Sun Retail Limited

REG: OFFICE: 213/214, Phase-II GIDC, Naroda, Ahmedabad- 382330, Gujarat

11th ANNUAL REPORT

2017-18

Sun Retail Limited

(11th) Eleventh Annual General Meeting of the Company:

Date : 09th July, 2018

Day : Monday

Time : 01:00 P.M.

Venue: 213/214, Phase-II GIDC, Naroda Ahmedabad- 382330, Gujarat

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General Information:

- **Board of Directors:**

  1) Mr. Dharamjit Bhupatsinh Mori : Whole-time Director
  2) Mr. Vikram Ishvarbhai Desai : Non-Executive Director
  3) Mr. Tusharbhai Dineshbhai Donda : Independent Director
  4) Mr. Janak Prakashbhai Patel : Independent Director
  5) Mrs. Jalpaben Dilipbhai Dholakiya : Independent Director

- **Statutory Auditor:**
  M/s. GMCA & Co. Chartered Accountants
  Ahmedabad

- **CS, CFO & Compliance Officer:**
  Mr. Himanshu Surendrakumar Gupta

- **Registered Office:**
  213/214, Phase-II GIDC, Naroda,
  Ahmedabad- 382330, Gujarat
  E-mail: sun_retail@yahoo.com

NOTICE

NOTICE is hereby given that the 11th Annual General Meeting of the Company will be held at the Registered Office of the Company at 213/214, Phase-II GIDC, Naroda, Ahmedabad-382330, Gujarat on Monday, 09th July, 2018 at 01:00 PM to consider and transact the following business:

Ordinary Business:

1) To receive, consider and adopt the audited Balance Sheet as at 31st March 2018, the Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors report thereon.

2) To re-appoint Mr. Dharamjit Mori as Director of the company:
To appoint a director in place of Mr. Dharamjit Mori (DIN: 0008038027) who retires by rotation and being eligible offers himself for re-appointment.

3) To ratify the appointment of M/s. G M C A & CO., Chartered Accountant, Ahmedabad (FRN: 109850W), as Statutory Auditors of the Company and to fix their remuneration:

Special Business:

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

"**RESOLVED THAT** pursuant to the provisions of section 149, 152 and all other applicable provisions of the Companies Act, 2013, if any and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV, Mr. Tusharbhai Donda (DIN 07543151) who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company not liable to retire by rotation."

"**RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby authorized as to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution."

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

"RESOLVED THAT pursuant to the provisions of section 149, 152 and all other applicable provisions of the Companies Act, 2013, if any and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV, Mrs. Jalpaben Dholakiya (DIN 07969810) who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member proposing her candidature for the office of Director, be and is hereby appointed as Independent Director of the Company not liable to retire by rotation."

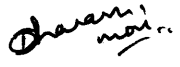
"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized as to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution."

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

"RESOLVED THAT pursuant to the provisions of section 149, 152 and all other applicable provisions of the Companies Act, 2013, if any and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV, Mr. Janak Prakashbhai Patel (DIN 07969539) who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company not liable to retire by rotation."

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized as to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution."

By Order of the Board,



Dharamjit Mori
Director

Place: Ahmedabad
Date: 01.06.2018

Notes:

1. The register of members and share transfer books shall remain closed from Tuesday July 03, 2018 to Monday July 09, 2018 (Both days inclusive) for the Annual General Meeting.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST FORTY EIGHT HOURS BEFORE THE TIME OF THE MEETING.
3. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.
4. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/ AUTHORITY, AS APPLICABLE.
5. Members desiring any information as regards to the accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.
6. Relevant documents referred to in the Notice, statutory register and the Statement pursuant to Section 102(1) of the Companies Act, 2013 will be available for inspection by the members at the Registered Office of the Company during normal business hours on working days up to the date of the Annual General Meeting.
7. Explanatory Statement as per Section 102 of the Companies Act, 2013 is mentioned below.

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

Item no.4:

Mr. Tusharbhai Donda who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 18th October, 2017 holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Tusharbhai Donda is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Tusharbhai Donda as Director, for the approval by the shareholders of the Company.

Except Mr. Tusharbhai Donda, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 3.

Item no.5:

Mrs. Jalpaben Dholakiya who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 18th October, 2017 holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mrs. Jalpaben Dholakiya is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Jalpaben Dholakiya as Director, for the approval by the shareholders of the Company.

Except Mrs. Jalpaben Dholakiya, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

Item no.6:

Mr. Janakbhai Patel who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 13th November, 2017 holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Janakbhai Patel is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Janakbhai Patel as Director, for the approval by the shareholders of the Company.

Except Mr. Janakbhai Patel, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

By Order of the Board,

Dharamjit Mori
Director

Place: Ahmedabad
Date: 01.06.2018

BOARD REPORT

To,
The Members,
Sun Retail Limited,
Ahmedabad

Your Directors have pleasure in presenting the 11th Annual Report of the Company together with the Audited Statements of Accounts for the year ended March 31, 2018.

1. FINANCIAL RESULTS:

The Company's financial performance for the year under review along with previous year's figures is given hereunder

(In Rs.)

PERTICULARS	FOR THE YEAR ENDED ON 31.03.2018	FOR THE YEAR ENDED ON 31.03.2017
Net Income from Business Operations	650921278.43	680461934.00
Other Income	2297035.00	96016.00
Total Income	**653218313.43**	**680557950.00**
Profit / (loss) before depreciation	4791627.00	2944105.00
Less Depreciation	1316599.00	264366.00
Profit before Tax	3475028.00	2679739.00
Less Tax Expenses:	1211580.00	804975.00
Net Profit after Tax	**2263448.00**	**1874764.00**

2. STATE OF AFFAIRS

The Company is engaged in the business of branding and trading of various edible oils. There has been no change in the business of the Company during the financial year ended 31st March, 2018.

The highlights of the Company's performance are as under:-

i. Revenue from operations decreased from Rs. 68,04,61,934/- to Rs. 65,09,21,278/-.

ii. Net Profit for the year increased from Rs. 18,74,764/- to Rs. 22,63,448/-.

iii. Earnings per share have decreased from Rs. 1.88 to Rs. 1.05.

3. DIVIDEND

No Dividend was declared for the current financial year due to conservation of profits for future expansion of business.

4. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCTION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

5. TRANSFER TO RESERVE

The Company proposes to transfer entire profit of Rs. 22,63,448/- to Reserves for the financial year ended 31st March, 2018.

6. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company.

However following company is the holding company of our company:

Sr. No.	Name of the company	Nature of Relation
1	TJR AGROCOM PRIVATE LIMITED	Holding Company

7. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

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

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are applicable to the company and annexed as Annexure "A".

9. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

10. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provisions of section 135 of the companies act, 2013 are not applicable to the company considering the networth, turnover and net profit of the company.

11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

12. STATUTORY AUDITORS

The appointment of Auditor, M/s. G M C A & Co., Chartered Accountants, (FRN: 109850W) is recommended to be ratified as Statutory Auditor of the Company to hold office for the financial year 2018-19 at forthcoming Annual General Meeting in terms of the first proviso to Section 139 of the Companies Act, 2013.

Further the observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self explanatory and do not calls for any further comment.

13. ANNUAL RETURN

The extract of Annual Return in Form No.MGT-9 pursuant to the provisions of Section134(3) (a) and Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure "B**" and forms part of this Report.

14. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

13 (Thirteen) Board Meetings were held during the financial year ended 31st March, 2018 on the following dates:

The maximum gap between any two Board Meetings was less than one Hundred and Twenty days.

Sr. No.	Date of meeting	Total Directors	Directors Present
1.	05/04/2017	2	2
2.	30/06/2017	2	2
3.	06/09/2017	2	2
4.	18/10/2017	2	2
5.	10/11/2017	3	3
6.	11/11/2017	3	3
7.	13/11/2017	3	3
8.	29/11/2017	3	3
9.	04/12/2017	3	3
10.	28/12/2017	4	4
11.	01/01/2018	5	5
12.	18/01/2018	5	5
13.	31/01/2018	5	5

15. DIRECTOR RESPOSNSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) (c) OF THE COMPANIES ACT, 2013.

Your Director wish to inform Members that the Audited Accounts containing financial statements for the financial year 2017-18 are in full conformity with the requirements of the Companies Act, 2013. They believe that the financial statement reflect fairly, the form and substance of transactions carried out during the year and reasonably present the Company's financial condition and results of operations.

Your Directors further confirm that:

- In the preparation of the annual accounts for the year ended March 31, 2018, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same.
- The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- The directors have taken proper and sufficient care towards the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- The directors have prepared the annual Accounts on a going concern basis.
- The Company being unlisted, sub clause (e) of section 134(3) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company.
- The directors have devised proper system to ensure compliance with the provision of all applicable laws and such systems are adequate and operating effectively.

16. DEPOSITS

The Company has not accepted any deposits during the year under review.

17. CHANGES IN BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

Following changes were occurred during the year in the composition of board of directors and Key Managerial Personnel:

Sr. no.	Name of Director & KMP	Designation on effective date	Effective date of change	Nature of change
1	Jaysheel Dhiren Thakkar	Director	30/09/2017	Change in Designation
2	Tusharbhai Dineshbhai Donda	Additional Director	18/10/2017	Appointment
3	Jalpaben Dilipbhai Dholakiya	Additional Director	18/10/2017	Appointment
4	Himanshu Surendrakumar Gupta	Company Secretary	18/10/2017	Appointment
5	Himanshu Surendrakumar Gupta	CFO	18/10/2017	Appointment
6	Dhiren Kanaiyalal Thakkar	Additional Director	18/10/2017	Cessation
7	Janak Prakashbhai Patel	Additional Director	13/11/2017	Appointment
8	Jaysheel Dhiren Thakkar	Additional Director	13/11/2017	Cessation
9	Dharamjit Bhupatsinh Mori	Whole-Time Director	28/12/2017	Appointment
10	Vikram Ishvarbhai Desai	Director	01/01/2018	Appointment

18. DECLARATION BY INDEPENDENT DIRECTORS:

Pursuant to Provisions of section 149(6) of the Companies Act 2013 all the Independent Directors of the Company do hereby declare that:

(1) All the Independent Directors of the Company are neither Managing Director, nor a Whole Time Director nor a Manager or a Nominee Director.

(2) All the Independent Directors in the opinion of the Board are persons of integrity and possesses relevant expertise and experience.

(3) Who are or were not a Promoter of the Company or its Holding or subsidiary or associate company.

(4) Who are or were not related to promoters or directors in the company, its holding, subsidiary or associate company.

(5) Who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company or their promoters or directors, during the two immediately preceding financial years or during the current financial year.

(6) None of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary, or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lacs rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year,

(7) Who neither himself, nor any of his relatives,

(a) Holds or has held the position of key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of three financial years immediately preceding the financial year in which I\he is proposed to be appointed.

(b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial years in which he is proposed to be appointed of

(i) A firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; OR

(ii) Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent, or more of the gross turnover of such firm;

(iii) Holds together with his relatives two per cent, or more of the total voting power of the company;

OR

(iv) Is a Chief Executive or director, by whatever name called, or any non-profit organization that receives twenty five per cent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; OR

(v) Who possesses such other qualifications as may be prescribed.

19. PARTICULARS OF CONTRACTS WITH RELATED PARTIES

All related party transactions that were entered into during the financial year ended 31st March, 2018 were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were attracted. Further,

there are few materially significant related party transactions during the year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, those are disclosed in Form AOC-2. However, the disclosure of transactions with related party for the year, as per Accounting Standard -18 Related Party Disclosures is given in Note no 23 to the Balance Sheet as on 31st March, 2018.

20. SECRETARIAL AUDITORS

The provisions of secretarial audit and appointment of secretarial auditor as required under section 204(1) of the Companies Act, 2013 read with rule 9(1) of Companies(Appointment and Remuneration) Rules, 2014 are not applicable to the company.

21. INDUSTRIEAL RELATIONS

The relations between the employees and the management have remained cordial throughout the year.

22. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company is committed to provide a safe and conducive work environment to its employees during the year under review. The company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of women at the workplace (Prevention, Prohibition & Redressal) Act, 2013.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

23. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

Date: 01.06.2018
Place: Ahmedabad

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SUN RETAIL LIMITED Ahmedabad

DHARAMJIT MORI
DIRECTOR

VIKRAM DESAI
DIRECTOR

"Annexure A"

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

(Particulars pursuant to the Companies (Accounts) Rules, 2014)

CONSERVATION OF ENERGY

We continue to strengthen our energy conservation efforts. Interalia the following steps have been taken to reduce energy consumption:

- Use of energy efficient devices/motors for running of machineries.
- Standardization of utility pipelines leading to optimum utilization.

The process is ongoing and the Engineering team is working on various measures to conserve this scarce resource.

RESEARCH & DEVELOPMENT

The Company continued its efforts in the area of improvement of quality/process cycle/ product design.

We continue to focus on product and process improvement and collaborate with product vendors to co-create business solutions on customer specific themes.

TECHNOLOGY ABSORPTION

Continuous efforts are made with an Objective to achieve productivity, reduction in production cost, reduction in down time for maintenance and curtailment of maintenance cost.

Various Efforts are made towards technology absorption, adaptation and innovation.

FOREIGN EXCHANGE EARNING AND OUTGO

Not applicable as no foreign currency transaction is occurred during the year under review.

Date: 01.06.2018
Place: Ahmedabad

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SUN RETAIL LIMITED Ahmedabad

DHARAMJIT MORI
DIRECTOR

VIKRAM DESAI
DIRECTOR

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

ANNEXURE-B

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:

1	CIN	U51909GJ2007PLC050974
2	Registration Date	28-05-07
3	Name of the Company	SUN RETAIL LIMITED
4	Category/Sub-category of the Company	Public Limited Company
		Non-govt company
5	Address of the Registered office & contact details	213/214, Phase-II GIDC, Naroda, Ahmedabad-382330, Gujarat India
6	Whether listed company	Unlisted Company
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	BIGSHARE SERVICES PRIVATE LIMITED 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai-400059 Tel No: +91-022-62638200

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	Sale of edible oils	46305	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

The company does not have any holding, subsidary and associate company

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	TJR AGROCOM PRIVATE LIMITED	U27310GJ2002PTC041629	Holding	99.98%	2(46)

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/		1310	1310	0.13%	0	0	0	0.00%	-0.13%
b) Central Govt		0	0	0.00%	0	0	0	0.00%	0.00%
c) State Govt(s)		0	0	0.00%	0	0	0	0.00%	0.00%
d) Bodies Corp.		998690	998690	99.87%	5298690	0	5298690	99.98%	0.11%
e) Banks / FI		0	0	0.00%	0	0	0	0.00%	0.00%
f) Any other		0	0	0.00%	0	0	0	0.00%	0.00%
Sub Total (A)	-	1000000	1000000	100.00%	5,298,690	0	5298690	99.98%	-0.02%
(2) Foreign									
a) NRI		0	0	0.00%	0	0	0	0.00%	0.00%
b) Other		0	0	0.00%	0	0	0	0.00%	0.00%

c) Bodies Corp.		0	0	0.00%	0	0	0	0.00%	0.00%
d) Any other		0	0	0.00%	0	0	0	0.00%	0.00%
Sub Total (A)	-	0	0	0.00%	0	0	0	0.00%	0.00%
TOTAL (A)	-	1000000	1000000	100.00%	5,298,690	0	5298690	99.98%	-0.02%
B. Public									
1. Institutions									
a) Mutual Funds		0	0	0.00%	0	0	0	0.00%	0.00%
b) Banks / FI		0	0	0.00%	0	0	0	0.00%	0.00%
c) Central Govt		0	0	0.00%	0	0	0	0.00%	0.00%
d) State Govt(s)		0	0	0.00%	0	0	0	0.00%	0.00%
e) Venture Capital Funds		0	0	0.00%	0	0	0	0.00% 0.00%	0.00%
f) Insurance		0	0	0.00%	0	0	0	0.00%	0.00%
g) FIIs		0	0	0.00%			0	0.00%	0.00%
h) Foreign Venture Capital		0	0	0.00%	0	0	0	0.00% 0.00%	0.00%
i) Others			0	0.00%	0	0	0	0.00%	0.00%
Sub-total	-	0	0	0.00%	0	0	0	0.00%	0.00%
2. Non-									
a) Bodies Corp.									
i) Indian			0	0.00%	0	0	0	0.00%	0.00%
ii) Overseas			0	0.00%	0	0	0	0.00%	0.00%
b) Individuals		0	0		0	0	0	0.00%	0.00%
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh		0	0	0.00%	1200	110	1310	0.02472	0.02
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		0	0	0.00%	0	0	0	0.00%	0.00%
c) Others									
Non Resident	0	0	0	0.00%	0	0	0	0.00%	0.00%
Overseas Corporate Bodies	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign	0	0	0	0.00%	0	0	0	0.00%	0.00%
Clearing Members	0	0	0	0.00%	0	0	0	0.00%	0.00%
Trusts	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Bodies -	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total	-	0	0	0.00%	1,200	110	1310	0.02%	0.02%
Total Public (B)	-	0	0	0.00%	1,200	110	1310	0.02%	0.02%
C. Shares held by Custodian for GDRs & ADRs			0	0.00%				0.00%	0.00%
Grand Total	-	1000000	1000000	100.00%	5,299,890	110	5300000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	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	RAJESHKUMAR V PATEL	1310	0.13%	NIL	0	0.00%	NIL	-0.13%
2	TJR AGROCOM PRIVATE LIMITED	998690	99.87%	NIL	5298690	99.98%	NIL	0.11%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	RAJESHKUMAR V PATEL						
	At the beginning			**1310**	**0.02%**		
	Changes during the year	17-10-17	Transfer	1310	0.02%	0	0.00%
					0.00%		0.00%
					0.00%		0.00%
	At the end of the year					**0**	**0.00%**
2	**TJR AGROCOM PRIVATE LIMITED**						
	At the beginning of the year			**998690**	**18.84%**		
	Changes during the year	29-11-17	Allot	1000000	18.87%	1998690	37.71%
		01-01-18	Allot	3300000	62.26%	5298690	99.98%
					0.00%		0.00%
	At the end of the year					**5298690**	**99.98%**

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total	No. of shares	% of total shares
1							
	At the beginning			0	0.00%	-	0.00%
	Changes during the			-	0.00%	-	0.00%
	At the end of the			-	0.00%	-	0.00%
2							
	At the beginning			0	0.00%	-	0.00%
	Changes during the			-	0.00%	-	0.00%
	At the end of the			-	0.00%	-	0.00%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total	No. of shares	% of total shares
1	HIMANSHU GUPTA						
	At the beginning of the year			**0**	**0.00%**		
	Changes during the year	17-10-17	Transfer	100	0.00%	100	0.00%
	At the end of the year					**100**	**0.00%**

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amt. Rs.)

Particulars	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness

	excluding deposits			
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	47,207,500.00	NIL	47,207,500.00
ii) Interest due but	-	-		-
iii) Interest accrued	-	-		-
Total (i+ii+iii)	NIL	47,207,500.00	NIL	47,207,500.00
Change in Indebtedness during the financial year				
* Addition	-	-		-
* Reduction	-	8,552,400.00		8,552,400.00
Net Change	NIL	(8,552,400.00)	NIL	(8,552,400.00)
Indebtedness at the end of the financial year				
i) Principal Amount	-	38,655,100.00	-	38,655,100.00
ii) Interest due but	-			-
iii) Interest accrued	-			-
Total (i+ii+iii)	NIL	38,655,100.00	NIL	38,655,100.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
	Name	DHARAMJIT MORI	NIL	(Rs)
	Designation	Whole Time Director		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	30,000.00		30,000.00
	(b) Value of perquisites u/s 17(2) Income-tax	-		-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
2	Stock Option	NIL	NIL	-
3	Sweat Equity	NIL	NIL	-
4	Commission	NIL	NIL	-
	- as % of profit			-
	- others, specify			-
5	Others, please specify	NIL	NIL	-
	Total (A)	30,000.00	-	Rs. 0.00
	Ceiling as per the Act	within limits		

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs)
1	Independent Directors	NA	NA	NA	
	Fee for attending board				-
	Commission				-
	Others, please specify				-
	Total (1)	-	-	-	-
2	Other Non-Executive				-
	Fee for attending board				-
	Commission				-
	Others, please specify				-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial				-
	Overall Ceiling as per the				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name		Himanshu Gupta		(Rs)

	Designation	CEO	CFO & CS		
1	Gross salary	NA	NA	NA	
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961		90,000.00		90,000.00
	(b) Value of perquisites	-	-	-	-
	(c) Profits in lieu of salary under section 17(3)				-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-		-
4	Commission				
	- as % of profit				-
	- others, specify				-
5	Others, please specify	-	-		-
	Total	-	90,000.00	-	90,000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies	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
Punishment					
Compounding					
B. DIRECTORS					
Penalty		NIL	NIL	NIL	NIL
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty		NIL	NIL	NIL	NIL
Punishment					
Compounding					

Date: 01.06.2018
Place: Ahmedabad

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

DHARAMJIT MORI
DIRECTOR

VIKRAM DESAI
DIRECTOR

SUN RETAIL LIMITED
Ahmedabad

FORM NO. AOC.2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis

Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any:	Date on which the special resolution was passed in general meeting
Not Applicable							

2. Details of material contracts or arrangement or transactions at arm's length basis

Name(s) of the related party	Nature of Relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any:
TJR AGROCOM PVT. LTD	PROMOTER	ACQUISITION OF PLANT	One time executed on 08.12.2017	Sale deed will be executed once the RICCO approval is obtained	To start the manufacturing activity	04.12.2017	Rs. One crore through Bank and 3300000 equity shares of Rs. 10/- each against full and final payment.

Date: 01.06.2018
Place: Ahmedabad

SUN RETAIL LIMITED Ahmedabad

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

DHARAMJIT MORI
DIRECTOR

VIKRAM DESAI
DIRECTOR

Sun Retail Limited

Audit Report

1st April, 2017 to 31st March, 2018

-: Auditors :-

G M C A & Co.

(Chartered Accountant)

~: Board Of Directors :~

1. Tusharbhai Dineshbhai Donda
2. Janak Prakashbhai Patel
3. Jalpaben Dilipbhai Dholakiya
4. Vikram Ishvarbhai Desai
5. Dharamjit Bhupatsinh Mori
6. Himanshu Surendrakumar Gupta

~: Registered Office :~

213/214, Phase-II GIDC, Naroda
Ahmedabad GJ 382330 IN

Independent Auditor's Report

To the Members of Sun Retail Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **SUN RETAIL LIMITED** ("the company"), which comprise the Balance Sheet as at 31st March, 2018 the Statement of Profit and Loss, the 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 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 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 conducted our audit in accordance with the 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 misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment,

GMCA & CO. 101, "PARISHRAM" NEHARKHALI, NAVRANGPURA, AHMEDABAD. CHARTERED ACCOUNTANTS

including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal 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 Company's Directors, 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 financial statements.

Opinion

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

a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2018;
b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143 (11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the 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 account as required by law have been kept by the Company so far as appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014), together with the early adoption by the Company of Accounting Standard (AS) 30 Financial Instruments, Recognition and Measurement, effective April 1, 2007, and the consequential limited revisions as has been announced by the Institute of Chartered Accountants of India to certain Accounting Standards, as stated in Note 2 (a) and 38.
   e) On the basis of written representations received from the directors as on 31st March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.

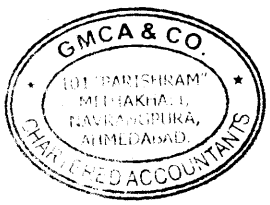
f) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:

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 derivatives contracts for which there were any material foreseeable losses.

iii. There is no amount required to be transferred, to the investor's education & Protection Fund by the Company.

For, G M C A & Co.
Chartered Accountants
FRN: 109850W



CA. Mitt S. Patel
(Partner)
Membership No. 163940

Place: Ahmedabad
Date: 01/06/2018

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. Sun Retail Limited** ("the Company") 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. 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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, G M C A & Co.
Chartered Accountants
FRN: 109850W

CA. Mitt S. Patel
(Partner)
Membership No. 163940

Place: Ahmedabad
Date: 01/06/2018

Reports under The Companies (Auditor's Report) Order, 2016 (CARO 2016) for the year ended on 31st March, 2018

To,
The Members of Sun Retail Limited

(1) In Respect of Fixed Assets

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

(b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.

(c) Yes, The Title deeds of Immovable Properties are held in the name of the Company.

(2) In Respect of Inventories

As explained to us, the inventories (excluding inventories with third parties) were physically verified during the year by the Management at reasonable intervals.

(3) Compliance under section 189 of The Companies Act, 2013

The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.

(4) Compliance under section 185 and 186 of The Companies Act , 2013

While doing transaction for loans, investments, guarantees, and security provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

(5) Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed thereunder while accepting Deposits

According to information and explanations given to us, the Company has not accepted any deposits from public during the year. In respect of unclaimed deposits, the Company has complied with the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder.

(6) Maintenance of cost records

The Company is not required to maintain cost Records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.

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(7) Deposit of Statutory Dues

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Income-tax, Sales Tax, Wealth Tax, Service Tax, Duty of customs, Duty of excise, Value added tax, Cess and any other material statutory dues with the appropriate authorities.

(b) According to the information and explanations given to us, no undisputed amount payable, sales tax, service tax wealth tax, custom duty, excise duty, cess were in arrears, as at 31st March, 2018 for a period of more than six months from the date they become payable except Income Tax of Rs. 7,70,000/- of AY 2017-18, & interest thereon.

(8) Repayment of Loans and Borrowings

The company has not defaulted in repayment of dues to financial institution, bank or debenture holders.

(9) Utilization of Money Raised by Public Offers and Term Loan For which they Raised

The Company has not applied term loans for the purposes other than for which those are raised

(10) Reporting of Fraud During the Year

Based on our audit procedures and the information and explanation made available to us no such fraud noticed or reported during the year.

(11) Managerial Remuneration

Company has provided Rs. 1,20,000 as a Managerial Remuneration to Key Managerial Personnel.

(12) Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio

As per information and records available with us The company is not Nidhi Company.

(13) Related party compliance with Section 177 and 188 of companies Act – 2013

Yes, All transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(14) Compliance under section 42 of Companies Act - 2013 regarding Private placement of Shares or Debentures

Yes, 43,00,000 New Equity Shares have been issued to TJR Agrocom Pvt. Ltd. according to the Provisions of Section 42 of the Companies Act, 2013. Company has complied with the provisions of Section 42.

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NAVRANGPURA,
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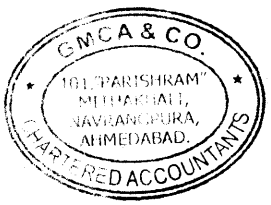
(15) Compliance under section 192 of Companies Act – 2013

The company has not entered into any non-cash transactions with directors or persons connected with him.

(16) Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act.



For, G M C A & Co.
Chartered Accountants
FRN: 109850W

CA. Mitt S. Patel
Partner
Membership No. 163940

Place: Ahmedabad
Date: 01/06/2018

SUN RETAIL LIMITED

BALANCE SHEET AS AT 31/03/2018

Particulars	Note No	As at 31st March, 2018	As at 31st March, 2017
I. Equity & Liabilities			
1. Share Holders' Fund		**70,220,261**	**11,956,813**
(a) Share Capital	**1**	53,000,000	10,000,000
(b) Reserve & Surplus	**2**	17,220,261	1,956,813
2. Noncurrent Liabilities		**39,101,043**	**47,207,500**
(a) Long term borrowing	**3**	38,655,100	47,207,500
(b) Deferred tax liabilities (Net)		445,943	-
(c) Other Long term Liabilities		-	-
(d) Long Term Provisions		-	-
3. Current Liabilities		**16,607,490**	**50,006,216**
(a) Short Term Borrowings		-	-
(b) Trade Payables	**4**	14,868,950	49,205,980
(c) Other Current Liabilities	**5**	63,403	30,236
(d) Short Term Provisions	**6**	1,675,137	770,000
Total		**125,928,794**	**109,170,529**
II. Assets			
1. Non-Current Assets		**71,704,759**	**28,097,385**
(a) Fixed Assets	**7**	**44,456,420**	**1,149,046**
(i) Tangible Assets		48,267,251	3,905,468
(Less) Depreciation Fund		(3,840,512)	(2,756,422)
(ii) Intangible Assets		37,190	-
(Less) Depreciation Fund		(7,509)	-
(b) Non-Current Investments		-	-
(c) Long Term Loans & Advances	**8**	27,248,339	26,948,339
(d) Other Non-Current Assets		-	-
2. Current Assets		**54,224,035**	**81,073,144**
(a) Inventories	**9**	14,039,235	11,522,305
(b) Trade Receivables	**10**	20,914,334	67,797,752
(c) Cash & Cash Equivalents	**11**	527,490	1,019,714
(d) Short term Loans & Advances	**12**	17,296,680	733,373
(e) Other Current Assets	**13**	1,446,296	-
Total		**125,928,794**	**109,170,529**

Contingent Liabilities & Commitments **Nil**

For Sun Retail Limited

Director

Director

Place : Ahmedabad
Date : 01/06/2018

For, G M C A & Co.
Chartered Accountants
FRN : 109850W

CA. Mitt S. Patel
Partner
Membership No. 163940

SUN RETAIL LIMITED

STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED ON 31/03/2018

	Particulars	Note No.	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
I	Revenue From Operations	14	650,921,278.43	680,461,934.00
II	Other Income	15	2,297,035.00	96,016.00
III	**Total Revenue (I+II)**		**653,218,313.43**	**680,557,950**
IV	**Expenses**		**For the Period ended on 31st March, 2018**	**For the Period ended on 31st March, 2017**
	Purchase of Stock in Trade	16	648,447,313	679,051,925
	Changes in Inventories	17	(2,516,930)	(1,685,152)
	Employee Benefit Expenses	18	1,536,120	-
	Finance Costs	19	15,323	22,417
	Depreciation & Amortisation Expenses	20	1,316,599	264,366
	Other Expenses	21	944,860	224,655
	Total Expenses		**649,743,285.12**	**677,878,211**
V	**Profit Before Exceptional & Extraordinary Items & Tax (III-IV)**		**3,475,028**	**2,679,739**
VII	Exceptional Items		-	-
VIII	**Profit Before Extraordinary Items & Tax**		**3,475,028**	**2,679,739**
	Extraordinary Items		-	-
IX	**Profit Before Tax**		**3,475,028**	**2,679,739**
X	**Tax Expenses**			
	Current Tax/ Interest on Income Tax/ Deferred Tax		1,211,580	804,975
XI	**Profit/(Loss) for the period from Continuing Operations(IX-X)**		**2,263,448**	**1,874,764**
XII	Profit/(Loss) from Discontinuing Operations		-	-
XIII	Tax Expense of Discontinuing Operations		-	-
XIV	**Profit/(Loss) from Discontinuing Operations (after tax)(XII-XIII)**		-	-
XV	**Profit/(Loss) for the Period(XI+XIV)**		**2,263,448**	**1,874,764**
XVI	**Earning Per Equity Share**			
	Basic		**1.06**	**1.88**
	Diluted		**1.06**	**1.88**

The Notes referred to above form an integral part of the Balance Sheet

For Sun Retail Limited

Director

SUN RETAIL LIMITED Ahmedabad

Director

GMCA & CO. 101, "PARISHRAM" MITHAKHALI, NAVRANGPURA, AHMEDABAD. CHARTERED ACCOUNTANTS

For, G M C A & Co.
Chartered Accountants
FRN : 109850W

CA Mitt S. Patel
Partner
Membership No. 163940

Place : Ahmedabad
Date : 01/06/2018

SUN RETAIL LIMITED
CASHFLOW STATEMENT AS AT 31/03/2018

Particulars		As at 31st March, 2018	As at 31st March, 2017
A	**Cash flow from Operating Activities**		
	Net Profit Before Tax	**3,475,028**	**2,679,739**
	Adjustments for:		
Add	Depreciation	1,091,599	252,011
Add	Prelimnary Expenses Written Off	225,000	12,355
Add	Interest Expenses	361	2,116
Less	Dividend Income	-	-
Less	Adj. of Depriciation on sale of Assets	-	-
Less	Short Term Capital Gain (Mutual Fund)	-	-
Less	Profit on sale of Fixed Assets	-	-
	Operating Profit / (Loss) before Working Capital Changes	**4,791,988**	**2,946,220**
	Adjustments for:		
	Increase/(Decrease) in creditors	(34,337,031)	42,584,117
	Increase/(Decrease) in other current liabilities	33,167	17,861
	Increase/(Decrease) in other Provisions	139,500	-
	(Increase)/Decrease in debtors	46,883,418	(62,525,815)
	(Increase)/Decrease in inventories	(2,516,930)	(1,685,151)
	(Increase)/Decrease in other current assets	(1,671,296)	-
	(Increase)/Decrease in Short Term Loan & Advances	(16,563,307)	1,148,738
	Cashflow generated from Operating Activities	**(3,240,491)**	**(17,514,030)**
	Income Tax Paid (Net of Refund)	-	34,975
	Net Cashflow generated from Operating Activities A	**(3,240,491)**	**(17,549,005)**
B	**Cash flow from Investment Activities**		
	Purchase of Fixed Assets	(44,398,973)	(15,750)
	Sale of Fixed Assets	-	-
	Sale of Investments	-	-
	Purchase of Investments	-	-
	Share Application Money Received Back	-	-
	Dividend Income	-	-
	Net Cashflow generated from Investments Activities B	**(44,398,973)**	**(15,750)**
C	**Cash flow from Financiang Activities**		
	Short term borrowings	-	
	Share Alloted	56,000,000	
	Issue of Equity share	-	
	Interest Expenses	(361)	(2,116)
	(Increase)/Decrease in other non-current assets	-	-
	(Increase)/Decrease in Long term loans & advances	(300,000)	11,622,335
	Increase/(Decrease) in non current liabilities & provisions	(8,552,400)	6,133,000
	Net Cashflow generated from Financing Activities C	**47,147,239**	**17,753,219**
	Net Change in Cash & Cash Equivalents (A+B+C)	**(492,224)**	**188,465**
	Opening Cash & Cash Equivalents	1,019,714	831,250
	Closing Cash & Cash Equivalents	**527,490**	**1,019,714**

For Sun Retail Limited

SUN RETAIL LIMITED Ahmedabad

Director Director

Place : Ahmedabad
Date : 01/06/2018

GMCA & CO. 101,"PARISHRAM" MITHAKHALI, NAVRANGPURA, AHMEDABAD. CHARTERED ACCOUNTANTS

For, G M C A & Co.
Chartered Accountants
FRN : 109850W

CA. Mitt S. Patel
Partner
Membership No. 163940

SUN RETAIL LIMITED

Notes to the Financial Statements

1 Share Capital

1.1 Authorized, Issued, Subscribed and Paidup share capital

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	No. of Shares	Amount	No. of Shares	Amount
Authorised Share Capital				
Equity Shares of Rs. 10 Each	100,000,000	1,000,000,000	1,000,000	10,000,000
Total	**100,000,000**	**1,000,000,000**	**1,000,000**	**10,000,000**
Issued Share Capital				
Equity Shares of Rs. 10 Each	5,300,000	53,000,000	1,000,000	10,000,000
Total	**5,300,000**	**53,000,000**	**1,000,000**	**10,000,000**
Subscribed & Fully Paid				
Equity Shares of Rs. 10 Each	5,300,000	53,000,000	1,000,000	10,000,000
Total	**5,300,000**	**53,000,000**	**1,000,000**	**10,000,000**

1.2 Share Holders Holding More than 5% Share

Name of the Share Holders	As at 31st March, 2018		As at 31st March, 2017	
	No. of Shares	% of Holding	No. of Shares	% of Holding
TJR AGRO COM PRIVATE LIMITED	5,298,690	99.98	998690	99.87

Reconciliation of Share Capital

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares				
(Face Value Rs. 10.00)				
Shares Outstanding at the Beginning of the Year	1,000,000	10,000,000	1,000,000	10,000,000
Shares issued during the year	4,300,000	43,000,000	-	-
Shares cancelled during the year	-	-	-	-
Shares Outstanding at the End of the Year	**5,300,000**	**53,000,000**	**1,000,000**	**10,000,000**

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CHARTERED ACCOUNTANTS

2 Reserve & Surplus

Particulars	As at 31st March, 2018	As at 31st March, 2017
Securities Premium Account		
Opening balance	-	-
+/- Allotment of Shares	13,000,000	-
Closing Balance	**13,000,000**	-
General Reserve		
Opening balance	-	-
+ Adjustment in persuant to the scheme of Demerger	-	-
Closing Balances	-	-
Profit & Loss A/c		
Opening balance	1,956,813	82,050
+/- Transfer of Current Year Profit/Loss	2,263,448	1,874,763
(-) Adjustment of Depreciation	-	-
Closing balance	**4,220,261**	**1,956,813**
Total	**17,220,261**	**1,956,813**

3 Long term Borrowing

Particulars	As at 31st March, 2018	As at 31st March, 2017
Secured Loans	-	-
	-	-
Unsecured Loans		
Loan from Directors	27,635,100	32,347,500
Loan from Others	11,020,000	14,860,000
	38,655,100	**47,207,500**
Total	**38,655,100**	**47,207,500**

4 Trade Payables

Particulars	As at 31st March, 2018	As at 31st March, 2017
For Goods (Incl. of Micro, Small & Medium Enterprises)	14,711,977	46,727,496
For Expense	153,167	181,523
Advance Received from Debtors	3,806	2,296,961
Total	**14,868,950**	**49,205,980**

5 Other Current Liabilities

Particulars	As at 31st March, 2018	As at 31st March, 2017
Statutory Dues	63,403	30,236
Total	**63,403**	**30,236**

GMCA & CO. 101, "PARISHRAM" NAVRANGPURA, AHMEDABAD. CHARTERED ACCOUNTANTS

6 Short term Provisions

Particulars	As at 31st March, 2018	As at 31st March, 2017
Provision for Expense	139,500	-
Provision for Income Tax	1,535,637	770,000
Total	**1,675,137**	**770,000**

8 Long term Loans & Advances

Particulars	As at 31st March, 2018	As at 31st March, 2017
Deposits	**500**	**500**
GIDC (AHD) Deposit	-	-
Telephone Deposit	500	500
NCDX Spot Exch. LTD	-	-
Other Long Term Loans & Advances	**27,247,839**	**26,947,839**
Other Advances	314,772	14,772
Advance to Suppliers	26,608,067	26,608,067
Advance recoverable in Cash or in Kind	325,000	325,000
Advance to Brokeres for F & O Transactions	-	-
Receivable from Share holders		
Total	**27,248,339**	**26,948,339**

9 Inventories

Particulars	As at 31st March, 2018	As at 31st March, 2017
Stock In Trade	14,039,235	11,522,305
Total	**14,039,235**	**11,522,305**

10 Trade Receivables

Particulars	As at 31st March, 2018	As at 31st March, 2017
Outstanding for less than 6 months from the due date	8,319,388	54,108,652
Unsecured, considered good		
Outstanding for more than 6 months from the due date	12,594,946	13,689,100
Unsecured, considered good		
Total	**20,914,334**	**67,797,752**

11 Cash & Cash Equivalents

Particulars	As at 31st March, 2018	As at 31st March, 2017
Balances with Banks	**340,709**	**452,818**
In Current Account	340,709	452,818
Cash on Hand	186,781	566,896
Total	**527,490**	**1,019,714**

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CHARTERED ACCOUNTANTS

12 Short term Loans & Advances

Particulars	As at 31st March, 2018	As at 31st March, 2017
Other Loans & Advances		
Unsecured, Considered good		
Advance for Goods	15,539,962	136,533
VAT Credit	21,676	21,676
Advances Recoverable in Cash or Kind	1,735,042	575,164
Other Advances	-	-
Total	**17,296,680**	**733,373**

13 Other Current Assets

Particulars	As at 31st March, 2018	As at 31st March, 2017
Preliminary Expenses	900,000	-
Advance for Issue Expenses	546,296	
Total	**1,446,296**	**-**

14 Revenue from Operations

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
(A) Sale of Products & Sevices	**649,762,500**	**680,461,934**
(1) Oil, Seeds & Tins	649,762,500	680,461,934
(B) Profit/(Loss) on Commodities Trading on MCX	**1,158,778**	**-**
Total	**650,921,278**	**680,461,934**

15 Other Income

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
Miscellaneous Income	-	96,016
Write-Off Income	2,296,961	-
Bank Interest	74	-
Total	**2,297,035**	**96,016**

16 Purchase of Stock in Trade

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
(A) Purchase of Products		
(1) Oil, Seeds & Tins	648,447,313	678,942,263
(2) Commodities Trading on MCX	-	109,662
Total	**648,447,313**	**679,051,925**

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CHARTERED ACCOUNTANTS

17 Change in Inventory

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
(A) Opening Stock	**11,522,305**	**9,837,153**
Finished Goods		
(1) Oil, Seeds & Tins	11,522,305	9,837,153
(2) Goods in Transit		-
(A) Closing Stock	**14,039,235**	**11,522,305**
Finished Goods		
(1) Oil, Seeds & Tins	14,039,235	11,522,305
(2) Goods in Transit		-
Total	**(2,516,930)**	**(1,685,152)**

18 Employee Benefit Expenses

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
Salary & Wages	1,536,120	-
Total	**1,536,120**	**-**

19 Finance Costs

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
Interest Expense	361	2,116
Bank Charges	14,962	20,301
Total	**15,323**	**22,417**

20 Depreciation & Amortization Expenses

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
Depreciation	1,091,599	252,011
Preliminary Expenses W/Off	225,000	12,355
Total	**1,316,599**	**264,366**

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21 Other Expenes

Particulars	For the Period ended on 31st March, 2018	For the Period ended on 31st March, 2017
Payment to Auditors *	35,000	15,000
Job Work Expenses	6,000	-
Laboratory Charges	-	27,188
Depository Fees	72,276	-
Advertisement Expenses	47,308	2,897
Brokerage Expense	1,281	3,350
Carrying Charges	25,600	-
Office Expenses	12,850	1,240
Rent	110,000	-
Repair & Maintenance	35,989	8,641
Stationery & Printing	8,780	13,497
Subscription & Membership Expense	-	17,012
Transportation Expenses	43,650	59,830
Legal & Professional Charges	515,778	76,000
Other Miscellaneous Expenses	30,348	-
Total	**944,860**	**224,655**
* Payment to Auditors		
For Audit Fees	35,000	15,000
For Others	-	10,000

GMCA & CO. CHARTERED ACCOUNTANTS

Sun Retail Limited

Notes to and forming part of Balance Sheet as at 31-Mar-2018

Schedule : 7

Fixed Assets Schedule

In (Rupees)

Particulars	Gross Block					Depreciation and Amortization					Net Block	
	Opening Balance	Additions	Deductions / Retirement	Other Adjustments	Closing Balance	Opening Balance	Depreciation Charge	Revaluation / Adjustments	On Disposals / Reversals	Closing Balance	Opening Balance	Closing Balance
Tangible Assets												
Plant&Machinary	2,982,908	1,312,183	-	-	4,295,091	1,987,867	246,699	-	-	2,234,566	995,041	2,060,525
Vehicles	535,891	-	-	-	535,891	497,869	6,882	-	-	504,751	38,022	31,140
Air Conditioner	227,020	-	-	-	227,020	123,640	18,701	-	-	142,341	103,380	84,679
Trade mark	10,000	-	-	-	10,000	-	-	-	-	-	10,000	10,000
Computer	100,649	49,600	-	-	150,249	100,328	7,734	-	-	108,062	321	42,187
Mobile	9,500	-	-	-	9,500	7,578	348	-	-	7,926	1,922	1,574
Laptop	39,500	-	-	-	39,500	39,140	-	-	-	39,140	360	360
New Plant	-	21,000,000			21,000,000	-	699,616	-	-	699,616	-	20,300,384
Building & Structure	-	10,000,000			10,000,000	-	104,110	-	-	104,110	-	9,895,890
Land	-	12,000,000			12,000,000	-	-	-	-	-	-	12,000,000
Software (New)	-	37,190			37,190	-	7,509	-	-	7,509	-	29,681
GRAND TOTAL	3,905,468	44,398,973	-	-	48,304,441	2,756,422	1,091,599	-	-	3,848,021	1,149,046	44,456,420
PREVIOUS YEAR	3,889,718	15,750	-	-	3,905,468	2,504,410	252,011	-	-	2,756,422	1,385,308	1,149,046

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MITHAKHALI,
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22. Significant Accounting Policies

Basis for Preparation of Financial statements

These financial statements have been prepared in accordance with the generally accepted accounting principles in India, on the basis of going concern under the historical cost convention and also on accrual basis. These financial statements comply, in all material aspects, with the provisions the Companies Act, 2013 (to the extent applicable) and also accounting standards prescribed by the Companies (Accounting Standards) Rules, 2006, which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. All the divisions of the Company have normal operating cycle of less than twelve months, hence a period of twelve months has been considered for bifurcation of assets and liabilities into current and non-current as required by Schedule III to the Companies Act, 2013 for preparation of Financial Statements The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below.

Use of Estimates

The preparation of financial statements is conformity with generally accepted accounting principles require management to make assumptions and estimates, which it believes are reasonable under the circumstances that affect the reported amounts of assets and liabilities on the date of financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

Inventories

The inventories as at year end have been taken, valued & certified by the Directors of the company. As informed by the Management, the valuation of the inventories has been made at Cost (FIFO Method).

Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit or (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

Fixed assets

Fixed Assets are stated at cost less depreciation. Cost comprises of cost of acquisition and any attributable cost of bringing the assets to the condition for its intended use. Gains or losses arising from de-recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

In the case of asset purchased on 08th December, 2017 Sale deed was not ready as on the date of signing of the report but consideration was paid so asset has been recognized in the books as it was ready to use and depreciation has been calculated accordingly.

Depreciation and Amortization

Depreciation on fixed assets is calculated on a SLM basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the Schedule II to the Companies Act, 2013, whichever is higher. The company has used the following rates to provide depreciation on its fixed assets.

Asset	Useful Life
Computer	3 Years
Office equipment	5 Years
Factory building	30 Years
Vehicle	10 Years
Plant & Machinery*	15 Years
Software	3 Years

*(In the case of New Plant & Machinery purchased as on 08th December, 2017 the useful life of the asset has been considered as per the valuation report and accordingly useful life of the Plant & Machinery has been considered 5 Years, 8 Years & 10 Years.)

Impairment of assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been any change in the estimate of recoverable amount.

Revenue Recognition

The principles of revenue recognition are given below:

- General systems of accounting is mercantile, accordingly the income/expenditure are recognized on accrual basis on reasonable certainty concept.
- Sales of goods traded accounted net off VAT receivable and payable.
- Dividend income is recognized when right to receive payment is established.

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MITHAKHALI,
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AHMEDABAD.
CHARTERED ACCOUNTANTS

Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Liabilities which are of contingent nature are not provided but are disclosed at their estimated amount in the notes forming part of the accounts.

Investments

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. Current investments are measured at cost or market value whichever is lower, determined on an individual investment basis. Long Term Investments are stated at cost. Provision for diminution in the value of long term investment is made only if such a decline is other than temporary.

Event occurring after the Balance Sheet Date

No significant events which could affect the financial position as on 31st March, 2018, to a material extent have been reported by the management, after the Balance Sheet date till the signing the report.

Prior period Items

Prior period expenses/income is accounted for under respective heads. Material items, if any, are disclosed separately by way of note.

Preliminary Expense

Preliminary expenses as well as Pre – Operative expenses have been written off 1/5th in the period from 1st April, 2017 to 31st March, 2018.

Earning Per Share

The earning considered in ascertaining the Company's Earnings Per Share (EPS) comprises the net profit after tax. The number of shares used in computing Basic and diluted EPS is weighted average number of shares outstanding during the year as per the guidelines of AS-20 and calculation of EPS is shown in notes to account.

23. Notes on Accounts

- **Contingent Liabilities**
  According to the information & explanation provided by the company, there is no liability of Contingent nature was outstanding as at 31st March, 2018.
- **Capital Expenditure Commitments:** Nil
- **Related Party Transactions:-**
  As per Accounting Standard (AS -18) issued by the Institute of Chartered Accountants of India, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name	Relationship
1	Shri. Dhiren K Thakkar	Director upto 18th October, 2017
2	Shri. Jaysheel Thakkar	Director (up to 13.11.2017)
3	Kanel Industries Limited	Related party by virtue of Director (Mr. Dhiren Dhakkar)
4	TJR Agrocom Private Limited	Holding Company

➢ **Transactions with Related Parties** **Rs. In Lakhs**

Sr. No.	Party	Name	2017-18	2016-17
1	Dhiren K Thakkar	Loan Accepted	107.31	205.78
		Loan Repaid	160.93	229.35
2	TJR Agrocom Private Limited	Loan Accepted	1.00	Nil
		Loan Repaid	Nil	Nil
3	Jaysheel Thakkar	Loan Accepted	6.50	0.50
		Loan Repaid	Nil	Nil
4	Kanel Industries Limited (Debtor)	Sales	3668.92	6,947.27
		Receipt	2301.94	6,407.12
		Purchase	2611.17	84.35
		Payment	782.64	7.20
5	TJR Agrocom Private Limited	Share Capital	430	Nil
		Securities Premium	130	Nil

➢ **Payment to the Auditors**

Particulars	2017-18	2016-17
Audit Fees	35,000	15,000
Others	0	10,000
Total	**35,000**	**25,000**

➢ **Earnings per Share:-**

The earning considered in ascertaining the company's EPS comprises the profit available for shareholders i.e. profit after tax and statutory/regulatory appropriations. The number of shares used in computing Basic EPS is the weighted average number of shares outstanding during the year as per the guidelines of AS-20 (Kindly verify the Profit & Loss Account for Details).

GMCA & CO. 101, "PARISHRAM" MITHAKHALI, NAVRANGPURA, AHMEDABAD. CHARTERED ACCOUNTANTS

➢ **Others**

- In opinion of the management of the company, all loans, advances and deposits are recoverable in cash or kind for value to be received for which no provision is required.
- Confirmations of the concerned parties for the amount due to them and/or due from them as per accounts of the company are not received. Necessary adjustments, if any, will be made when accounts are reconciled or settled. Balance of sundry debtors and creditors, loans and advances accepted and given in the balance sheet are subject to confirmation.
- Ageing bifurcation in case of Sundry Debtors was not possible so we have on random basis verified the ledgers and accordingly shown the bifurcation of Sundry Debtors receivable to satisfy more than six months & less than six months criteria.
- The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

For Sun Retail Limited

SUN RETAIL LIMITED Ahmedabad

Director

Director

For, G M C A & Co.

Chartered Accountants
FRN: 109850W

GMCA & CO. CHARTERED ACCOUNTANTS

CA. Mitt S. Patel
(Partner)
Membership No. 163940

Place: Ahmedabad
Date: 1st June, 2018

SUN RETAIL LIMITED

CIN: U51909GJ2007PLC050974 **E-MAIL: sun_retail@yahoo.com**

ATTENDANCE SLIP

Regd. Folio No.	
No. of Shares held	
Name and Address of the First Shareholder IN BLOCK LETTERS)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the 11th Annual General Meeting of the Members of **Sun Retail Limited** held on Monday, July 09, 2018 at 01:00 P.M. at the registered office of the Company situated at 213/214, Phase-II GIDC, Naroda, Ahmedabad-382330, Gujarat.

_____ _____

Member's/Proxy's Name in Block Letters **Member's/Proxy's Signature**

Notes: Please fill up this attendance slip and hand it over at the entrance of the venue of meeting.

----------Please tear here----------

SUN RETAIL LIMITED

CIN: U51909GJ2007PLC050974 **E-MAIL: sun_retail@yahoo.com**

PROXY FORM

(Form No. MGT-11 - *Pursuant to section 105(6) of the Companies Act, 2013 Rules made there under)*

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/Client Id	

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

1. Name: _____
   Address: _____
   E-mail Id:_____ Signature: _____ or failing him
2. Name: _____
   Address: _____
   E-mail Id:_____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the Members of **Sun Retail Limited** held on Monday, July 09, 2018 at 01:00 P.M. at the registered office of the Company situated at 213/214, Phase-II GIDC, Naroda, Ahmedabad-382330, Gujarat or any adjournments thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares		
Ordinary Businesses		**For**	**Against**	**Abstain**
1.	To receive, consider and adopt the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors report thereon.			
2.	To appoint a director in place of Mr. Dharamjit Mori (DIN: 0008038027) who retires by rotation and being eligible offers himself for re-appointment.			
3.	To ratify the appointment M/s. G M C A & CO., Chartered Accountant, Ahmedabad (FRN: 109850W), as Statutory Auditors of the Company and to fix their remuneration.			
Special Business				
4.	To regularize the appointment of Mr. Tusharbhai Donda as Director of the company.			
5.	To regularize the appointment of Mrs. Jalpaben Dholakiya as Director of the company.			

6.	To regularize the appointment of Mr. Janakbhai Patel as Director of the company.			

Signed this.....day of.....2018

Affix Revenue Stamp of not less than

Signature of shareholder **Signature of Proxy holder(s)**

Note:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the 11th Annual General Meeting (on or before July 07, 2018 at 01:00 p.m.)
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ROUTE MAP TO THE VENUE OF 11th ANNUAL GENERAL MEETING