriseagroproducts.in
Regd. Office: 3/14A, First Floor, Vijay Nagar, Double Storey, Delhi-110009

Table of Contents

Sl. No	Particulars
1	Director's Report
2	Annual Return Extracts in MGT 9
3	MR-3 Secretarial Audit Report
4	Management Discussion & Analysis Report
5	Statutory Audit Report
6	Financials for the financial year ending 31 st March,2018

DIRECTORS REPORT

To,
The Members,
Sunrise Agro Products Limited

Your Directors have pleasure in presenting their 33rd Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2018.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE)

(In Hundred)

Particulars	2017-2018	2016-2017
Total Revenue	4,53,786.26	609,18006
Profit/(Loss) Before Interest and Depreciation	299.77	177.09
Finance Charges	Nil	Nil
Gross Profit	299.77	177.09
Provision for Depreciation	Nil	Nil
Net Profit/(Loss) Before Tax	299.77	177.09
Provision for Tax	281.46	52.90
Net Profit/(Loss) After Tax	18.31	124.19

2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

The company has generated total revenue of Rs.4,53,78,626/- in the current year as compared to Rs. 60,918,006/- in the previous year. The company has earned Net profit of 1831/- in the current year as compared to Rs.12419/- in the previous year. Directors are identifying the prospective areas and will make appropriate investments that will maximize the revenue of the company in the current financial year.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of Business of the company

4. DIVIDEND

Your board of Directors has not recommended any dividend for the year ended 31st March 2018 as there is inadequate profit for distribution.

5. RESERVES

The Board did not transfer any amount to reserve.

6. SHARE CAPITAL

During the year, the company has not issued any equity shares with differential rights under Section 43 read with rule 4(4) of the Companies (Share Capital and debenture rules, 2014 of the Companies Act, 2013 and also has not issued any

Equity Shares or any sweat equity shares under section 54(1)(d) read with rule 8(13) of Companies (Shares Capital and Debentures Rules, 2014) of the Act.

There was no change in the share capital of the company during the period under review.

7. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED AND RESIGNED DURING THE YEAR

The following Directors and Key Managerial Personnel were appointed during the F.Y. 2017-18.

S.No	Name of person	Designation	Appointment/Resignation	Date of Appointment/Resignation
1.	Natasha Gunwani	Company Secretary	Resignation	1st April,2017

8. MEETINGS& BOARD OF DIRECTORS

In the Compliance of Provisions of clause (b) of sub-section (3) of Section 134 of Companies Act, 2013, there were Five Board Meetings held during the financial year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The Board of Directors, which comprises qualified entrepreneurs. The Board has formed three Committees-viz. Audit Committee, Nomination and remuneration Committee, Stakeholders Relationship Committee.

The Board of your Company presently consist Three (3) Directors who constitute an optimum combination of professionalism, knowledge and experience. Out of these three Directors, One is Executive Directors, and two are Non Executive Directors. None of the Directors on the Board are members of more than ten (10) committees or hold the post of Chairman on more than five Committees. The Directors have made necessary disclosures regarding the Committee positions on the Board of other Public Companies, as on March 31, 2018.

The names and categories of the Directors on the Board, their attendance at the Board Meetings held during the year and the numbers of Directorships and Committee Chairmanships/ Memberships held by them in other Companies are given below.

The Composition of Board and Attendance Record of Directors for 2017-18:

Name of Director	Category	Shareholding in Company (No. of Shares)	No. of Board Meetings during the year 2017-18		Whether Attended the Last AGM
			Held	Attended	
Sarla Bardia	Director	-	5	5	Yes
Arun Sah	Director	11800	5	5	Yes
Abhishek Bardia	Managing Director	12300	5	5	Yes

During the Year Five (5) Board Meetings were held, the dates on which these meeting were held are 04th April, 2017, 30th May 2017, 14th August 2017, 14th November 2017 and 14th Feb. 2018. Further none of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.

COMMITTEES OF THE BOARD

(A) AUDIT COMMITTEE

The Audit Committee continued working under Chairmanship of Ms. Sarla Bardia with Mr. Arjun Sah and Mr. Abhishek Bardia as co-members. During the year, the committee met four times with below mentioned attendance of the members:

The composition of the Audit Committee as at March 31, 2018 and date of the Meetings of the Committee are as under:

Date of the Meeting held: 30th May 2017, 14th August 2017, 14th November 2017 and 14th Feb. 2018.

Name of Director	Category
Sarla Bardia	Chairman Non Executive Director
Arjun Sah	Member Non Executive Director
Abhishek Bardia	Member Promoter and Executive

The Committee oversees the work carried out by the Management and Internal Auditors on the financial reporting process and the safeguards employed by them.

Powers of the Audit Committee:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

Role of the Audit Committee:

- Reviewing with the Management the quarterly unaudited financial statements, audited annual financial statements and Auditors' Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting estimates based on exercise of judgement by the Management, significant adjustments made in the financial statements and / or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance.

- Discuss with the Statutory Auditors its judgement about the quality and appropriateness of the Company's accounting principles with reference to the Generally Accepted Accounting Principles in India (GAAP).
- Review the investments made by the Company.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any Related party transactions.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Listing Entity.
- Matters required to be included in the Directors' Responsibility Statement to be included in Boards Report in terms of clause (c) of Sub Section 3 of Section 134 of the Companies Act, 2013.

(B) NOMINATION AND REMUNERATION COMMITTEE

In compliance with Section 178 of the Companies Act, 2013, the Board has constituted the "Nomination and Remuneration Committee".

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

The composition of the Remuneration Committee as at March 31, 2018 and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Category
Sarla Bardia	Chairman Nonexecutive Director
Arjun Sah	Member Nonexecutive Director
Abhishek Bardia	Member Promoter and Executive

During the financial year 2017-18, The Nomination and Remuneration Committee of Directors met 1 (One) time on 14th February, 2018.

(C) STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Board has constituted the **Stakeholders' Relationship Committee**.

The terms of reference of the Committee are:

- transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates / certificates relating to other securities;
- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised;
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debenture

The composition of the Stakeholders' Relationship Committee as at March 31, 2018 and details of the Members participation at the Meetings of the Committee are as under:

Name of the Member	Category
Sarla Bardia	Chairman Nonexecutive Director
Arjun Sah	Member NonExecutive Director
Abhishek Bardia	Member Promoter and Executive

During the year, no investor grievance has pending.

During the financial year 2017-18, the Stakeholder' Relationship committee of directors met two times, the dates of the meeting were 30th May 2017 and 14th November, 2017.

9. BOARD EVALUATION

Pursuant to the provisions of the section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholders relationship Committees.

10. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE- APPOINTMENT, IF ANY

All independent Directors have given their Independency declaration as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

11. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy in compliance with Section 178 of the Companies Act, 2013 and other applicable provisions of SEBI LODR Regulations, 2015 for selection and appointment of Directors, Senior Management and their remuneration.

MANAGERIAL REMUNERATION:

1	Ratio of remuneration of each director to median remuneration of employees	
	Sarla Bardia	NIL
	Abhishek Bardia	NIL
	Arjun Sah	NIL
2	Percentage increase in remuneration of each director and KMPs	
	Sarla Bardia	NIL
	Abhishek Bardia	NIL
	Arjun Sah	NIL
3	Percentage increase in the median remuneration of employees	NIL
4	Number of permanent employees	NIL
7	Average percentile increase in salary of employees, other than managerial personnel, comparison with percentile increase in managerial and justification	There is no increase in Non -managerial personnel's.
	Managerial Increase	NIL
	Non Managerial Increase	NIL
11	Affirmation that the remuneration is as per the remuneration policy of the Company	

12. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company do not have any Subsidiary Company/Joint Ventures/Associate company during the year.

13. AUDITORS:

M/s. Devi Dayal & Associates, Chartered Accountants were appointed as Statutory Auditors of your Company at the Annual General Meeting held on September, 2017, for a term of five consecutive years. As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by Members at every Annual General Meeting.

However, in accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Auditor has confirmed that they are not disqualified under any provisions of Section 141(3) of Companies Act, 2013 and also their engagement with the company is within the prescribed limits under section 141 (3)(g) of Companies Act, 2013

14. AUDITORS' REPORT

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

15. EXTRACT OF ANNUAL RETURN:

As required pursuant to section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT 9** as a part of this Annual Report as **ANNEXURE I**.

16. SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Act and Rules made there under, M/s. Dharamveer Dabodia, Practicing Company Secretary has been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as **Annexure II** to this report. The point wise comments are enumerated as follows.

Reply to the observations in the Secretarial Audit:

- I. Appointment of Company Secretary & Chief Financial Officer: The compulsory appointment of Chief Financial Officer was introduced in Companies Act, 2013. Company is searching a suitable candidate keeping in mind the company's financial position and business and appoint the Chief Financial Officer soon.

The Company has appointed Company Secretary of the Company in the month of February, 2017 but she has resigned due to pre-occupations in the month of April, 2017. Now, Company is searching a suitable candidate and shall appoint the Company Secretary soon.

- II. Nonpayment of dividend to the preference shareholders
Due to insufficient funds, company has not paid dividend to the preference shareholders. Company will pay the same in the upcoming years.

- III. Non compliance of Section 152(6) of the Companies Act, 2013
The Company has noted the observation and we will comply the same as per the requirement of the Companies Act, 2013.
- IV. Website of the Company
The company has already created its website i.e. www.sunriseagroproducts.com and has already started working on the website.

17. INTERNAL AUDIT & CONTROLS

In terms of Section 138 of the Companies Act, 2013 and Rule 13 of Company (Accounts) Rules, 2013, the Company has appointed M/s “**VP Gupta & Co.**”, Chartered Accountants as Internal Auditor. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed and corrective steps taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

18. VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established.

19. RISK MANAGEMENT POLICY

Sunrise Agro Products Limited has in place comprehensive risk management and minimization procedures, which are reviewed by the Board of Directors.

20. PARTICULARS OF EMPLOYEES

The require Details of the every employee of the Company as required pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to company as there is no such employee in the company falling under the criteria laid down. However, the list of top ten employees as required under 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as Annexure - III.

21. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There is no Material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report like settlement of tax liabilities, operation of patent rights, depression in market value of investments, institution of cases by or against the company, sale or purchase of capital assets or destruction of any assets etc.

22. COMPLIANCE TO REGULATION 34 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT), REGULATIONS 2015 (DETAILS OF SUSPENSE A/C)

The said clause is not applicable on the company as there are no unclaimed shares in the company.

23. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

The Company has not received any significant or material orders passed by the regulators or courts or tribunals which impacting the going concern status and company's operations in future.

24. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has well placed internal financial control system, which ensures the all assets are safeguard, and protected and that the transactions are authorized, recorded and reported correctly.

25. DEPOSITS

The company has neither accepted nor renewed any deposits falling under chapter V of Companies Act, 2013.

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 of Companies act, 2013

The Company has neither provided any security or guarantee nor given any loan or advances during the year falling under the preview of Section 186 of the Companies Act, 2013.

27. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the Financial Year 2017-18, the company has not entered into any transaction with the related parties referred to in sub-section(1) of section 188 of the Companies Act, 2013.

28. MANAGEMENT DISCUSSIONS AND ANALYSIS

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March 2018 is annexed for the reference of the stakeholders.

30. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACTS, 2013

The Company does not have any women employee at present so adoption and set up of policy for Committee for implementation of said policy i.e. prevention of Sexual Harassment of Women at workplace does not arise.

31. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company's operations are not power extensive. The Company is taking every step to conserve and minimize the use of energy. The Company has not imported any technology during the year 2017-18.

Further Company has not earned and make any expenditure in foreign currency during the financial year 2017-18, therefore foreign exchange In-Flow and Out-Flow was Rs. Nil during the year.

32. CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per the applicability of the provisions of section 135 of the Companies Act, 2013, Company does not required to comply with the section.

33. HUMAN RESOURCES

Your Company does not have large "human resources". However, your Company continuously invests in attraction, retention and development of talent on an ongoing basis.

34. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors after due inquiry confirms that: -

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had 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 profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

35. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15(2) of SEBI LODR Regulations, 2015, certain companies are exempted for the compliance of corporate governance provisions and the said provisions are also not applicable to our company
However, your Board of Directors are trying their best to comply the prescribed corporate governance compliances.

36. LISTING WITH STOCK EXCHANGES:

During the year, the Equity Shares of the Company are listed on the platform of Metropolitan Stock Exchange of India Limited. Further the Company confirms that it has paid the Annual Listing Fees for the year 2017-2018 to MCX where the Company's Shares are listed.

37. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has duly followed the applicable Secretarial standards, SS-1 & SS-2 relating to Meeting of the Board of Directors and General Meeting respectively.

38. COST RECORD

The Central Government has not specified maintenance of cost record under section 148(1) of the Company Act, 2013 in respect of our Company's product

39. ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors
Sunrise Agro Products Limited

Sd/-
Abhishek Bardia
Managing Director
DIN-06670438

Sd/-
Arjun Sah
Director
DIN-06675558

Place: New Delhi
Date: 14/08/2018

ANNEXURE INDEX

ANNEXURE No.	CONTENT
I	Annual Return Extracts in MGT 9
II	MR-3 Secretarial Audit Report
III	Details of Top Ten Employees

Annexure-I to Directors Report for the Year ended 31stMarch 2018

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2018

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the
Company (Management & Administration) Rules, 2014**

I.REGISTRATION & OTHER DETAILS:

Sr. No	CIN	L01111DL1985PLC021268
1	Registration Date	21/06/1985
2	Name of the Company	Sunrise Agro Products Limited
3	Category of the Company Sub-category of the Company	Company Limited by shares Indian Non-Government Company
4	Address of the Registered office & contact details	3/14A 1st floor Vijay Nagar Double Storey Delhi-110009
5	Whether Listed company	Yes
6	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/S Beetal Financial & Computer Services Private Limited Address: Beetal House, 3 rd floor 99, Madangir, Behind Local Shopping Centre New Delhi - 110062 Contact No.- 011-29961281-283 Fax No.- 011-29961284

II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Financing and investing activities	641	97.37%

III.PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SN	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	%age of Shares	Applicable Section
Nil					

i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.	0	1000	1000	0.40	0	1000	1000	0.40	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	0	235000	235000	94.7581	0	235000	235000	94.76	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	236000	236000	94.76	0	236000	236000	94.76	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	236000	236000	94.76	0	236000	236000	94.76	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	248000	248000	100	0	248000	248000	100	0

B) Shareholding of Promoter-

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Rajesh Jain	12000	4.84	0	12000	4.84	0	Nil

C) Change in Promoters' Shareholding (please specify, if there is no change)

S N	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12000	4.84	12000	4.84
	There was no change in Promoters Shareholding during the year 2017-18	Nil	Nil	Nil	Nil
	At the end of the year	12000	4.84	-	-

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

1.	Abhishek Bardia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12300	4.96	12300	4.96
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12300	4.96	-	-
2.	Amit Sethia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12300	4.96	12300	4.96
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12300	4.96	-	-

3.	Anju Jain	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12300	4.96	12300	4.96
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12300	4.96	-	-

4.	Arjun Sah	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of	No. of shares	% of total shares of the

			the company		company
	At the beginning of the year	11800	4.76	11800	4.76
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	11800	4.76	-	-

5.	Bimal Jain	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12300	4.96	12300	4.96
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12300	4.96	-	-

6.	C.s. Banthia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	11900	4.80	11900	4.80
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	11900	4.80	-	-

7	Girijesh Surana	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10400	4.19	10400	4.19
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	10400	4.19	-	-

8	L. p Anchalia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	11800	4.76	11800	4.76
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	11800	4.76	-	-

9.	NarenderYadav	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12100	4.88	12100	4.88
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12100	4.88	-	-

10	Prakash Sethia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12300	4.96	12300	4.96
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12300	4.96	-	-

E) **Shareholding of Directors and Key Managerial Personnel:**

1.	Abhishek Bardia {Managing Director}	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12300	4.96	12300	4.96
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	12300	4.96	-	-

2.	Arjun Sah { Director}	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	11800	4.76	11800	4.76
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	11800	4.76	-	-

3.	Sarala Bardia { Director}	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	There was no changes	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

INDEBTEDNESS	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	Nil	Nil	Nil	Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S N	Particulars of Remuneration	Name of MD/ WTD/ Manager	Total Amount
	Managing Director	Mr. Abhishek Bardia (MD)	
1	Gross salary	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission - as % of profit - others specify	Nil	Nil
5	Others, please specify	Nil	Nil
	Total (A)	Nil	Nil
	Ceiling as per the Act	Max 5% of Profit	Max 5% of

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
1	Directors (Independent Directors)	Sarla Bardia	Arjun Sah	
	Fee for attending board committee meetings	Nil	Nil	Nil
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil
2	Other Non-Executive Directors		Nil	Nil
	Fee for attending board committee meetings	Nil	Nil	Nil
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil
	Grand Total=(1+2)	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil
	Overall Ceiling as per the Act	Sitting Fee- 1Lakh per Meeting		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO*	CS*	CFO*	Total
1	Gross salary	Nil	Nil	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission				
	- as % of profit	Nil	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board of Directors
Sunrise Agro Products Limited

Sd/-
Abhishek Bardia
Managing Director
DIN-06670438

Sd/-
Arjun Sah
Director
DIN-06675558

Date: 14/08/2018
Place: New Delhi

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

❖ FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

❖ FUTURES PROSPECTS

The management of the Company cautioned the Readers that this management discussion and analysis report is only future prospects and not confirmation. The statement/future prospects involve risks and uncertainties. The actual results may be varying from future prospects.

❖ COMPANY BUSINESS

The company is currently engaged in the financial business activity. The company has earned non operational income also during the year. The company is trying to improve/spread the business of the company throughout the India.

❖ INDUSTRY STRUCTURE AND DEVELOPMENTS

Since the Company is not working well itself in the business, it will diversify into the field of other business segment also. The Company is building up its network to play a significant role from time to time.

❖ BUSINESS OVERVIEW

The Revenue from non - operating activities during the year 2017-18 is 11,916.66 (in hundred) as compared to 7,845.06 (in hundred) in the previous year.

The financial highlights are as under: -

	(Rs. in Hundred)
Revenue/Sales for the year 2017-2018	4,53,786.26
Provision for taxation	244.16
Profit/(Loss) after tax	18.31
Paid up equity share capital as on 31 st March 2018	24,800

❖ INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by

laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective. The Management ensures adherence to all internal control policies and procedures as well as compliance with regulatory guidelines. The audit committee of the Board of Directors reviews the adequacy of internal controls. This improved the management of the affairs of the Company and strengthened transparency and accountability.

❖ **SEGMENT REPORTING**

The company is not currently engaged in any kind of business activities.

❖ **OUTLOOK**

Company decides to continue to focus on core business and also will try to keep the relation with outsider as wider as possible. We will continue to focus on our performance. It is believed that the economic recovery is in its way.

❖ **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

The industrial relation is very cordial and peaceful. The implementation of Corporate Governance in the Company showing various measures to provides more scope for development of human resource thereby allowing the employee better opportunities to achieve higher performance and efficiency in their respective assignments and employment. The Company don't have any employee except the Managing Director.

❖ **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.**

The operating performance of the Company has been discussed in Directors Report under the head 'Financial Highlights and Operations and Overall Performance' in the current year.

❖ **CAUTIONARY STATEMENT**

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, estimates, expectations or predictions are "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 change in Government's policies, economic developments, political factors and such other factors beyond the control of the company.

❖ **STRATEGY**

As like the other business enterprises company is also having strategy for expansion of business.

❖ **LEADERSHIP AND CORPORATE GOVERNANCE**

The company exceptionally believe in good corporate governance and trying to follow all the rules, regulations, law prescribed by the applicable law for the time being such as Corporate Law, Listing Agreement with Stock Exchange etc.

❖ **RISKS AND CONCERNS**

The ever existing risks that company is exposed to is credit risk, market risk and operational risk. Deriving from the long years of experience your company's credit policy framework is designed to provide the right balance between business growth and portfolio quality.

COMPLIANCE WITH CODE OF BUSINESS CONDUCT AND ETHICS

To,
The Members
Sunrise Agro Products Limited

As provided under regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the year ended March 31st, 2018.

For and on behalf of
Sunrise Agro Products Limited

Sd/-
Abhishek Bardia
Managing Director

Date:14/08/2018
Place: New Delhi

Form No. MR-3

SECRETARIALAUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2018

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

Sunrise Agro Products Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sunrise Agro Products Limited(hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

PARA ONE

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Sunrise Agro Products Limited("the Company") for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) *Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- (d) *The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) *The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;and
- (h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations,1998;

* No Event took place under these regulations during the Audit Period.

- (vi) I have also examined the Compliances of the Provisions of the following other laws applicable specifically to the Company wherein I have also relied on the Compliance Certificates/declaration issued by the head of the respective department/management in addition to the checks carried out by me and found that company has complied with all the provisions of said Acts except the below mentioned observation in respect of the said Acts.
 - 1) The Stamp Duty Act, 1899

Observations in Clause (i) Para One of Our Report

1. The Company has not appointed Company Secretary & Chief Financial Officer as required under section 203 of the Companies Act, 2013.
2. The Company has not paid dividend to the Preference Shareholders of the Company.
3. The Company has not complied with the requirement of Director liable to retirement by rotation as required under section 152 (6) of the Companies Act, 2013.

PARA SECOND

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards on meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meeting (SS-2) issued by Institute of Company Secretaries of India.
- (ii) The Listing Regulations entered into by the Company with Metropolitan Stock Exchange of India Limited (formerly known as MCX Stock Exchange Limited)

Observations in Para Second of our Report

- (i) The Company is not having a working website as required under Regulation 46 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

Based on our verification of the Company's Books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, and its authorized representatives during the conduct of Secretarial Audit we hereby report that in our

opinion during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company has:

1. Taken Approval of Shareholders in Annual General Meeting of the Company held on 29th September, 2017

For Dharamveer Dabodia and Associates
Company Secretaries

Sd/-
CS Dharamveer Dabodia
ACS No. 29365
CP No.: 14305

Place: New Delhi
Date: 10th August, 2018

Note: This report is to be read with our letter of even date, which is annexed as Annexure-A, and forms an integral part of this report.

Annexure A to the Secretarial Audit Report

To,
The Members
Sunrise Agro Products Limited

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi
Date: 10.08.2018

ANNEXURE III

Statement of Particulars of employees pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S.No.	Name	Designation of Employee	Remuneration received (annually)	Qualification and experience as on 31.03.2017	Nature of employment whether contractual or otherwise	Age in Years	Date of commencement of employment	Last employment held	Whether such employee is a relative of any director or manager of the company and if so, then name of such Director or manager
1.	Vijay Kumar	Accounts Assistant	1,80,000/- PA	B.Com Graduate and 2.5 Years	Permanent	30 Years	Since 2015	Not applicable	No relation



DEVI DAYAL & ASSOCIATES

Chartered Accountants

D-168, LGF, Shanker Road, New Rajinder Nagar, New Delhi-110060

Ph. 28744658, 28741182, email: caguptadevi@gmail.com

INDEPENDENT AUDITOR'S REPORT

To
The members of
M/s SUNRISE AGRO PRODUCTS LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **M/s SUNRISE AGRO PRODUCTS LIMITED, regd. at 3/14A, FIRST FLOOR, VIJAY NAGAR , DOUBLE STOREY, DELHI-110009**, which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit & Loss , cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We have conducted our audit in accordance with Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatements of financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal financial control relevant to the Company's preparation of the financial statements that give true and fair view 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 on the standalone financial statements.

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 case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018;
- (b) In case of the Statement Profit and Loss Account, of the profit for the year ended on that date.
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date

For **DEVI DAYAL & ASSOCIATES**
Chartered Accountants
Firm Reg. No. 003910N

(CA Devi Dayal Gupta) Partner
Membership No. 082663

Place: New Delhi
Dated: 30.05.2018

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in Annex hereto a statement on the matters specified in paragraph 3 and 4 of the said order.

2. As required by section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) in our opinion proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books;

(c) the Balance Sheet and Statement of Profit & Loss dealt with by this Report are in arrangement with the books of accounts;

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) on the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the director is disqualified as on March 31, 2018, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.

(f) With respect to the adequacy of the internal financial controls financial over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in 'Annexure-B'.

(g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to our best of our information and according to the explanations given to us :

i. The Company does not have any pending litigations which would impact its financial position.

ii. the company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses)

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.(or there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For **DEVI DAYAL & ASSOCIATES**

Chartered Accountants

Firm Reg. No. 003910N

(CA Devi Dayal Gupta)
Partner
Membership No. 082663
Place: New Delhi
Dated:30.05.2018

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS REPORTS

1. FIXED ASSETS:-

- (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) These fixed assets have been physically verified by the management at reasonable intervals and found no material discrepancies on such verification.
- (c) The title deeds of immovable property are held in the name of company.

2. INVENTORIES:-

- (a) The management had physically verified the inventory at reasonable intervals.
- (b) The procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory and no material discrepancies were found on physical verification.

3. ACCEPTANCE OF LOAN:-

According to information and explanation given to us the company has not granted any loans , secured, or unsecured to companies, firms, limited liability partnership or other parties covered in the Register maintained u/s 189 of the Companies Act, 2013.

Accordingly sub clauses (a) (b) & (c) are not applicable to the company

4. The company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees and security.

5. In our opinion and according to the information and explanations given to us company hasn't accepted any deposits. Therefore directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 and rules framed there under or any other relevant provisions of the Companies Act are not applicable.

6. The company is not liable for Maintenance of cost records as prescribed under section 148(1) of the Companies Act, 2013.

7. STATUTORY DUES:-

- (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, 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 have generally been regularly deposited with the appropriate authorities.

(b) No Dispute on A/C of deposits of dues of sales-tax/income-tax/wealth-tax/excise duty/cess and other statutory dues is pending with the appropriate authority.

8. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institution or bank.
9. According to the information and explanation given to us, no money is raised by way of initial Public offer or further public offer (including debt instruments) and by way of term loan during the financial year..
10. In our opinion no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
11. The Provisions of section 197 read with schedule V of companies act, 2013 in relation to managerial remuneration is not applicable on the company.
12. In our opinion all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standard.
13. According to the information and explanation given to us the company has not made any preferential allotment of equity shares during the year.
14. In our opinion the company has not entered into any non-cash transactions with directors or persons connected with him and hence provisions of section 192 of Companies Act, 2013 need not to be complied.
15. According to the information and explanation given to us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For DEVI DAYAL & ASSOCIATES
Chartered Accountants
Firm Reg. No. 003910N

(CA Devi Dayal Gupta)
Partner
Memb. No. 082663

Place: New Delhi
Dated: 30.05.2018

Annexure B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of M/s. **SUNRISE AGRO PRODUCTS LIMITED** as of **March 31, 2018** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the

preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018.

For **DEVI DAYAL & ASSOCIATES**

Chartered Accountants

Firm Reg. No. 003910N

(CA Devi Dayal Gupta)

Partner

Memb. No. 082663

Place: New Delhi

Dated: 30.05.2018

SUNRISE AGRO PRODUCTS LIMITED
CIN: L01111DL1985PLC021268
Balance Sheet as at 31st March, 2018

(Rs. in Hundred)

	Particulars	Note No.	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
			Amount	Amount	Amount
	ASSETS				
1	Non-Current Assets				
a)	Financial Assets				
i)	Investments		-	-	-
ii)	Loans and Advances	2	7,500.00	7,500.00	7,500.00
			7,500.00	7,500.00	7,500.00
2	Current Assets				
a)	Financial Assets				
i)	Trade Receivables	3	28,633.15	-	-
ii)	Investment		-	-	7,500.00
iii)	Cash and Cash Equivalents	4	2,538.51	(37,688.33)	3,274.38
b)	Inventories		1,016,812.50	1,434,745.20	-
c)	Other Current Assets	5	3,747.75	4,437.50	-
			1,051,731.91	1,401,494.37	10,774.38
	TOTAL ASSETS		1,059,231.91	1,408,994.37	18,274.38
	EQUITY AND LIABILITIES				
1	Equity				
a)	Share Capital	6	545,050.00	545,050.00	24,800.00
b)	Other Equity (Reserves and Surplus)	7	513,601.78	513,583.47	-13,504.90
			1,058,651.78	1,058,633.47	11,295.10
2	Liabilities				
	Non-Current Liabilities				
a)	Financial Liabilities				
i)	Long Term Provisions	8	-	-	6,714.18
			-	-	6,714.18
	Current Liabilities				
a)	Financial Liabilities				
i)	Other Current Liabilities	9	335.97	350,308.00	229.00
ii)	Short Term Provisions	10	244.16	52.90	36.10
			580.13	350,360.90	265.10
	TOTAL LIABILITIES		1,059,231.91	1,408,994.37	18,274.38
	Significant Accounting Policies	1			
	Accompanying notes from 1 to 15 are an integral part of the Financial Statements				

As per our report of even date attached

For Devi Dayal & Associates

Chartered Accountants

FRN : 003910N

For and on behalf of the Board of Directors

CA Devi Dayal Gupta

Partner

M.No. 082663

Place : New Delhi

Date : 30.05.2018

Sd/-

ARJUN SAH

Director

DIN : 06675558

Sd/-

ABHISHEK BARDIA

Managing Director

DIN : 06670438

SUNRISE AGRO PRODUCTS LIMITED
CIN: L01111DL1985PLC021268
Statement of Profit and Loss for the period ended 31 March, 2018

(Rs. in Hundred)

Particulars	Note No.	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Amount	Amount
Income			
Revenue from Operation	11	441,869.60	601,335.00
Other Income	12	11,916.66	7,845.06
Total Revenue		453,786.26	609,180.06
Expenses			
Purchase	13	23,936.90	2,035,850.20
Change in Inventory	14	417,932.70	-1,434,745.20
Employee Benefit Expense		-	1,800.00
Other Expenses	15	11,616.89	6,097.97
Total Expenses		453,486.49	609,002.97
Profit/ Loss Before Tax		299.77	177.09
Tax Expense			
Current Tax Expense for Current Year		244.16	52.90
Short & Excess Provision for Income Tax of Last Year		37.30	
Profit/ Loss From Operations		18.31	124.19
Other Comprehensive Income		-	-
Earnings Per Share (of Rs. 10/- each):			
Basic (Rs.)		0.01	0.05
Diluted (Rs.)		0.01	0.05
Significant Accounting Policies	1		
Accompanying notes from 1 to 13 are an integral part of the Financial Statements			

As per our report of even date attached

For Devi Dayal & Associates

Chartered Accountants
FRN : 003910N

CA Devi Dayal Gupta

Partner
M.No. 082663

Place : New Delhi
Date : 30.05.2018

For and on behalf of the Board of Directors

Sd/-
ARJUN SAH
Director
DIN : 06675558

Sd/-
ABHISHEK BARDIA
Managing Director
DIN : 06670438

SUNRISE AGRO PRODUCTS LIMITED

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDING AS ON 31.03.2018

1 Share Capital

	Particulars	As At 31st March 2018		As At 31st March 2017	
		Number	Rs. (In Hundred)	Number	Rs. (In Hundred)
a)	Equity shares				
	Outstanding at the beginning of the period	248,000	24,800.00	248,000	24,800.00
	Issued during the period	-	-	-	-
	Outstanding at the end of the period	248,000	24,800.00	248,000	24,800.00
b)	Preference Shares				
	Outstanding at the beginning of the period	5,202,500	520,250.00	5,202,500	520,250.00
	Issued during the period	-	-	-	-
	Outstanding at the end of the period	5,202,500	520,250.00	5,202,500	520,250.00

2 Other Equity

	Particulars	As At 31st March 2018	As At 31st March 2017
		Rs. (In Hundred)	Rs. (In Hundred)
	Retained Earnings	513,602	0
	Other Comprehensive Income	0	0
	TOTAL	513,602	513,583

SUNRISE AGRO PRODUCTS LIMITED
Notes forming part of the Financial Statements

Note	Particulars
1	<p>Significant Accounting Policies</p> <p>The accounts are prepared in accordance with the applicable Accounting Standards of the Institute of Chartered Accountants of India and relevant presentation requirements of The Companies Act, 2013</p>
1.1	<p>Recognition of Income & Expenditure</p> <p>a) Income on account of dividend is recognised on receipt basis and all other incomes are recognised and accounted on accrual basis</p> <p>b) Items of expenditures are recognised on accrual basis.</p>
1.2	<p>Basis of Preparation of financial statements</p> <p>These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values and the provisions of the Companies Act , 2013 (' Act') (to the extent notified) . The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended.</p> <p>Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.</p>
1.3	<p>Valuation of Investments</p> <p>The stock of shares held, as investments have been valued at cost being purchase price and direct costs.</p>
1.4	<p>Classification of Assets and Liabilities into Current/Non-Current</p> <p>The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:</p> <ul style="list-style-type: none"> - Expected to be realised or intended to be sold or consumed in normal operating cycle - Held primarily for the purpose of trading - Expected to be realised within twelve months after the reporting period, or - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. <p>All other assets are classified as non-current.</p> <p>A liability is current when:</p> <ul style="list-style-type: none"> - It is expected to be settled in normal operating cycle - It is held primarily for the purpose of trading - It is due to be settled within twelve months after the reporting period, or - There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period <p>The Company classifies all other liabilities as non-current.</p> <p>Deferred tax assets and liabilities are classified as non-current assets and liabilities.</p> <p>Based on the nature of products and the time between acquisition of assets and their realisation in cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classifications of assets and liabilities.</p>

1.5 Treatment of Contingent Liabilities:

Contingent Liabilities are not provided for in the accounts and are shown, if any, separately.

1.6 Provision for income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred income taxes are recognised for the future tax consequences attributable to timing difference using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. However, deferred tax arising from unabsorbed and carry forward losses and depreciation are recognised only when there is virtual certainty supported by convincing evidence that such assets will be realised.

1.7 Bank Balance is Negative Due to Bank Reconciliation Statement Otherwise as Per Bank, Balance is Positive.

SUNRISE AGRO PRODUCTS LIMITED
Notes forming part of the Financial Statements

Note 2 Long Term Loans and Advances

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Other loans and advances			
Unsecured, considered goods			
Advance to others	7,500.00	7,500.00	7,500.00
		-	-
Total	7,500.00	7,500.00	7,500.00

Note 3 Trade Receivables

(Rs in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Tarini Enterprises Ltd	8,478.75	-	-
Jasnath Infrastructure Pvt Ltd	19,997.60		
Narayan Commodity Booking Pvt Ltd	156.80		
Total	28,633.15	-	-

Note 4 Cash and Cash Equivalents

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Cash on Hand	3,497.49	2,234.89	3,028.51
Balance with Bank			
In Current Account	-958.98	-39,923.22	245.87
Total	2,538.51	-37,688.33	3,274.38

Note 5 Other current Assets

(Rs in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Deferred Revenue expenses	3,301.50	4,402.00	-
TDS 2017-18	446.25	-	-
TDS 2016-17	-	35.50	-
Total	3,747.75	4,437.50	-

SUNRISE AGRO PRODUCTS LIMITED
Notes forming part of the Financial Statements

Note 6 Share Capital

(Rs. in Hundred)

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 01 April, 2016	
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
(a) Authorised						
Equity share capital of Rs. 10 each	250,000	25,000.00	250,000	25,000.00	250,000	25,000.00
Preference share capital of Rs. 10 each	5,350,000	535,000.00	5,350,000	535,000.00	-	-
	5,600,000	560,000.00	5,600,000	560,000.00	250,000	25,000.00
(b) Issued						
Equity shares of Rs. 10 each	248,000	24,800.00	248,000	24,800.00	248,000	24,800.00
0.5% Non convertible Non cumulative Preference shares of Rs 10 each	5,202,500	520,250.00	5,202,500	520,250.00	-	-
	5,450,500	545,050.00	5,450,500	545,050	248,000	24,800
(c) Subscribed and fully paid up						
Equity shares of Rs. 10 each	248,000	24,800.00	248,000	24,800.00	248,000	24,800.00
0.5% Non convertible Non cumulative Preference shares of Rs 10 each	5,202,500	520,250.00	5,202,500	520,250.00	-	-
	5,450,500	545,050.00	5,450,500	545,050	248,000	24,800.00
Calls Unpaid						
Calls Unpaid - Others	-	-	-	-	-	-
Value of Shares paid Up	5450500.00	545050.00	5450500.00	545050.00	248,000	24800.00

(d) Reconciliation of the Number of Shares and Amount Outstanding at the Beginning and at the End of the Reporting Period

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
Equity Shares				
Year ended 31 March, 2018				
- Number of shares	248,000	-	-	248,000
- Amount	24,800.00	-	-	24,800.00
Year ended 31 March, 2017				
- Number of shares	248,000	-	-	248,000
- Amount	24,800.00	-	-	24,800.00
Preference Shares				
Year ended 31 March, 2018				
- Number of shares	5,202,500	-	-	5,202,500
- Amount	520,250.00	-	-	520,250.00
Year ended 31 March, 2017				
- Number of shares	5,202,500	-	-	5,202,500
- Amount	520,250.00	-	-	520,250.00

(e) Terms/rights attached to Equity Shares

The company has only one class of equity share having a par value of Rs.10 per share. Each holder of share is entitled to one vote per share and all the equity shareholders has the right to attend every general meeting of the company. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the paid up value of number of equity shares held by the shareholders.

(f) Details of shareholders holding more than 5% shares in the company as on 31 March 2018

Equity Shares	No. of Shares	Paid Up Value	% Holding of paid up Share capital
	-		-
Preference Shares	No. of Shares	Paid Up Value	% Holding of paid up Share capital
Dwinger Agents Private Limited	1,375,000.00	10.00	26.43
Efficient Industrial Finance Limited	475,000.00	10.00	9.13
Jasnath Infrastructure Private Limited	782,500.00	10.00	15.04
Sukh Shanti Minerals Private Limited	1,095,000.00	10.00	21.05
Verbena Developers Private Limited	1,475,000.00	10.00	28.35
	5,202,500.00		100.00

SUNRISE AGRO PRODUCTS LIMITED
Notes forming part of the Financial Statements

Note 7 Reserves and Surplus

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Securities Premium Reserve	-	520,250.00	-
Provision in Diminution in value of investment	-	6,714.18	-
Deficit in Statement of Profit and Loss			
Opening Balance	513,583.47	(13,504.90)	(13,571.60)
Less: Profit/ Loss for the year	18.31	124.19	66.70
Closing Balance	513,601.78	513,583.47	(13,504.90)

Note 8 Long-Term Provisions

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Provision - Others			
Provision for Diminution in value of Investments	-	-	6,714.18
Total	-	-	6,714.18

Note 9 Other Current Liabilities

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Trade Payable			
Apoorva Leasing finance and Investment Co Ltd	-	349,120.00	-
Other Payables			
Auditors' Remuneration Payable	229.00	458.00	229.00
DBS Publicity Pvt Ltd	83.01	-	-
Modern Advertising	23.96	-	-
Professional Charges Payable	-	60.00	-
Office Rent Payable	-	600.00	-
TDS Payable	-	70.00	-
Total	335.97	350,308.00	229.00

Note 10 Short Term Provisions

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	Amount	Amount	Amount
Provision - Others			
Provision for Tax	244.16	52.90	36.10
Total	244.16	52.90	36.10

SUNRISE AGRO PRODUCTS LIMITED
Notes forming part of the Financial Statements

Note 11 Revenue From Operation

(Rs in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Amount	Amount
Sales	441,869.60	601,335.00
Total	441,869.60	601,335.00

Note 12 Other Income

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Amount	Amount
Commission Received	11,510.00	7,490.00
Brokerage Refund	406.66	-
Interest Received	-	355.06
Total	11,916.66	7,845.06

Note 13 Purchase

(Rs in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Amount	Amount
Purchase	23,936.90	2,035,850.20
Total	23,936.90	2,035,850.20

Note 14 Change in Inventory

(Rs in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Amount	Amount
Opening Stock	1,434,745.20	-
Less: Closing Stock	1,016,812.50	1,434,745.20
Total	417,932.70	-1,434,745.20

Note 15 Other Expenses

(Rs. in Hundred)

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Amount	Amount
Payment to Auditors	229.00	229.00
Commodity Transaction Tax	179.75	-
Daily Future MTM	4,421.66	-
Listing Fee	402.50	-
MCX Short Margin Penalty	604.63	-
NCDEX Short Margin Penalty	43.81	-
Salary	1,800.00	-
Bank Charges	41.22	20.95
Filing Fee	-	370.63
Fee & Subscription	639.21	423.65
Advertisement Expense	311.81	454.92
Postage and Stamp	18.20	490.19
Office Rent	600.00	600.00
Deferred Exp w/off	1,100.50	1,100.50
Professional Fees	770.40	1,157.13
Miscellaneous Expenses	454.20	1,251.00
Total	11,616.89	6,097.97

SUNRISE AGRO PRODUCTS LIMITED
CASH FLOW STATEMENT FOR THE F.Y. 2017-18

(Rs. In Hundred)		
Particulars	2017-18 (Rs.)	2016-17 (Rs.)
<u>A. CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net Profit/(Loss) after tax and extraordinary items	18.31	124.19
Adjustment for :		
Provision for Tax	281.46	52.90
Provision for Diminution in the value of Investment	-	6,714.18
Operating Profit Before Working Capital Changes	299.77	6,891.27
Adjustment for increase/(decrease) in operating liabilities/assets :		
Trade & Others Payable	-349,780.77	350,079.00
Inventories	397,935.10	-1,434,745.20
trade receivables	-8,635.55	-
Other Current Assets	689.75	-4,437.50
Cash generated from operations	40,508.30	-1,082,212.43
Net income tax paid	-281.46	-36.10
Net Cash from Operating Activities	40,226.84	-1,082,248.53
<u>B. CASH FLOW FROM INVESTING ACTIVITIES</u>		
Purchase of Investment	-	-
Decrease in Long term Provision	-	-6,714.18
Sale of Investment	-	7,500.00
increase in Long term Loans & Advances	-	-
Net Cash used in investing activities	-	785.82
Proceeds From Share Premium	-	520,250.00
Proceeds From issue of Preference shares	-	520,250.00
Net Cash used in financing activities	-	1,040,500.00
Net Increase in Cash and Cash Equivalents	40,226.84	-40,962.71
Cash and Cash Equivalents at beginning of the year	-37,688.33	3,274.38
Cash and Cash Equivalents at end of the year	2,538.51	-37,688.33

As per our report of even date attached

FOR DEVI DAYAL & ASSOCIATES

FOR & ON BEHALF OF THE BOARD

CHARTERED ACCOUNTANTS

FIRM REGN. NO.:- 003910N

(CA Devi Dayal Gupta)

(ARJUN SAH)

(ABHISHEK BARDIA)

PARTNER

DIRECTOR

DIRECTOR

M.NO. :- 082663

DIN : 06675558

DIN: 06670438

PLACE: NEW DELHI

DATED: 30.05.2018

Notes to financial statements for the year ended 31st March, 2018

1. SIGNIFICANT ACCOUNTING POLICIES

Accounting Convention

These financial statements have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable.

All assets and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

Fixed Assets

Cost of acquisition of Fixed Assets includes Value of inward freight, duties and taxes and incidental expenses related to acquisition. Expenses capitalized include borrowing costs attributable to qualifying assets, if any

Depreciation & Amortization

Fixed assets are stated at cost less accumulated depreciation. All assets are provided on Written down Value Method on pro-rata basis at the rates specified in Schedule-XIV of Companies Act, 1956.

Intangible Assets

There are no Intangible assets to be amortized over the useful life in accordance with the Accounting Standard AS -26 issued by ICAI.

Inventories

Valuation of stock in trade is made at Cost or Net Realizable Value whichever is lower Inventories are valued on FIFO method.

Recognition of Revenue

The company recognizes revenue on the sale of products, net of discounts, and revenues are recognized when collectability of the resulting receivables is reasonably assured.

Tax on Income.

Current Income Tax amount is the tax payable on the taxable income for the year determined in accordance with provisions of Income Tax Act

Deferred Tax is recognized on timing differences; being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future income will be available against which such deferred tax assets can be realized.

Impairment of Assets

At each Balance Sheet date an assessment is made whether there is any indication of impairment of the carrying amount of the Company's assets. The recoverable amount of such assets are estimated, if any, Indication exist impairment loss is recognized wherever the carrying amount of the assets exceeds its recoverable amount.

Claims

Claims are accounted for as Income or charged to expense as and when settled with the parties during the year.

Preliminary Expenses

All Preliminary Expenses incurred on Incorporation of the Company have been fully amortized as per Accounting Standard-26.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand and short-term investments with an original maturity of three months or less

Borrowing cost

Borrowing cost other than those directly attributable to the acquisition of qualifying assets is recognized as an expense in the period in which they are incurred

Contingent liabilities & provisions

Provisions

A Provisions is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the outflow to settle the obligation at the reporting date .These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liabilities

A contingent liability is a possible obligation that arises from past event whose Existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future event beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation .A contingent liabilities also arises in extremely rare cases where there is a liabilities that cannot be recognized because it can not be measured reliably. Contingent liabilities, if any, are disclosed by way of notes to the accounts after careful evaluation of facts and legal aspects of the matter involved and are not recognized as an item of expense in the profit and loss account. Contingent gains are not recognized.

2. Corporation Information

M/S SUNRISE AGRO PRODUCTS LIMITED (The Company) is a Private Limited Company incorporated under the provisions of Companies Act, 1956.

3. Cess

The Company had not made any provision for Cess payable u/s 441A of the Companies Act, 1956. The said provision shall be made as and when the requisite notification is issued by the Central Government in this regard.

4. Segment reporting

The Company's primary operation is and is operating in a single segment, and, therefore, the disclosure requirements of Accounting Standard (AS-17) "Segment Reporting" are not applicable.

5. Related party disclosure

(A) Disclosure in respect of Related Parties pursuant to AS 18:

(a) List of Related Party where control exists:-

- (I) Subsidiary Company
- (II) Enterprises in which the relatives of key Management personal are able to exercise Significant influence

(b) Other related parties:

- (III) Key Management Personal
- (IV) Relatives of key Management Personal

(B) During the year the following transactions were carried out with the aforesaid related parties:

-----NIL-----

6. Earnings per share – basic & diluted

Particular	Year Ended March 31, 2018	Year Ended March 31, 2017
Net Profit/(Loss) after Tax (in Rupees)	1831	171099
Weighted Average number of Equity Shares Outstanding during the period at the Beginning & End of the year (in Nos.)	248000	248000
Face Value	10	10
Earning per Equity Share (Basic and Diluted)	0.01	0.69

7. Provisions

Provisions are recognized for Income Tax. The Provisions are recognized on the basis of past events and the probable settlement of the present obligations as a result of the past events in accordance with AS-29 issued by the ICAI. The movements in provisions are as under:

Particular	Year Ended March 31, 2018	Year Ended March 31, 2017
a)Opening Balance:	5290.00	3610.00
b)New Provisions(including short provisions of last year)	24416.00	5290.00
c)Provision Utilized	-	-
d)Reversals	5290.00	3610.00
e)Closing Balance	24416.00	5290.00

8. Break-up of payments made to statutory auditors is disclosed as under:-

	31.03.2018 AMOUNT(RUPEES)	31.03.2017 AMOUNT(RUPEES)
Audit Fees	22,900.00	22,900.00
Total	22,900.00	22,900.00

9. Contingent Liabilities and Commitments:

There are no contingent liabilities and other commitments to be disclosed in notes to accounts as per Accounting standard-29

- 10.** In the opinion of the Board, any of the Assets other than non-current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated and provision for all known liabilities have been made.
- 11.** There are no employees who are in receipt of remuneration of Rs 6000000 /- or more in the year or Rs.500000 /- or more per month, if employed, for parts of the year.
- 12.** Certain confirmation of the Balances from Sundry Debtors, Loans & advances, Deposits and Sundry Creditors, including advances received from customers are awaited and the account reconciliation of some parties, Where confirmation has been received, are in progress. Adjustment for differences, if any, arising out of such confirmation /reconciliation would be made in accounts on receipt of final agreed balance/Balance.

Note Nos. 1 to 12 are integral part of the Balance Sheet and the Statement of Profit and Loss

As per our Report attached to the financial statement of even date

FOR DEVI DAYAL & ASSOCIATES
CHARTERED ACCOUNTANTS

For and on behalf of the Board of
M/S SUNRISE DISTILLERIES LIMITED

(Devi Dayal Gupta)
Partner

(Director)
(ARJUN SAH)
DIN – 06675558

(Director)
(ABHISHEK BARDIA)
DIN - 06670438

Membership No. : 082663
Firm No. 003910N

Place: Delhi
Date: 30-05-2018