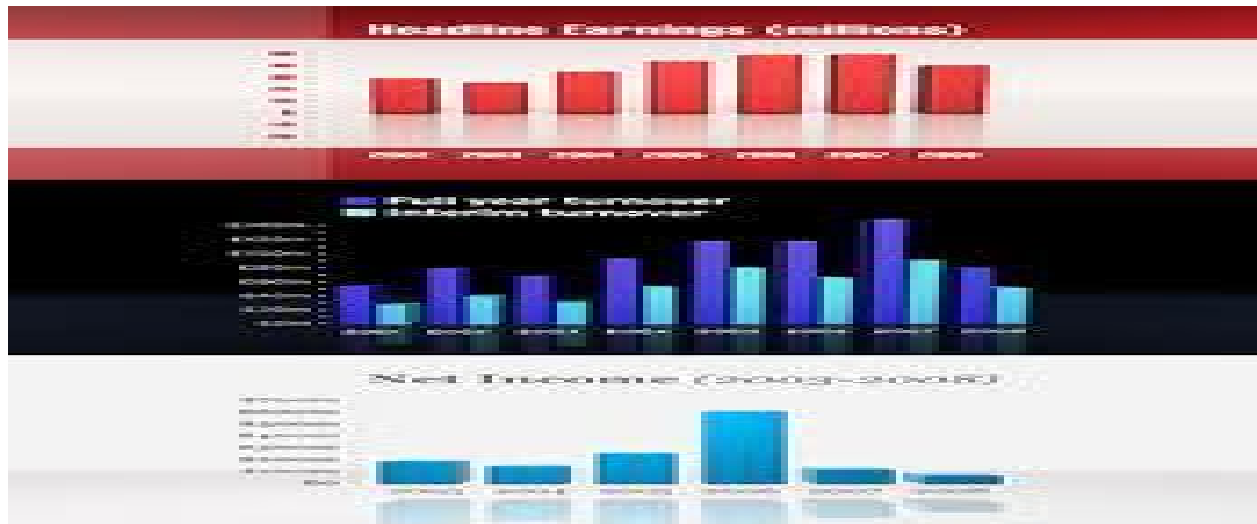


19<sup>th</sup>  
Annual  
Report



# Sunshine Capital Limited



# SUNSHINE CAPITAL LTD.

Mob : 9891709896

(AN ISO 9001 : 2000 CERTIFIED COMPANY)  
CIN : L74899DL1994PLC060154

Regd Office :  
209, Bhanot Plaza-II  
3, D. B. Gupta Road, New Delhi-110055  
E-mail sunshinecl@rediffmail.com  
sunshinecapital95@gmail.com

## **NOTICE OF ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 19<sup>th</sup> Annual General Meeting of **M/s Sunshine Capital LIMITED** will be held on Friday, the 5<sup>th</sup> Day of September, 2014 at 03:00 P.M. at the Registered Office of the company to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2014 including audited Balance Sheet as at 31<sup>st</sup> March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Surender Kumar Jain (holding DIN 00530035), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Statutory Auditors of the Company and to fix their remuneration.

"Resolved that pursuant to Section 139 and 141 and other applicable provisions of Companies Act, 2013 and the rules made thereunder Mr. Anil Kumar, Chartered Accountant, (ICAI Membership No. 86223), the retiring Auditors of the Company be and is hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 24<sup>th</sup> Annual General Meeting subject to ratification by members at Annual General Meeting to be held hereafter, on such remuneration as may be decided by the Board of Directors in consultation with the Auditors."

### **SPECIAL BUSINESS**

4. To consider and, if thought fit, to pass, with or without modification, the following resolution which will be proposed as an Ordinary Resolution:-

"**RESOLVED THAT** Mr. Anil Prakash (holding DIN 05187809), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 15<sup>th</sup> January 2014, in terms of Section 260 of the Companies Act, 1956 [corresponding to Section 161(1) of the Companies Act, 2013] and applicable provisions of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office

of Director, be and is hereby appointed as an Independent Director of the Company, pursuant to section 149, schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder, for a consecutive period of five years”

5. To consider and, if thought fit, to pass, with or without modification, the following resolution which will be proposed as an Ordinary Resolution:-

“RESOLVED THAT Mrs. Rajni (holding DIN 06890499), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 5th June, 2014, in terms of Section 161 and other applicable provisions of the Companies Act, 2013 and applicable provisions of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, pursuant to section 149, schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder, for a consecutive period of five years”

6. To consider and, if thought fit, to pass, with or without modification, the following resolution which will be proposed as an Ordinary Resolution:-

“Resolved that pursuant to Section 149, Schedule IV and other applicable provisions of Companies Act, 2013, if any, and the rules thereunder approval be and is hereby given for the appointment of Mr. Sujan Mal Mehta (DIN- 01901945), Director, in respect of whom the Company has, as required by Section 160 of the Companies Act, 2013 received a notice in writing as an independent Director on the Board of Directors of the Company for a consecutive period of five years.”

**BY ORDER OF THE BOARD**

**For Sunshine Capital Limited**

  
Priyanka Sharma  
Company Secretary



Place: - New Delhi  
Dated: - 26.08.2014

**IMPORTANT NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**
2. The Register of Members and the Share Transfer books of the Company will remain closed on 4th September, 2014 for the Purpose of the Annual General Meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
4. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the company must be supported by an appropriate resolution/authority, as applicable.
5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
7. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General
8. Meeting forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
9. Electronic copy of the Notice of the 19<sup>th</sup> Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless

with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 19<sup>th</sup> Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

10. Members may also note that the Notice of the 19<sup>th</sup> Annual General Meeting and the Annual Report for 2014 will also be available on the Company's website [www.sunshinecapital.in](http://www.sunshinecapital.in) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [Sunshinecapital95@gmail.com](mailto:Sunshinecapital95@gmail.com)

11. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

#### **I. EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

##### **Item No. 4**

Mr. Anil Prakash was appointed as an Additional Director of the Company by the Board of Directors with effect from January 15, 2014. He holds office until the ensuing Annual General Meeting under Section 161(1) of the Companies Act, 2013. It is proposed to appoint Mr. Anil Prakash as an Independent Director of the Company pursuant to Section 149, Schedule IV, and other applicable provisions of Companies Act, 2013. In respect of proposed appointment, the company has, as required by Section 160 of Companies Act, 2013 received a notice in writing regarding his candidature for the office of the Director. Mr. Anil Prakash has submitted the declaration of independence, as required pursuant to section 149(7) of Companies Act, 2013 stating that he meets the criteria of independence as provided in subsection (6) and he is not disqualified from being appointed as a director in terms of section 164 of the Act. In the opinion of the Board, the proposed appointment of Mr. Anil Prakash as Independent Director fulfils the conditions specified in the Act and the Rules made thereunder and that the proposed appointment of Mr. Anil Prakash is independent of the Management.

Brief resume of Mr. Anil Prakash is given in the annexure of the Notice. The Board of Director is of the opinion that Mr. Anil Prakash possesses requisite skills, experience, and knowledge relevant to the Company's business and it would be in the interest of the Company to continue to have his association with the Company as Director.

The Board recommends passing of the Ordinary Resolution set out in item no. 4 of the Notice.

None of the Directors, except Mr. Anil Prakash , key managerial personnel of the Company and their relatives are, concerned or interested, in this resolution, except to the extent of their respective shareholding , if any, in the, Company.

**Item No. 5**

Ms. Rajni was appointed as an Additional Director of the Company by the Board of Directors with effect from June 05, 2014. He holds office until the ensuing Annual General Meeting under Section 161(1) of the Companies Act, 2013. It is proposed to appoint Ms. Rajni as an Independent Director of the Company pursuant to Section 149, Schedule IV, and other applicable provisions of Companies Act, 2013. In respect of proposed appointment, the company has, as required by Section 160 of Companies Act, 2013 received a notice in writing regarding her candidature for the office of the Director. Ms. Rajni has submitted the declaration of independence, as required pursuant to section 149(7) of Companies Act, 2013 stating that he meets the criteria of independence as provided in subsection (6) and he is not disqualified from being appointed as a director in terms of section 164 of the Act. In the opinion of the Board, the proposed appointment of Ms. Rajni as independent Director fulfils the conditions specified in the Act and the Rules made thereunder and that the proposed appointment of Ms. Rajni is independent of the Management.

Brief resume of Ms. Rajni is given in the annexure of the Notice. The Board of Director is of the opinion that Ms. Rajni possesses requisite skills, experience, and knowledge relevant to the Company's business and it would be in the interest of the Company to continue to have his association with the Company as Director.

The Board recommends passing of the Ordinary Resolution set out in item no. 5 of the Notice.

None of the Directors, except Ms. Rajni , key managerial personnel of the Company and their relatives are, concerned or interested, in this resolution, except to the extent of their respective shareholding , if any, in the, Company.

**Item No.6**

Section 149 of the Companies Act, 2013, which came in to effect from 1<sup>st</sup> April, 2014, requires every listed Company to have one- third of total number of directors as independent Director. As on 31<sup>st</sup> March, 2014, the board is comprised of Sujan Mal Mehta, Anil Prakash, and Rajni as independent Directors pursuant to clause 49 of listing agreement. Pursuant to Section 149, Schedule- IV, and other applicable provisions of Companies Act, 2013 Mr. Sujan Mal Mehta is appointed as an Independent Director for a consecutive period of five years from 1<sup>st</sup> April, 2014 to 31<sup>st</sup> March, 2019. The said appointment is subject to approval of members. The company has, as required by Section 160 of Companies Act, 2013 received a notice in writing regarding his candidature for the office of the Director. Mr. Sujan Mal Mehta as submitted the declaration of independence, as required pursuant to section 149(7) of Companies Act, 2013 stating that he meets the criteria of independence as provided in subsection (6) and he is not disqualified from being appointed as a director in terms of section 164 of the Act. In the opinion of the Board, the proposed appointment of Mr. Sujan Mal Mehta as an independent Director fulfils the conditions specified in the Act and the Rules made thereunder and that the proposed appointment of Mr. Sujan Mal Mehta is independent of the Management.

Brief resume of Mr. Sujan Mal Mehta is given in the annexure of the Notice. The Board of Director is of the opinion that Mr. Sujan Mal Mehta possesses requisite skills, experience, and knowledge relevant to the Company's business and it would be in the interest of the Company to continue to have his association with the Company as Director.

The Board recommends passing of the Ordinary Resolution set out in item no. 6 of the Notice.

None of the Directors, except Mr. Sujan Mal Mehta, key managerial personnel of the Company and their relatives are, concerned or interested, in this resolution, except to the extent of their respective shareholding, if any, in the Company

**BY ORDER OF THE BOARD**

**For Sunshine Capital Limited**



*Priyanka Sharma*  
**Priyanka Sharma**  
Company Secretary

Place: - New Delhi  
Dated: - 26.08.2014

Particulars	Date of Appointment	Qualifications	No. of Equity Shares held	Expertise in specific Functional areas	Director of other Companies (excluding foreign Companies)
Mr. Surender Kumar Jain	12.04.2012	LL.B.	188,180	Legal Sector	<ol style="list-style-type: none"> <li>1. Shri Niwas Leasing and Finance Limited</li> <li>2. Sunali Infrastructures Private Limited</li> <li>3. Sital Leasing And Finance Limited</li> <li>4. Sri Amarnath Finance Limited</li> <li>5. Transnational Growth Fund Limited.</li> <li>6. RKG Finvest Limited</li> <li>7. ECHT Finance Limited</li> <li>8. Shri Niwas Leasing And Finance Limited</li> <li>9. Euro Asia Laboratories Limited</li> </ol>
Mr. Sujan Mal Mehta	05.04.2012	Graduate	Nil	Financial Sector	<ol style="list-style-type: none"> <li>1. C Batia &amp; Co Pvt. Ltd.</li> <li>2. Greenfield Pvt. Ltd.</li> <li>3. Kallinugger and Khoreel Tea Co. Ltd.</li> <li>4. Jalpur Investment Limited</li> <li>5. Barduar Tea &amp; Timber Co Ltd.</li> <li>6. ECHT Finance Limited</li> <li>7. Transnational Growth Fund Ltd.</li> <li>8. Sri Amarnath Finance Limited</li> <li>9. Sunshine Capital Limited.</li> <li>10. Rkg Finvest Limited</li> <li>11. Chandmull Batia (Exports) Pvt. Ltd.</li> </ol>



Mr. Anil Prakash	15.01.2014	Graduate	105,000	Financial Sector	<ol style="list-style-type: none"> <li>1. Synergy Finlease Private Limited</li> <li>2. Sri Amarnath Finance Limited</li> <li>3. Shalini Holdings Limited</li> <li>4. RKG Finvest Limited</li> <li>5. Transnational Growth Fund Ltd.</li> <li>6. Sital Leasing and Finance Limited</li> <li>7. Eclt Finance Limited.</li> </ol>
Mrs. Rajni	05.06.2014	Graduate	Nil	Management Team	Nil

## **DIRECTOR'S REPORT**

### **The Shareholders Sunshine Capital Limited**

The Board of Directors of the company take Immense pleasure in presenting their 19<sup>th</sup> Annual Report together with the Annual Audited Accounts for the financial year ended 31<sup>st</sup> March, 2014.

#### **FINANCIAL HIGHLIGHTS**

For the financial year ended 31st March, 2014:-

(In Rs.)

<b>Profit/(Loss) after depreciation</b>	<b>4,046,592.00</b>	<b>2,453,747.00</b>
<b>Less: Current Provision for Standard Assets</b>	<b>25,111.00</b>	<b>(28,349.00)</b>
<b>Provision for Sub-Standard Assets</b>	<b>(10,656,325.00)</b>	<b>10,656,325.00</b>
<b>Profit/(Loss) before tax</b>	<b>14,677,806.00</b>	<b>(8,174,229.00)</b>
<b>Less: Provision for Taxation</b>		
<b>Current Tax</b>	<b>1,190,050.00</b>	<b>846,185.00</b>
<b>Previous Year Tax</b>		
<b>Deferred Tax</b>	<b>25,490.00</b>	<b>(5,850.00)</b>
<b>Profit/(Loss) after tax</b>	<b>13,513,246.00</b>	<b>(9,088,244.00)</b>
<b>Add: Balance brought forward from last</b>	<b>(1,564,702.00)</b>	<b>7,523,543.00</b>
<b>Surplus available for appropriation</b>	<b>11,948,545.00</b>	<b>(1,564,702.00)</b>
<b>Less: Appropriations</b>		
<b>Dividend on Equity Shares paid</b>		
<b>Tax on Dividend paid</b>		
<b>Transfer to Reserve Fund u/s 45IC of RBI</b>	<b>2,697,551.00</b>	
<b>Surplus carried to Balance Sheet</b>	<b>9,250,994.00</b>	<b>(1,564,702.00)</b>

#### **GENERAL CORPORATE MATTERS**

The company is currently engaged in financial services, sale & purchase of share & securities. The year under report has been difficult for the Stock Market as the market behaved with great volatility and Market Index showed movement both upward and downward frequently. Moreover, payment problems affecting Stock Market also caused considerable damage to the investor's confidence in the market. It also affected the overall turnover in the Stock Market.

The Stock Market Index as on 31<sup>st</sup> March 2014 were at low levels as a result of which there was low valuation of stock held by the company at the end of the year. The company also intends to make expansion in providing loans & advances & finance to different persons, firms & corporate bodies.

#### **TRANSFER TO RESERVES**

During the year under review Company has not transferred to the Reserves Fund from the profits of the Company in accordance with the provisions of Section 45IC of the Reserve Bank of India Act, 1934.

#### **DIVIDEND:**

As the company kept the profits for investment in better projects it regret not to recommend any dividend. But the directors are hopeful better result in ensuring future.

#### **CORPORATE GOVERNANCE:**

Your Company has always striven to incorporate appropriate standard for good corporate governance and has been practicing these principles since inception. Corporate Governance has evolved in the company over the years, not only on account of regulatory requirements but also on account of sound management values for enhancing and meeting stockholder's expectations. The company is taking adequate steps in ensuring that all the mandatory provisions of corporate governance as prescribed under the Listing Agreement of the stock exchange are complied within the time laid down by stock exchange.

#### **MANAGEMENT DISCUSSION ANALYSIS REPORT**

The Management Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges in India, is presented in a separate section which forms part of the Annual Report.

#### **LISTING OF SHARES**

The Equity Shares of the Company are listed at the Delhi Stock Exchange Limited and Jaipur Stock Exchange.

The Annual Listing Fees for the financial year 2013-2014 are paid for the Stock Exchange where the shares of the Company are listed.

#### **BOARD OF DIRECTORS**

The Board of Sunshine Capital Limited is duly consisting of Executives & Non Executives Directors. However Mr. Anil Prakash & Ms. Rajni were appointed as additional Directors on 15<sup>th</sup> January, 2014 and 5<sup>th</sup> June, 2014 respectively. Necessary resolution is being proposed in the notice of ensuing Annual General Meeting for the approval of members for appointment of Mr. Anil Prakash & Ms. Rajni as independent Director of the Company for a term of Five years with effect from 26<sup>th</sup> September, 2014 to 25<sup>th</sup> September, 2019.

Mr. Vivek kumar has appointed as the additional director of the company w.e.f. 01.01.2014 and Mr. Suman kumar Gupta has appointed as the additional director of the company w.e.f. 22.01.2014, but due to the unavoidable circumstances Mr. Suman Kumar Gupta has resigned from the directorship of the company w.e.f.31.03.2014 Directors place on record their appreciation of the valuable advice and guidance given by him while he was a Director of the Company

As per the provisions of Companies Act, 2013 and Article of Association of the Company at least two- third of total number of Directors (excluding Independent Directors) shall be retire by rotation. Mr. Surender Kumar Jain & Mr. Sujan Mal Mehta, Directors of the Company, are liable to retire by rotation.

Mr. Sujan Mal Mehta, Directors of the Company, are liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The Board of Directors recommends their re-appointment.

#### **PARTICULARS OF EMPLOYEES**

There are no employees in receipt of remuneration in excess of amount specified in section 217(2A) read with Companies (Particular of Employees) Rules 1975 as amended.

#### **STATUTORY AUDITORS**

The Statutory Auditor Anil Kumar, Chartered Accountants, New Delhi retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Company has received a written consent from the Auditor along with the Certificate U/S 139(1) of companies Act 2013. to the effect that the Auditor is not disqualified for the proposed appointment under the Companies Act, 2013.

The Board recommends their re-appointment for the approval of the shareholders.

#### **AUDITORS' REPORT**

The Auditors' Report on the financials of the Company for the year ended 31st March, 2014 does not contain any reservation, qualification or adverse remark.

#### **CORPORATE GOVERNANCE REPORT**

As required by Clause 49 of the Listing Agreement, corporate governance, management decision & analysis and Auditor report on compliance with the corporate governance requirements have been included in this Annual Report as separate section.

#### **NON-BANKING FINANCIAL COMPANIES AUDITORS REPORT (RBI DIRECTIONS, 1998)**

Pursuant to the Non-Banking Financial Companies' Auditor's Report (Reserves Bank) directions, 1998 a report from the Statutory Auditors to the board of directors' has been received by your company. This report has certified that the company has complied with all the directions and prudential norms as prescribed under the RBI act, 1934.

**NBFC REGISTRATION**

The company has been registered with Reserve Bank of India as Non Banking Finance Company Vide Registration No. B-14.01266 dated 25<sup>th</sup> September 1998.

**NON ACCEPTANCE OF PUBLIC DEPOSITS**

The Company has not accepted any Public Deposits or any Fixed Deposit during the year 2013-14 and hence there are no defaults in repayment of amount of principle and interest as on the date of Balance Sheet.

**CAPITAL FUND TO RISK WEIGHTED ASSET**

Percentage to capital funds to risk weighted assets/exposures:-

Tier-I Capital	103.47
Tier-II Capital	0.21
Total	103.68

**EXPOSURE TO REAL ESTATE**

Exposure to Real Estate is NIL.

**DISCLOSURES UNDER SEC. 217(1)(e) OF THE COMPANIES ACT, 1956**

In terms of section 217(1)(e) read with Companies (Disclosure of Particulars in Report of the Board of Directors) Rules, 1988 of the Companies Act, 1956 your Directors furnish the information as below:-

- Conservation of Energy: N.A.
- Technology Absorption: N.A.
- Activities relating to exports, NA
- Foreign Exchange Earnings&Outgo

	CURRENT YEAR	PREVIOUS YEAR
Out flow:	NIL	NIL
In Flow:	NIL	NIL

**SUBSIDIARY COMPANIES**

The Company does not have any subsidiary company

**EXPOSURE TO REAL ESTATE:**

Exposure to Real Estate is NIL

#### **GENERAL INFORMATION**

The shares of your company are listed on the Delhi Stock Exchange. Pursuant to the SEBI Guidelines the company's Equity Share has been under process to be converted in to electronic mode. Company's ISIN No. is - INE974F01017 and the company's shares can be converted into electronic form with any of the Depository Participation registered with NSDL or CDSL.

#### **AUDIT COMMITTEE**

The Company has an Independent Audit Committee. The composition, role / functions of the committee comply with the requirements of Section 177 of the Companies Act, 2013 and Clause 49 (II) (A) of the Listing Agreement. The Committee comprises of experts specializing in accounting/financial management. The Chairman of the Audit Committee is an Independent Director.

Present members of the Audit Committee are **Mr. Anil Prakash, Mr. Sujan Mal Mehta, Mr. Surender kumar Jain and Mrs. Rajni**. All the members of the Committee are Non-Executive Directors. All the members of the Committee are having financial and accounting knowledge. **Mr. Anil Prakash** is the chairman of the Committee and quorum of the Committee is four members. The Company Secretary acts as Secretary to the Committee. The role company terms of reference, the authority and power the committee are in conformity with the requirements of the Companies Act, 1956.

The Committee met four times during the year under review.

The Committee also met prior to finalization of accounts for the year ended 31<sup>st</sup> March, 2014.

#### **APPRECIATIONS**

The Board recognizes that it is accountable to shareholders for the performance of the Company, believes in transparency in its conduct and strives to disseminate the material information to the shareholders and the public.

The Board of Directors would like to convey their appreciation to the Customers, Shareholders, Vendors, Banks, Financial institutions, various Government Authorities, RBI, SEBI and Stock Exchanges for their cooperation and support throughout the year. Looking forward to receive continued patronage from all our business partners and associates to become better and strong organization.

The Board of Directors would also place on record the appreciation for the contributions made by the employees at all levels.

**Director's Responsibility Statement**

Pursuant to section 217(2AA) of the Companies Act, 1956("the act") the directors based on the representations received from the operating Management, confirm that:

- i) In the preparation of the Annual Accounts, the applicable accounting Standards have been followed along with proper explanation relating to material departures.
- ii) They 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 & fair view of the state of affairs of the company at the end of the financial year and of the profits of the company at the end of the financial year and of the profit of the company for that period;
- iii) They have 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;
- iv) They have prepared Annual Accounts on a going concern Basis
- v) Board has taken consideration to take a reasonable step for internal control to broadening the area of coverage & to make it commensurate with the size of the company and with the nature of the business.

**ACKNOWLEDGEMENT**

The Directors place on record their appreciation for the continued support and co-operation rendered by the Banks, Government Authorities, Suppliers and the Consumers and the shareholders of the company. The Director also conveys their thanks to their employees at all levels for the growth of the company.

**For Sunshine Capital Limited**



*Priti Jain*

**Priti Jain**  
**Chairman & Managing Director**  
**Din No: 00537234**

**Date: 26.08.2014**  
**Place: New Delhi**



#### **REPORT ON CORPORATE GOVERNANCE**

Corporate governance is a term that refers broadly to the rules, processes, or laws by which businesses are operated, regulated, and controlled. The term can refer to internal factors defined by the officers, stockholders or constitution of a corporation, as well as to external forces such as consumer groups, clients, and government regulations. The Corporate Governance is a key element in enhancing investor confidence, promoting competitiveness and ultimately improving economic growth.

The objective of Corporate Governance is "Enhancement of long term shareholders value and ensuring the protection of rights of the shareholders" and your company reiterates its commitment to good Corporate Governance.

#### **COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company policy on Corporate Governance rests on the pillars of transparency, accountability, integrity, equity and environment responsibility in all facets of its operations. Good Corporate Governance therefore, embodies both enterprise (performance) and accountability (conformance).

Independent directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and external objectivity that they bring to effectively perform their role to provide strategic direction and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

#### **MANDATORY REQUIREMENTS**

##### **BOARD OF DIRECTORS**

The Board provides leadership and strategic guidance, objectively reviews management decisions and exercises control over the company. Your company is maintaining the independence of the board and company has the independent and Non-Executive directors. As on date of this report, the board of directors of the company consists of three



Independent Directors and it meets the requirement of the Clause 49 of the listing agreement.

The Board meeting is held in every quarter to review the financial results and discuss other issues. Besides the quarter, board meeting are also held whenever required. To conduct a board meeting the directors are informed by giving a notice in advance and the agenda of board meeting is also dispatched with the notice. The members of board discuss each agenda in the meeting and take decision after having a proper discussion and obtaining views of all members. The board members are free to give their suggestions on any agenda item and can also submit their view for improving the performance of company.

The composition and category of Board during the year as follows:

Name of the Directors	Category	Attendance Particulars at the		No. of Directorships in other public limited Companies
		BM	BM Last AGM (30.09.13)	
Surender Kumar Jain	Executive & Non Independent	11	Yes	7
Priti Jain	Executive & Non-Independent	11	Yes	7
Sujan Mal Mehta	Non Executive & Independent	11	Yes	8
Anil Prakash	Non Executive & Independent	4	No	6
Rajni	Non Executive & Independent	-	No	-

During the year Eleven Board Meetings have taken place on 29.04.2013, 13.05.2013, 05.08.2013, 14.08.2013, 29.10.2013, 06.11.2013, 01.01.2014, 21.01.2014, 22.01.2014, 24.01.2014, 26.03.2014.

**Details of attendance of director who attended last AGM:**

Name of the Director	Designation	Last AGM attended
Mr. Sujan Mal Mehta (Appointed w.e.f 05-04-2012)	Chairman	Yes
Mrs. Priti Jain (Appointed w.e.f 01-03-1997)	Director	Yes
Mr. Surender Kumar Jain (Appointed w.e.f 09-03-1995)	Director	Yes

**AUDIT COMMITTEE:**

**COMPOSITION AND MEETINGS OF AUDIT COMMITTEE:**

The Company has an Independent Audit Committee. The composition, role / functions of the committee comply with the requirements of Section 177 of the Companies Act, 2013 and Clause 49 (II) (A) of the Listing Agreement. The Committee comprises of experts specializing in accounting/financial management. The Chairman of the Audit Committee is an Independent Director.

i) The Terms of Reference are briefly enumerated hereunder:

a) Overseeing the Company's financial reporting process and the disclosure of its financial information, to ensure that the financial statements are correct, sufficient and credible.

b) Recommending the appointment / removal of external auditors, fixing audit fees and approving payments for any other services.

c) Reviewing with management the periodic financial statements before submission to the Board, focusing primarily on:

- Any changes in accounting policies and practices;
- Major accounting entries based on exercise of judgment by management;
- Qualifications in draft audit report;
- Significant adjustments arising out of audit;
- The going concern assumption;
- Compliance with accounting standards;
- Compliance with stock exchange and legal requirements concerning financial statements;
- Any related party transaction i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have a potential conflict with the interests of the Company at large;

d) Reviewing with the management, external and internal auditors, the adequacy of internal control systems.

e) Reviewing the adequacy of internal audit function.

f) Discuss with internal auditor any significant findings and follow-up thereon.

g) Discussing with external auditors before the audit committees, the nature and scope of audit as well as conduct post-audit discussions to ascertain any area of concern.

h) Reviewing the Company's financial and risk management policies.

**ii) Constitution & Re-constitution of the Audit Committee and their attendance at the meeting:**

Name of Members	Category/Designation	No. of Meetings	
		Held	Attended
Mr. Anil Prakash	Chairman	4	4
Mr. Vivek Kumar <sup>1</sup>	Member	4	1
Mr. Suman Kumar Gupta <sup>2</sup>	Member	4	1
Mr. Surendra Kumar Jain	Member	4	3
Mr. Sujan Mal Mehta	Member	4	3
MS. Rajini <sup>3</sup>	Member	0	0

1. \*Became a member w.e.f. January 01.01.2014.

2. \*Became a member w.e.f. January 22.01.2014.

3. Became a member w.e.f. January 05.06.2014.

1. Ceased to be Member 30.04.2014

2. Ceased to be Member 31.03.2014

The Audit Committee was re-constituted once during the year on January 22, 2014.

**iii) Meetings of the Committee:**

The Committee met 4 times on 6th June, 2013, August 14, 2013, November 15, 2013 and February 01, 2014 during the financial year ended March 31, 2014.

The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors.

**ROLE AND RESPONSIBILITIES**

The role of Audit Committee includes the review of following:

- Financial Reporting Process
- Draft Financial Results (Quarterly & Annual)
- Record of related party transaction
- Reviewing the company's financial and risk management policies
- Management discussion and analysis of financial condition and results of operations
- Compliance with stock exchanges and legal requirement concerning financial statements
- Any other power which are specifically delegated by the board from time to time

The role of the Audit Committee includes recommending the appointment and removal of Statutory Auditor, discussion of Audit plan, fixation of Audit fees and also approval for payment of any other services.

#### **SUB-DELEGATION**

In order to expedite the process of shares transfers, the Board decided to change the Registrar and transfer Agent from Beetal Financial & Computer Services Pvt. Ltd. To Skyline Financial Services Pvt. Ltd as a new Share Transfer Agent and Registrar of the Company. The transfer agent will generally attend to the transfer formalities once in a fortnight and operate subject to the overall supervision of the Shareholders/ Investors Grievances Committee.

In compliance with the Listing Guidelines, every six months, the Share Transfer System is audited by a Practicing Company Secretary and a certificate to that effect is issued by them.

#### **CODE OF CONDUCT**

As per Clause 49 (I) (D), the Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well. Annual Compliance Report for the year ended 31st March, 2014 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

#### **COMPLIANCE REPORT**

The Board periodically reviews compliance report of all laws applicable to the company, prepared by the company as well as steps taken by the company to rectify instances of non-compliances, if any.

#### **MATERIAL NON-LISTED SUBSIDIARY COMPANIES**

Clause 49 defines a 'material non-listed Indian subsidiary' as an unlisted subsidiary, incorporated in India, whose turnover or net worth (i.e. paid-up capital and free reserves) exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

Company does not have any such subsidiary during the accounting year under review

#### **COMPLIANCE OFFICER OF THE COMPANY**

Priyanka Sharma, Company Secretary.

**MARKET PRICE DATA**

There has been no trading in Delhi Stock Exchange, Delhi, during the year 2013-

**ADDRESS FOR CORRESPONDENCE**

Sunshine Capital Limited  
209, Bhanot Plaza-II,  
3, D.B. Gupta Road,  
New Delhi-110055

**GENERAL BODY MEETING**

Annual General Meeting held during the last three financial year

Year	Date	Venue	Time	Business Transacted
2013	06.06.2014	209, Bhanot Plaza-II, 3, D.B. Gupta Road New Delhi-110055.	10:00 A. M.	Ordinary Business
2012	29.09.2012	209, Bhanot Plaza-II, 3, D.B. Gupta Road New Delhi-110055.	11:30. A.M.	Ordinary Business
2011	30.09.2011	209, Bhanot Plaza-II, 3, D.B. Gupta Road New Delhi-110055.	11.00 A.M.	Ordinary Business

All resolutions proposed for the above said meetings were duly passed by show of hands.

**STATUTORY DISCLOSURES**

No transactions of material nature have been entered into by the company with any of the promoters, directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company.

The company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI or any statutory authority, during the last three years, on any matter relating to capital market.

### **MEANS OF COMMUNICATIONS**

The Company communicates with the shareholders at large through its Annual reports and financial results published therein.

The quarterly results are published in the newspapers.

### **DISCLOSURES**

The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

### **RISK MANAGEMENT**

The Company has in place a Risk Management policy, which lays down a robust and dynamic process for identification and mitigation of risks. This policy has been adopted by the Audit Committee as well as the Board of Directors of the Company. The Audit Committee reviews the risk management and mitigation plan from time to time.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

A statement of management Discussion and Analysis is appearing elsewhere in this Annual report in terms of requirement of the Code of Corporate Governance.

### **SHAREHOLDERS INFORMATION**

#### **ANNUAL GENERAL MEETING**

Date: 5<sup>th</sup> September, 2014  
Time: 03:00 P.M.  
Venue: 209, Bhanot Plaza-II,  
3, D.B. Gupta Road, New Delhi-110055

#### **FINANCIAL CALENDAR (tentative)**

**Financial Year- 1<sup>st</sup> April 2014 to 31<sup>st</sup> March 2015**

Annual General Meeting for the next year ending 31<sup>st</sup> March 2015: Before 30<sup>th</sup> September 2015.

#### **DATE OF BOOK CLOSURE:**

4<sup>th</sup> September, 2014 for the purpose of the Annual General Meeting.

**LISTING ON STOCK EXCHANGE:**

1. Delhi Stock Exchange Limited, DSE House, 3/1 Asaf Ali Road, Delhi-110002
2. Jaipur Stock exchange, Stock Exchange Building, JLN Marg, Malviya Nagar, Jaipur - 302017 (Rajasthan)

**CORPORATE IDENTIFICATION NUMBER:**

L74899DL1994LC060154

**SHARE TRANSFER SYSTEMS**

Share transfers are presently registered within a maximum period of 15 (fifteen) days from the date of receipt provided the documents are complete in all respects. The Board of Directors has authorized the Registrar to approve all the share transfers. The Registrar on receipt of Share transfer request, after confirming all details transfer the shares as per law and directly dispatches the same to the transferee.

**STATUS FOR SHAREHOLDERS' COMPLAINTS FOR THE PERIOD 01.04.2013 TO 31.03.2014**

Complaint received from the shareholders of the company during the year was duly resolved upto the satisfaction of our shareholders & no complaint was pending at the end of financial year.

**ADDRESS OF THE REGISTRAR**

Skylne Financial Services Pvt. Ltd.  
D-153/A, 1st Floor Okhla Industrial Area Phase I, New Delhi-110 020,

**SHAREHOLDING PATTERN OF THE COMPANY AS ON BALANCE SHEET SIGNING DATE**

Category	Total No. of Shares	%age
Promoter		
a) Indian	716200	5.50%
b) Foreign	-	-
Public		
a) Institutional Shareholding	-	-
b) General Public	12304700	94.50%

**DISTRIBUTION OF SHAREHOLDERS AS ON BALANCE SHEET SIGNING DATE**

Shareholding of Nominal Value		No. of Shareholder	% of Shareholder	No of Shares held	% of Shareholding
(Rs.)	(Rs.)				
Upto	5000	224	36.30	102100	0.78
5001	10000	279	45.22	268100	2.06
10001	20000	13	2.11	21900	0.17
20001	30000	5	0.81	13000	0.10
30001	40000	4	0.65	15400	0.12
40001	50000	4	0.65	18700	0.14
50001	100000	15	2.43	120050	0.92
100001	ABOVE	73	11.83	12461650	95.70
<b>TOTAL</b>		<b>617</b>	<b>100</b>	<b>13020900</b>	<b>100</b>

**DEMATERIALISATION OF SHARES AND LIQUIDITY**

The company shares are traded in dematerialized form and have to be delivered in the dematerialized form to the stock exchange. To enable that shareholders have an easy access to the Demat system, the company has executed agreements with both Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The company has Changed its Registrar and Transfer Agent from Beetal Financial & Computer Services Pvt. Ltd. to Skyline Financial Services Pvt. Ltd Registrar for the purpose of electronic connectivity as well as for physical mode of transfer of shares.

ISIN for Demat      INE974F01017

**DECLARATION**

None of the Director of the Company is a Director of more than 15 Companies and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

**SECRETARIAL AUDIT**

To reconcile the total admitted capital with NSDL & CDSL and the total issue and listed capital, a secretarial audit is carried out by a Practicing Company Secretary on quarterly basis.



## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

### **ECONOMIC OUTLOOK**

The long-term fundamentals of the Indian economy continue to be strong due to rising incomes and large investments. These growth drivers are expected to sustain over a long period of time. At the same time, there are some concerns due to uncertain global economic environment and slow recovery in developed markets.

### **OVERVIEW**

The company is engaged in trading in shares, financial services and investment activities where the outlook of the business seems to be encouraging over and above we have been diversified into different businesses ranging from third party product distributions (lowest balance sheet risk) to originating unsecured personal loans, corporate loans (highest balance sheet risk). We believe that we are well placed to leverage on the growth opportunities in the economy.

### **FINANCIAL PERFORMANCE**

The Company has achieved a turnover of Rs. 1,06,23,108/- during the year with net profitability of Rs. 1,35,13,246/- The company's income from operations primarily includes income from trading and distributions of financial products such as Interest income from Inter-Corporate Loan and Long Term Investments.

### **FUTURE OUTLOOK**

The future outlook of the Company is very prospective and it urges to diversify the various areas related to financial markets. Besides continuing aggressively in the existing growth areas, there are certain specific initiatives that we would like to highlight which the company would be undertaking in the financial year 2013-14. The Company is effectively putting together a growth strategy in the area of Debt Syndication, Private Placement, Corporate/Personal Loan, Advisory Services, Arranger, Distributions of Mutual Fund & Liaison for Financial Products.

## **SEGMENT REPORTING**

Accounting Standard 17 regarding Segment-wise Reporting does not apply to the Company since revenues are derived from only one Segment i.e. Finance Activity.

## **OPPORTUNITIES & THREATS**

### **Opportunities**

- Increase in Income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater Penetration.
- Increased securitization.
- Focus on selling new product/services.

### **Threats**

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

## **RISK MANAGEMENT**

Your company operates in the Financial Services Sector, which is affected by variety factors linked to economic development in India and globally which, in turn, also affected global fund flows. Any economic event across the globe can have direct or indirect impact on your company. To mitigate this, Company has diversified its revenue stream across multiple verticals. Your Company's risk management system is a comprehensive and integrated framework comprising structured reporting and stringent controls. Through its approach it strives to identify opportunities that enhance organizational values while managing or mitigating risks that can adversely impact the company's future performance. Within the organization, every decision taken is after weighing the pros and cons of such a decision making taking note of the risk attributable.

#### **FULFILMENT OF RBI'S NORMS AND STANDARDS**

Sunshine Capital fulfils norms and standards laid down by the RBI relating to the recognition and provisioning of non-performing assets, capital adequacy, statutory liquidity ratio, etc.

#### **BUSINESS OUTLOOK**

Sunshine Capital Limited expects to maintain its performance in FY2015 and hopes to grow at a rate faster than the growth of bank credit. The approach would be to continue with the growth momentum while balancing risk. As before, it will continue to invest in strengthening risk management practices; and in maintaining its investment in technology and human resources to consolidate its position as a leading NBFC in India.

#### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The company has proper and adequate system of internal control to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly.

The Company has effective system in place for achieving efficiency in operations, optimum and effective utilization of resources, monitoring thereof and compliance with applicable laws. The board has also constituted an Audit Committee which meets periodically inter-alia to review the financial results, and the accuracy of financial records.

#### **HUMAN RESOURCES / INDUSTRIAL RELATIONS**

The company believes that the success of an organization largely depends on the quality of its workforce. Employee relations remained cordial and peaceful throughout the year.

#### **CAUTIONARY STATEMENT**

Any statement made in this report relating to company's perception of future outlook, objectives, expectations etc. may be considered as forward looking statements within the meaning of applicable securities laws and regulations which may differ from the actual results.



**Anil Kumar**  
Chartered Accountant

BA-52/B, Janak Puri, New Delhi - 110058  
Mobile : +91-9811081096  
E-mail : ca.anil.kr@gmail.com

## AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of

**Sunshine Capital Limited**

1. We have examined the compliance of the conditions of Corporate Governance by Sunshine Capital Limited for the year ended 31st March 2014 as stipulated in clause 49 of the listing agreement of the said company with the Stock Exchanges in India.
2. The compliance condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementations thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the financial statements of the company.
3. In our opinion and to the best of our information and explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that in respect of Investor Grievances received during the year ended 31st March 2014, no investor grievance was received against the company as per the record maintained by the companies which are presented to Investor Grievance Committee.

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

CA. Anil Kumar  
Chartered Accountant



Anil Kumar  
M. No.: 86223

Place: New Delhi  
Dated: 26.08.2014

**CEO CERTIFICATION  
CHIEF EXECUTIVE OFFICER (CEO) CERTIFICATION**

I, Priti Jain, Chairman & Managing Director of Sunshine Capital Limited to the best of my knowledge and belief, certify that:


1. We have reviewed Balance Sheet and Profit & Loss Account and all the Schedules and Notes on Accounts, as well as Cash Flow Statements and Director's Report for Financial Year ended on March 31, 2014;
2. Based on our knowledge and information, these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
3. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of the company's affairs, and are in compliance with the existing accounting standards and/or applicable laws and regulations;
4. To the best of our knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's code of conduct;
5. We have disclosed based on our most recent evaluation, wherever applicable, to the company's auditors and the audit committee of the company's Board of Directors:
6. any deficiencies in the design or operation of internal controls, that could adversely affect the company's ability to record, process, summarize and report financial data, and any material weaknesses in the internal controls over financial reporting including any corrective actions with regard to deficiencies;
7. significant changes in internal controls during the year;
8. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
9. Instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal controls system.

Place: New Delhi  
Date: 26.08.2014

**For Sunshine Capital Limited**



*Priti Jain*  
**Priti Jain**  
**Managing Director**  
**DIN-00537234**



This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Whole-time director. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors.

I confirm that the Company has in respect of the year ended March 31, 2014, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

I further confirm that the rules of Insider Trading Regulation has been duly complied with.

For the purpose of this declaration, Senior Management Team means the employees in the Executive cadre and the Company Secretary as on March 31, 2014.

**For Sunshine Capital Limited**

**Place: New Delhi**  
**Date: 26.08.2014**



*Priti Jain*  
**Priti Jain**  
**Managing Director**  
**DIN-00537234**



**Anil Kumar**  
Chartered Accountant

BA-52/B, Janak Puri, New Delhi-110058  
Mobile No. : +91-9811081096  
E-mail.ID : ca.anil.kr@gmail.com

### Independent Auditor's Report

To the Members of  
**SUNSHINE CAPITAL LIMITED**

#### Report on the Financial Statements

I have audited the accompanying financial statements of **SUNSHINE CAPITAL LIMITED** which comprise the Balance Sheet as at **March 31, 2014**, the Statement of Profit and Loss and cash flow statement for the year then ended, and a summary of significant accounting policies, other explanatory information together with notes to account thereon.

#### Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash inflows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 (the Act) read with the General Circular 15/2013 dated 13<sup>th</sup> September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.



... Contd....

Opinion

In my opinion and to the best of my information and according to the explanations given to me, the financial statements read together with NOTES thereon, **subject to Note No. 4, regarding non provision of diminution in value of Non- Current Investments amounting to ₹ 12.06 Crore (Previous year NIL) by virtue of which Profit of the company has been overstated by ₹ 12.06 Crore (Previous year NIL)**, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- (c) In the case of cash flow statement of the cash outflows for the year ended on that date;

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, I give in the annexure 'I' a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by the Non-Banking Companies Auditor's Report (Reserve Bank) directions, 2008, I give in Annexure 'II', a statement on the matters specified in paragraph 3 & 4 of the said directions.
3. As required by section 227(3) of the Act, I report that:
  - a) I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit;
  - b) In my opinion proper books of account as required by law have been kept by the Company so far as appears from my examination of those books;
  - c) The Balance Sheet, Statement of Profit and Loss & cash flow statement dealt with by this report are in agreement with the books of account;
  - d) In my opinion, the Balance Sheet, Statement of Profit and Loss & cash flow statement comply with the Accounting Standards referred to in Sub Section (3C) of Section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13<sup>th</sup> September 2013 of the Ministry of the Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
  - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956; and
  - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

CA. ANIL KUMAR  
(Chartered Accountant)  
M.No. 86223

Place: New Delhi  
Date: 05.05.2014





**ANNEXURE I TO THE AUDITOR'S REPORT**

The Annexure referred to in my report of even date to the members of **SUNSHINE CAPITAL LIMITED** as at and for the year ended 31<sup>st</sup> March, 2014, I report that:

1. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(b) According to the information & explanations given to me, the fixed assets of the company have been physically verified by the management at reasonable intervals during the year which in my opinion are reasonable having regard to the size of the company and the nature of its business. No material discrepancies were noticed on such verification.  
  
(c) The company has not disposed off any fixed assets during the year.
2. (a) The Stock-in-trade of share, securities & debentures etc has been physically verified by the management at reasonable intervals during the year.  
  
(b) In my opinion, the procedures of physical verification of such stock-in-trade followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.  
  
(c) The company has maintained proper records of stock-in-trade and I have been given to understand by the management that no discrepancies were noticed on physical verification of such stock as compared to book records.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.  
  
(b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
4. In my opinion and according to the information and explanations given to me, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of stock-in-trade of shares, debentures, commodities and other similar securities, fixed assets and for the sale of such stock-in-trade and services. Further, on the basis of my examination of books and records of the company and according to the information and explanations given to me, I have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
5. (a) In my opinion and according to the information and explanations given to me, the Transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.

.....Contd.....

(b) In my opinion and according to the information and explanations given to me, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of Companies Act, 1956 and exceeding the value of rupees five lacs in respect of each party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

6. The Company has not accepted any deposits from the public covered under Section 58A and 58AA of the Companies Act, 1956.
7. The Company has an internal audit system commensurate with its size and the nature of its business, which needs to be further, strengthened.
8. I have been informed that maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the year under review.
9. (a) The company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, and any other statutory dues with the Appropriate Authorities.

(b) According to the information and explanations given to me, there is a pending tax demands of which information given below


ACT	Appeal pending Before	Assessment year	Amount of demand (In ₹)
Income Tax Act	ITAT	2008-09	35,33,80,053/-

10. The Company has no accumulated losses. The company has not incurred cash losses during the financial year covered by my audit, as well as in the immediately preceding financial year.
11. Since the company has neither taken any loans from a financial institution or a bank nor issued any debentures, hence the provisions of paragraph 4 (xi) of the order regarding default in repayment of dues to a financial institution or bank or debenture holders doesn't arise.
12. According to the information and explanations given to me, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities during the year under audit.
13. The Company is not a chit fund or Nidhi / mutual benefit fund / society. Therefore, the provision of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to me, the Company is trading in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other securities have been held by the company in its own name except to the extent of the exemption granted under section 49 of the Act.
15. According to the information and explanations given to me, the Company has not given any guarantees for loans taken by others from a bank or financial institution.
16. According to the information and explanations given to me, I report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to me and on an overall examination of the Balance Sheet of the Company as at 31<sup>st</sup> March, 2014, I report that no funds raised on short-term basis have been used for long-term investment by the Company.



....Contd....

18. During the year, the company has not made preferential allotment of shares to the parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
19. The Company has not issued debentures during the period covered under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to me, I report that no fraud on or by the Company has been noticed or reported during the year, nor have I been informed of such case by the management.

  
**CA. ANIL KUMAR**  
(Chartered Accountant)  
M.No. 86223

Place: New Delhi  
Date: 05.05.2014

**BALANCE SHEET AS AT 31-03-2014**

(IN ₹)

PARTICULARS	NOTE NO.	AS AT 31ST MARCH, 2014	AS AT 31ST MARCH, 2013
<b>I EQUITY AND LIABILITIES</b>			
<b>1 Shareholders Funds</b>			
(A) Share Capital	1	130,209,000	130,209,000
(B) Reserves And Surplus	2	913,829,423	900,316,177
<b>2 Non Current Liabilities</b>			
Long Term Provisions	3	2,092,412	12,723,626
<b>3 Current Liabilities</b>			
(A) Other Current Liabilities	4	72,736	273,764
(B) Short Term Provisions	5	1,206,146	828,590
<b>TOTAL</b>		<b>1,047,409,717</b>	<b>1,044,351,157</b>
<b>II ASSETS</b>			
<b>1 Non-Current Assets</b>			
(A) Fixed Assets	6	35,718,002	17,475,979
(B) Non-Current Investments	7	240,814,734	850,838,734
(C) Deferred Tax Assets	8	284,007	258,517
(D) Long-Term Loans And Advances	9	121,836,685	122,448,626
(E) Other Non Current Assets	10	-	104,214
<b>Current Assets</b>			
(A) Current investment	11	609,684,000	-
(A) Stock In Trade	12	838,257	838,257
(C) Cash And Cash Equivalents	13	1,102,102	3,286,051
(D) Short-Term Loans And Advances	14	37,131,931	49,100,780
<b>TOTAL</b>		<b>1,047,409,717</b>	<b>1,044,351,157</b>

Schedules referred to above and notes attached thereto form an integral part of Balance Sheet

In Terms Of My Report Of Even Date Annexed

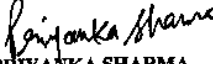
FOR SUNSHINE CAPITAL LIMITED

CA. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 86223

  
SURENDRA KUMAR JAIN  
(Director)  
DIN: 00530035

  
PRITI JAIN  
(Director)  
DIN : 0537234

Place: New Delhi  
Date: 05.05.2014

  
PRIYANKA SHARMA  
(Company Secretary)  
M. No. 034228

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2014**

(IN ₹)

PARTICULARS	NOTE NO.	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Revenue From Operations	15	10,597,046	8,700,000
Other Income	16	26,062	25,913
<b>Total Revenue</b>		<b>10,623,108</b>	<b>8,725,913</b>
Cost of Trading Goods	17	838,257	-
Change in Stock In Trade	18	(838,257)	-
Employee Benefits Expenses	19	720,690	834,754
Finance Costs	20	2,379	1,237
Depreciation And Amortization Expenses	21	644,291	738,435
Other Expenses	22	5,209,156	4,697,740
<b>Total Expenses</b>		<b>6,576,515</b>	<b>6,272,166</b>
<b>Profit After Depreciation</b>		<b>4,046,592</b>	<b>2,453,747</b>
Less: Contingent Provision For Standard Assets	23	25,111	(28,349)
Less: Provision For Doubtful Assets	23	(10,656,325)	10,656,325
<b>Profit Before Tax</b>		<b>14,677,806</b>	<b>(8,174,229)</b>
<b>Tax Expense</b>			
Current Tax		1,190,050	828,590
Earliar Years Tax		-	176,005
Deferred Tax		25,490	(90,580)
<b>Profit (Loss) For The Period</b>		<b>13,513,246</b>	<b>(9,088,244)</b>
Earning Per Equity Share			
Basic		1.04	(0.70)
Diluted		1.04	(0.70)

In Terms Of My Report Of Even Date Annexed

FOR SUNSHINE CAPITAL LIMITED

CA. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 86223

SURENDRA KUMAR JAIN  
(Director)  
DIN: 00530035

PRITI JAIN  
(Director)  
DIN : 0537234

Place: New Delhi  
Date: 05.05.2014

PRIYANKA SHARMA  
(Company Secretary)  
M. NO : 034228

## Notes to Financial Statements

### NOTE 1. SHARE CAPITAL

IN ₹

PARTICULARS	AS AT	
	31ST MARCH 2014	31ST MARCH 2013
<b>Authorised Share Capital</b> 13,110,000 Equity Share of ₹ 10 /-	131,100,000	131,100,000
	<b>131,100,000</b>	<b>131,100,000</b>
<b>Issued, Subscribed &amp; Paid up Share Capital</b> Shares at the end of the Accounting Period 13,020,900 Equity Shares of ₹10/-	130,209,000	130,209,000
<b>Total</b>	<b>130,209,000</b>	<b>130,209,000</b>

- 1.1 The company has only one class of equity Shares having Par Value of ₹ 10 per Share. All these Shares have Same right & preferences with respect to payment of dividend, repayment of Capital & Voting.
- 1.2 The reconciliation of the number of Shares outstanding is set out Below:

PARTICULARS	AS AT	
	31ST MARCH 2014	31ST MARCH 2013
<b>Equity Shares at the beginning of the year</b>	13,020,900	13,020,900
Add : Issued during the year	-	-
<b>Equity Shares at the end of the Year</b>	<b>13,020,900</b>	<b>13,020,900</b>

### 1.3 Shares In The Company Held By Each Shareholder Holding More Than 2% shares

Name of the Shareholder	AS AT		AS AT	
	31ST MARCH 2014		31ST MARCH 2013	
	% of Shares held	No. Of Share	% of Shares held	No. Of Share
Priti Jain	2.10	273,320	2.10	273,320

## Notes to Financial Statements

### NOTE 2: RESERVES & SURPLUS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
<b><u>Reserve Under Section 45(IC)</u></b>		
At The Beginning Of The Accounting Period	1,880,878	1,880,878
Additions During The Year	2,697,551	-
At The End Of The Accounting Period	<u>4,578,429</u>	<u>1,880,878</u>
<b><u>Securities Premium Account</u></b>		
At The Beginning Of The Accounting Period	900,000,000	900,000,000
Additions During The Year	-	-
At The End Of The Accounting Period	<u>900,000,000</u>	<u>900,000,000</u>
<b><u>Surplus in Statement of Profit And Loss</u></b>		
At The Beginning Of The Accounting Period	(1,564,702)	7,523,543
Additions During The Year (Balance In Statement Of Profit & Loss)	13,513,246	(9,088,244)
<b><u>Transfer To Reserves</u></b>		
Reserve U/S 45(IC)	(2,697,551)	-
At The End Of The Accounting Period	<u>9,250,994</u>	<u>(1,564,702)</u>
<b>Grand Total</b>	<b>913,829,423</b>	<b>900,316,177</b>

### NON CURRENT LIABILITIES

### NOTE: 3 LONG TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Provision for Standard Assets	300,111	275,000
Provision for Doubtful Assets	-	10,656,325
Provision for Loss Assets	1,792,301	1,792,301
<b>Total</b>	<b>2,092,412</b>	<b>12,723,626</b>

## Notes to Financial Statements

### CURRENT LIABILITIES:

#### NOTE 4 : OTHER CURRENT LIABILITIES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Expenses Payable	72,736	273,764
<b>Total</b>	<b>72,736</b>	<b>273,764</b>

#### NOTE 5 : SHORT TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Provision for Taxation	1,206,146	828,590
<b>Total</b>	<b>1,206,146</b>	<b>828,590</b>

### NON CURRENT ASSETS

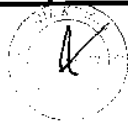
#### NOTE 7: NON CURRENT INVESTMENT

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
<b>Quoted Equity Shares</b>		
375000 Shalini Holdings Ltd. of ₹ 10 /-each (1900000)	150,000,000	760,000,000
0 Sital Leasing & Finance Limited (2400) OF ₹ 10/- Each	-	24,000
1480000 Sri Amarnath Finance Limited of ₹ (1480000) 10 /-each	88,800,000	88,800,000
Investment in Jewellery	2,014,734	2,014,734
<b>Total</b>	<b>240,814,734</b>	<b>850,838,734</b>

\* Market Value of the Quoted Shares

\* Market Value of the Jewellery



118,214,532

3,087,447

294,387,240

3,122,087



Notes to the Financial Statement  
Note : 6 Fixed Asset

Sl. No.	Particulars	Rate	Gross Block		Depreciation		Net Block	
			Value at the beginning	Addition during the year	Value at the end	Value at the beginning	Addition during the year	Value at the end
I	Tangible Assets							
1	Land	0.00%	15,384,435	18,190,100	33,574,535	-	33,574,535	15,384,435
2	Vehicles	25.89%	2,798,064	-	2,798,064	-	2,798,064	1,221,071
3	Computer	40.00%	93,084	-	93,084	-	93,084	17,325
4	Plant & Machinery	13.91%	198,733	-	198,733	-	198,733	110,749
5	Office Equipment	13.91%	27,000	592,000	619,000	-	619,000	13,484
6	Furniture & fixture	18.10%	1,135,146	-	1,135,146	-	1,135,146	729,414
	SUB TOTAL		19,536,462	18,782,100	39,318,562	-	39,318,562	17,475,979
	Total (Current Year)		19,536,462	18,782,100	39,318,562	-	39,318,562	17,475,979
	(Previous Year)		20,079,945	372,057	20,452,002	815,540	21,267,542	17,894,556

In Terms Of My Report Of Even Date Annexed

FOR SUNSHINE CAPITAL LIMITED

CA. VIKL KUMAR  
(Chartered Accountant)  
M. NO. 86223

SURENDEKA KUMAR JAIN  
(Director)  
DIN : 00530635

PRITI JAIN  
(Director)  
DIN : 0537234

Priyanka Sharma  
PRIYANKA SHARMA  
(Company Secretary)  
M. NO. 034228

Place: New Delhi  
Date: 05.05.2014

## Notes to Financial Statements

### NOTE 8 : DEFFERED TAX ASSETS (NET)

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Opening Balance	258,517	167,937
Created During the Year	25,490	90,580
Reversed During the Year	-	-
<b>Closing Balance</b>	<b>284,007</b>	<b>258,517</b>

### NOTE :9 LONG TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
<b>Unsecured Loan</b>		
Loans at agreement values less installment received (include overdue Amount)	120,044,384	110,000,000
Standard Assets	1,792,301	12,448,626
Doubtful Assets (NPA)	-	-
<b>Total</b>	<b>121,836,685</b>	<b>122,448,626</b>

### NOTE :10 OTHER NON CURRENT ASSETS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
(To The Extent Not Written Off Or Adjusted)		
<u>Preliminary &amp; Pre Operative Expenses</u>		
Opening Balance	104,214	208,427
Less: Written Off During The Year	104,214	104,213
	-	-
<b>Total</b>	<b>-</b>	<b>104,214</b>

## Notes to Financial Statements

### NOTE :11 CURRENT INVESTMENT

IN ₹

PARTICULARS		AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
<b>Unquoted Equity Shares</b>			
150000	Aquarius Fincap & Credits Pvt. Ltd. of ₹10 each	150,225,000	-
153000	Microland Developers Pvt. Ltd. of ₹10 each	153,153,000	-
153000	NKS Holdings Pvt. Ltd. of ₹10 each	153,153,000	-
153000	Solomon Holdings Pvt. Ltd. of ₹10 each	153,153,000	-
<b>Total</b>		<b>609,684,000</b>	<b>-</b>

### NOTE : 12 STOCK IN TRADE As per Annexure 'a' Attached

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Stock in Trade ( Quoted security)	838,257	838,257
<b>Total</b>	<b>838,257</b>	<b>838,257</b>

\* Previous year shown Under the head Non Current Investments.

### NOTE : 13 CASH & CASH EQUIVALENTS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Cash in Hand	142,744	542,712
Bank balance with Current Account	959,358	2,743,339
<b>Total</b>	<b>1,102,102</b>	<b>3,286,051</b>

**Annexure 'A'****Detail of Closing Stock in Trade**

PARTICULARS	QUANTITY	AS AT	
		31ST MARCH 2014	31ST MARCH 2013
ACC Ltd.	150	72,308	72,308
Alok Industries Ltd.	1200	17,868	17,868
Andhra Bank Ltd.	899	49,477	49,477
Ashok Leyland Ltd.	100	5,493	5,493
Bank Of Maharashtra	1300	30,303	30,303
Belmer Lawrie Ltd.	11	2,525	2,525
Bongaigaon Refinery Ltd.	850	37,281	37,281
Ceat Ltd.	1000	35,590	35,590
Container Corporation Ltd.	20	19,237	19,237
DCM Financial Ltd.	1000	19,256	19,256
Deepak Fertilizer Ltd.	300	16,084	16,084
Dhampur Sugar Ltd.	20	1,389	1,389
Escort Finance Ltd.	200	13,657	13,657
Finolex Pipes Ltd.	400	12,008	12,008
HDIL	500	45,340	45,340
Himachal Futuristic Comm. Ltd.	2000	32,080	32,080
ICICI Bank Ltd.	30	18,992	18,992
IFCI Ltd.	500	27,113	27,113
Insilco Ltd.	500	18,231	18,231
KM Sugar Mills Ltd.	7500	48,122	48,122
LML Ltd.	500	12,811	12,811
Manglore Chemical Ltd.	200	8,973	8,973
Media Vedio Ltd.	100	6,559	6,559
NHPC Ltd.	1000	35,190	35,190
Omaxe Ltd.	100	13,604	13,604
ONGC Ltd.	200	31,343	31,343
Pavitra Bhumi Pvt. Ltd.	2400	24,000	24,000
Pennar Aluminium Ltd.	10000	5,684	5,684
Reliance Power Ltd.	320	69,279	69,279
Rural Electrification Corp. Ltd.	200	17,504	17,504
Sangotir Construction Ltd.	6000	12,000	12,000
Tata Motors Ltd.	50	8,654	8,654
Tata Steel Ltd.	50	9,126	9,126
Uniroyal Marine Ltd.	500	1,050	1,050
Unitech Ltd.	1000	32,139	32,139
Venus Sugar Ltd.	500	22,207	22,207
Vijaya Bank Ltd.	200	5,782	5,782
<b>TOTAL</b>		<b>838,257</b>	<b>838,257</b>

## Notes to Financial Statements

### NOTE : 14 SHORT TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2014	AS AT 31ST MARCH 2013
Receivable from Revenue Authority	8,428,720	8,219,648
Advance for booking of property	28,703,210	40,881,131
<b>Total</b>	<b>37,131,931</b>	<b>49,100,780</b>

### NOTE : 15 REVENUE FROM OPERATION

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Profit on Sale of Investment	381,370	-
Interest On Loan	10,215,676	8,700,000
<b>Total</b>	<b>10,597,046</b>	<b>8,700,000</b>

### NOTE : 16 OTHER INCOME

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Dividend Income	26,062	25,913
<b>Total</b>	<b>26,062</b>	<b>25,913</b>

### NOTE : 17 COST OF TRADING GOODS

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Purchases of Trading goods	838,257	-
<b>Total</b>	<b>838,257</b>	<b>-</b>

## Notes to Financial Statements

### NOTE : 18 CHANGE IN STOCK IN TRADE

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Balance at the beginning of the year	-	-
Balance at the Closing of the year	838,257	-
<b>Total</b>	<b>(838,257)</b>	<b>-</b>

### NOTE : 19 EMPLOYEE BENEFITS EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Salary Expenses	703,865	812,669
Staff Welfare Expenses	16,825	22,085
<b>Total</b>	<b>720,690</b>	<b>834,754</b>

### NOTE : 20 FINANCE COSTS

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Demat Account Charges	300	-
Bank Charges	2,079	1,237
<b>Total</b>	<b>2,379</b>	<b>1,237</b>

### NOTE : 21 DEPRICIATION & AMORTIZATON EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Depreciation	540,077	634,222
Preliminary & Pre-Operative Exp. Written Off	104,214	104,213
<b>Total</b>	<b>644,291</b>	<b>738,435</b>

## Notes to Financial Statements

### NOTE : 22 OTHER EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Advertisement Expenses	100,400	95,245
Audit Remuneration	11,236	11,236
Bad Debts W/off	-	83,440
Business Promotion	-	45,220
Car Insurance	36,497	47,202
Conveyance Expenses	76,494	34,788
Director Remuneration expenses	2,400,000	2,400,000
Income Tax Appeal Fees	10,500	10,000
Legal & Professional charges	353,460	585,250
Listing Compliance Charges	187,125	66,814
Loss on Fixed Assets	-	34,412
General Expenses	22,930	23,670
Postal Charges	3,315	15,504
Printing & Stationery	17,978	31,145
Rent	660,000	605,000
Repair & Maintenance	520,602	393,296
Secretarial & Filing Fees Expenses	102,680	101,692
SEBI Fees	663,750	5,000
Telephone Exp.	20,689	23,288
Tour & Travels Expenses	21,500	85,538
<b>Total</b>	<b>5,209,156</b>	<b>4,697,740</b>

### NOTE : 23 PROVISIONS

IN ₹

PARTICULARS	CURRENT PERIOD 2013-2014	PREVIOUS PERIOD 2012-2013
Provision on Standard Assets	25,111	(28,349)
Provision on doubtful Assets	(10,656,325)	10,656,325
<b>Total</b>	<b>(10,631,214)</b>	<b>10,627,976</b>

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2014**

(₹ In Lacs)

	2013-14	2012-13
<b>A. CASH FLOWS FROM OPERATION ACTIVITIES:</b>		
Net Profit Before Tax And Extraordinary Items	40.47	24.54
<b>Adjustments For :</b>		
Depreciation	5.40	6.34
Loss on sale of fixed asset	-	0.34
Preliminary Expenditure Written Off	1.04	1.04
Operating Profit Before Working Capital Changes	46.91	32.27
<b>Adjustments For :</b>		
Decrease In Current Assets	119.69	(79.94)
Increase In Current Liabilities	1.77	0.81
Cash Generated From Operations	168.37	(46.86)
Direct Tax Paid	11.91	13.20
<b>Net Cash From Operating Activities</b>	<b>156.46</b>	<b>(60.07)</b>
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed assets	(187.82)	(3.72)
Sale of Fixed Assets	-	1.12
SALE OF Investment	3.40	
<b>Net Cash Used In Investment Activities</b>	<b>(184.42)</b>	<b>(2.60)</b>
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Loans & Advances given	6.12	6.83
Repayment Short Term Borrowings	-	-
<b>Net Cash From In Financing Activities</b>	<b>6.12</b>	<b>6.83</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(21.84)</b>	<b>(55.83)</b>
CASH & CASH EQUIVALENTS (Opening Balance)	32.86	88.69
CASH & CASH EQUIVALENTS (Closing Balance)	11.02	32.86

NOTE : NEGATIVE FIGURES HAVE BEEN SHOWN IN BRACKETS.

In Terms Of My Report Of Even Date Annexed

FOR SUNSHINE CAPITAL LIMITED

CA. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 86223

SURENDRA KUMAR JAIN  
(Director)  
DIN: 00530035

PRITI JAIN  
(Director)  
DIN : 0537234

Place: New Delhi  
Date: 05.05.2014

PRIYANKA SHARMA  
(Company Secretary)  
M. NO.: 034228





**Anil Kumar**  
Chartered Accountant

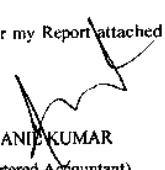
BA-52/B, Janak Puri, New Delhi - 110058  
Mobile : +91-9811081096  
E-mail : ca.anil.kr@gmail.com

### **Auditors' Certificate**

I have examined the attached Cash Flow Statement of Sunshine Capital Ltd. for the year ended 31.03.2014. The statement has been prepared by the Company in accordance with the requirements of Listing Agreement Clause 32 with Delhi and is based on and in agreement with the corresponding Statement of Profit & Loss and Balance Sheet of the Company covered by my report of even date to the members of the Company.

Note: All figures in brackets are outflow

As per my Report attached

  
CA. ANIL KUMAR  
(Chartered Accountant)  
M. No. 86223

Place: New Delhi

Date: 05.05.2014

## **Notes to the Financial Statements**

### **Notel: SIGNIFICANT ACCOUNTING POLICIES**

a) **Basis for Preparation of Accounts :**

The financial statements have been prepared in conformity with generally accepted accounting principles to comply in all material respects with the notified Accounting Standards ('AS') under Companies Accounting Standard Rules, 2006, as amended, the relevant provisions of the Companies Act, 1956 ('the Act') and the guidelines issued by the Reserve Bank of India ('RBI') as applicable to a Non Banking Finance Company ('NBFC'). The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year. The company adopts accrual system of accounting unless otherwise stated.

b) **Use of estimates:**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revisions to the accounting estimates are recognized prospectively in the current and future years

c) **Fixed Assets :**

Fixed assets are stated at cost less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

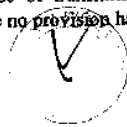
Intangible Assets expected to provide future enduring economic benefits are carried at cost less accumulated amortization and impairment losses, if any. Cost comprises of purchase price and directly attributable expenditure on making the asset ready for its intended use.

d) **Depreciation & Impairment of Assets:**

Depreciation on fixed assets is provided on Written down Value method, at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956.

e) **Investment:**

Long-term investments are stated at cost. Provision of diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management. As in case of Sunshine Capital Limited such decline is presumed to be temporary hence no provision has been created.



## **Notes to the Financial Statements**

### **f) Loan Income:**

- a. In respect of loan agreements, the income is accrued by applying the implicit rate in the transaction on declining balance on the amount financed for the period of the agreement.
- b. Dividend income on investments is accounted for as and when the right to receive the same is established.
- c. No income is recognized in respect of Non-Performing assets, if any, as per the prudential norms for income recognition introduced for Non Banking Financial Corporation by Reserve Bank of India vide its notification DFC.No.119/DG/(SPT)-98 date 31-01-1998 and revised notification no. DNBS.192/DG (VL)-2007 dated 22/02/2007.

### **g) Provisioning of Assets:**

The Company makes provision for Standard and Non-Performing Assets as per the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms Reserve Bank) Directions, 2007, as amended from time to time. The Company also makes additional provision towards loan assets, to the extent considered necessary, based on the management's best estimate.

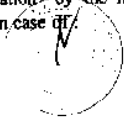
Loan assets which as per the management are not likely to be recovered are considered as bad debts and written off.

### **Provision, Contingent Liabilities and Contingent Assets :**

- (i) A provision is recognized when the company has a present obligation as a result of past event and it is probable that outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

In respect of Non-Banking Finance Companies the provision for non-performing assets/investments and contingent provision against standard assets has been made as per prudential norms and Circular No. DNBS.PD.CC.No.207/03.02.2002/2010-11 as prescribed by the Reserve Bank of India.

- (ii) Contingent Liabilities are disclosed separately by way of note to financial statement after careful evaluation by the management of the facts and legal aspects of the matter involved in case of.



## **Notes to the Financial Statements**

- a. A present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- b. A possible obligation, unless the probability of outflow of resources is remote.

There is a pending Tax demand of ₹ 35, 33, 80,053/- against the company. The above demand was raised by Department in A.Y. 2008-09 as the company has raised share capital of ₹ 100 crore in A.Y. 2008-09. The same has been added by the Assessing Officer. The Company has filed an appeal with ITAT. The demand of appeal is pending before ITAT till date. The Company is hopeful to get relieved from ITAT.

### **Contingent Assets**

The company has filed suit for recovery of amount from Sunderdeep Educational Society. The company has issued a notice in response of the same on 20<sup>th</sup> December, 2012 to the Sunderdeep Educational Society, 35, Nyay Ganj, Sunder Deep Nagar, NH-24, Ghaziabad-201001 and to Mr. Manoj Kumar Gupta Secretary of Sunder Deep Educational Society for recovery of Principal Amount of ₹ 17,00,000/- along with interest of ₹ 4,01,095/- i.e. a total sum of ₹ 21,01,095/-. The case is pending before Honorable High Court and the company is hopeful of recovery.

### **h) Taxation**

Provision for current tax is made in accordance with and at the rates specified under the Income-Tax Act, 1961, in accordance with Accounting Standard 22 --'Accounting for taxes on Income', issued by the Institute of Chartered Accountant of India.

### **i) Earnings per share :**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares

### **j) Cash and Cash equivalents:**

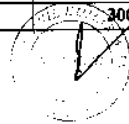
Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand and highly liquid investments that are readily convertible into known amount of cash.

## Notes to the Financial Statements

### Note: 1. NOTES TO ACCOUNTS

1. Previous year's figures have been reworked, regrouped, rearranged & reclassified wherever necessary to confirm to the current year presentation.
2. Balance standing to debit & credit of parties are subject to confirmation.
3. In the opinion of Board of Director, the current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.
4. As per AS-13, all long term investments are to be carried at cost less diminution in the value except for temporary diminution. There is non provision of diminution in the value of Non Current Investment to the tune of ₹ 12.06 Crore by virtue of which profit of the company has been overstated by ₹ 12.06 Crore.
5. As per the Provision of AS-2, Accounting of Inventories, Stock in trade should be valued at cost or market price whichever is lower, so that the company has valued it's currently purchased all stock in trade at less value that is cost.
6. Statutory Reserve represents the Reserve Fund created u/s 45-IC of the Reserve Bank of India Act, 1934. An amount of ₹ 26, 97,551. (Previous Year NIL) representing 20% of Net Profit is transferred to the fund for the year.
7. **Provision for Standard and Non-Performing Assets:** Provision for non performing assets (NPAs) is made in the financial statements according to the Prudential Norms prescribed by RBI for NBFCs. The Company also makes additional provision towards loan assets, based on the management's best estimate. Additional provision of 0.25% on Standard assets has also been made during the year, as per stipulation of RBI on Standard assets. Company has made provisions for Standard Assets as well as Non-Performing Assets as per the table below:

Particulars	2013-14	2012-13
	(In ₹)	
<b>Sub standard Assets</b>	17,92,301.00	12,448,626.00
Total Non-Performing Assets	17,92,301.00	12,448,626.00
Provision already available	12,448,626.00	17,92,301.00
Additional Provision made during the year	0.00	10,656,325.00
Reversed Provision During the Year	(10,656,325)	0.00
<b>Total Provision at the end of the Year</b>	<b>17,92,301.00</b>	<b>12,448,626.00</b>
<b>Standard Assets</b>	120,044,384.00	110,000,000.00
Provision already available	275,000.00	303,349.00
Additional provision made during the year	25,111.00	(28,349.00)
<b>Total Provision at the end of the Year</b>	<b>300,111.00</b>	<b>275,000.00</b>



## Notes to the Financial Statements

9. Segment Reporting: The Company's business activity falls within single primary/secondary business segment viz., Finance Activity. The disclosure requirement of Accounting Standard (AS) – 17 "Segment Reporting" issued by the Institute of Chartered Accountant of India, therefore is not applicable.
10. Related Party Disclosures : As per Accounting Standard 18 on Related Party disclosures issued by the Institute of Chartered Accountants of India, the nature and volume of transactions of the Company during the year with the related parties are enclosed :

Name of the Related Party	Relationship	Nature of Transaction	Number of Transaction	Amount of Transaction	Amount o/s on B.S Date
Surendra Kumar Jain	Director of the Company	Salary	12	24,00,000	0.00

11. Earnings per Share as per "AS- 20" issued by the Institute of Chartered Accountants of India:

Particulars	(In Rupees)	
	Year ended March 31, 2014	Year ended March 31, 2013
Profit/(Loss) after taxation as per Profit and Loss Account (in Rupees)	13,513,246	(90,88,244.10)
Weighted average number of Equity Shares outstanding during the year	13,020,900	13,020,900
Nominal value of Equity shares (in ₹)	10/-	10/-
Basic earnings per share (in ₹)	1.04	(0.70)
Diluted earnings per share (in ₹)	1.04	(0.70)

12. The company estimates the deferred tax charged/(credit) using the applicable rate of taxation based on the impact of timing differences between financial statements and estimated taxable income for the current year.

Details of Deferred tax Assets/ (Liabilities) are as follows:-

Calculation Of Deferred tax Asset	
WDV as per Companies Act	35,718,002
WDV as per Income Tax	36,637,116
Timing Difference	919,114
<b>Deferred Tax Asset</b>	<b>284,007</b>


## Notes to the Financial Statements

### 12. Micro and Small Scale Business Industries:-

There are no Micro, Small and Medium Enterprises, to whom the company owes dues which outstanding for more than 45 days as at 31st March, 2014. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with company.

Auditor's Report Signed in Terms of my Separate  
Report of even date


FOR SUNSHINE CAPITAL LIMITED

  
CA. ANIL KUMAR  
(Chartered Accountant)  
M. No. 86223

Place : New Delhi  
Date : 05.05.2014

  
SURENDRA KUMAR JAIN  
(Director)  
DIN : 00530035

  
PRITI JAIN  
(Director)  
DIN : 0537234

  
PRIYANKA SHARMA  
(Company Secretary)  
M. No. 034228

**SCHEDULE OF FIXED ASSETS AS ON 31.03.2014**  
(As Per Income Tax)

Annexure 14 of Tax Audit Report :

Sl.No	PARTICULARS	DEP. RATE	OPENING WDV as on 01.04.2013	ADDITIONS / REVALUATION ON OR BEFORE 30/09/2013	ADDITIONS / REVALUATION AFTER 30/09/2013	SOLD DURING THE YEAR	Total	DEPRECIATION ON	CLOSING WDV as on 31.03.2014
1	Plant & Machinery	15.00%	2,061,194	-	-	-	2,061,194	308,179	1,752,015
2	Furniture & fixtures	10.00%	861,954	592,000	-	-	1,453,954	145,395	1,308,559
3	Computer	60.00%	5,018	-	-	-	5,018	3,011	2,007
5	Land	0.00%	15,384,435	-	18,190,100	-	33,574,535	-	33,574,535
	<b>TOTAL</b>		<b>18,312,601</b>	<b>692,000</b>	<b>18,190,100</b>	<b>-</b>	<b>37,094,701</b>	<b>457,585</b>	<b>36,637,116</b>

In Terms Of My Report Of Even Data Annexed

FOR SUNSHINE CAPITAL LIMITED



*Surendra Kumar Jain*  
SURENDRA KUMAR JAIN  
(Director)  
DIN: 00530035

*Prati Jain*  
PRATI JAIN  
(Director)  
DIN: 0537234

CA. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 86223

Place: New Delhi  
Date: 05.05.2014

*Priyanka Sharma*  
PRIYANKA SHARMA  
(Company Secretary)  
M. No : 034228



## Annexure

## Schedule of the

## Balance sheet of a non deposit taking non-banking financial company

## Sunshine Capital Limited

(As required in terms of paragraph 13 of Non Banking Financial (Non Deposit Accepting or Holding ) Companies Prudential Norms ( Reserve Bank Directions,2007)

(Rs. In Lacs)

Particulars		
<b>Liabilities Side:</b>		
(1)	<b>Loan and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:</b>	Amount outstanding
		Amount Overdue
	a) Debenture : Secured	NIL
	: Unsecured	NIL
	(Other than falling within the meaning of public deposit*)	
	b) Deferred Credit	NIL
	c) Term Loans	NIL
	d) Inter corporate Loan and Borrowing	NIL
	e) Commercial Paper	NIL
	f) Other loans ( Specify nature	NIL
	<b>• Please See Note 1 below</b>	
<b>Assets side:</b>		
		Amount outstanding
(2)	<b>Break up of Loans and Advance including bill receivables [other than those included in (4) below]:</b>	
	a) Secured	NIL
	b) Unsecured	1218.37
(3)	<b>Break up of Leased Assets and stock on hire and other assets counting towards AFC activities</b>	
	(i) Lease assets including lease rentals under sundry debtor:	
	a) Financial Lease	NIL



	2. <u>Unquoted:</u>		
	(i) Share: (a) Equity (b) preference	2408.15	
	(ii) Debenture and Bonds	NIL	
	(iii) Units of Mutual Funds	NIL	
	(iv) Government Securities	NIL	
	(v) Others (Please Specify)	20.14	
(5)	<b>Borrower group wise classification of assets financed as in (2) and (3) above:</b> Please see note 2 below		
	<b>Category</b>	<b>Amount of Net of provision</b>	
		Secured	Unsecured
			Total
	1. Related Parties**		
	(a) Subsidiaries	NIL	NIL
	(b) Companies in the same group	NIL	NIL
	(c) Other related parties	NIL	NIL
	2. Other than Related parties	NIL	1197.45
	<b>Total</b>	NIL	1197.45
(6)	<b>Investor group wise classification of all investments (current and long term) in share and securities (both quoted and unquoted):</b> Please see note 3 below:		
	<b>Category</b>	<b>Market Value / Break up or Fair value of NAV</b>	<b>Book value ( Net of Provision)</b>
	1. Related Parties**		
	(a) Subsidiaries	NIL	NIL
	(b) Companies in the same group	816.38	888.00
	(c) Other related parties	NIL	NIL
	2. Other than Related parties	7211.46	7816.99
	<b>Total</b>	8027.84	8504.99

\*\* As per Accounting Standard of ICAI (Please see note 3)

**(7) Other Information:**

	<b>Particulars</b>	<b>Amount</b>
(i)	Gross Non Performing Assets	<b>NIL</b>
	(a) Related parties	<b>NIL</b>
	(b) Other than related parties	<b>17.92</b>
(ii)	Net Non Performing assets	<b>NIL</b>
	(a) Related parties	<b>NIL</b>
	(b) Other than related parties	<b>NIL</b>
(iii)	Assets acquired in satisfaction of debt	<b>NIL</b>

**Notes:**

1. As defined in paragraph 2 (1) (xii) of the Non Banking Financial Companies acceptance of public deposits (Reserve Bank) directions, 1998.
2. Provisioning norms shall be applicable as prescribed in Non Banking financial (Non- Deposit Accepting or Holding) companies Prudential Norms (Reserve Bank Directions, 2007.
3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investment and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investment and break up / fair value /NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in(4) above.




**Anil Kumar**  
Chartered Accountant

BA-52/B, Janak Puri, New Delhi - 110058  
Mobile : +91-9811081096  
E-mail : ca.anil.kr@gmail.com

**AUDITOR'S CERTIFICATES**

"On the basis of the Books of Accounts and other records produced before us for the year ended on 31<sup>st</sup> March 2014 by the management of M/s Sunshine Capital Limited Having registered office at 209, Bhanot Plaza-II, 3, D.B. Gupta Road, New Delhi - 110055 for certificate of Registration (COR) issued under Section 451A of the RBI Act, 1934, we hereby certify that the company is continuing to under take the business of Non Banking Finance Institution."

"This Certificate is issued pursuant to RBI notification No-DNBS (PD) C.C No. 79/03.05.002/2011-12 for Certificate of Registration (COR) issued under Section 451A of the RBI Act, 1934."

  
CA Anil Kumar  
(Chartered Accountant)  
M. No. 86223

Place: New Delhi  
Date: 05.05.2014



**Anil Kumar**  
Chartered Accountant

BA-52/B, Janak Puri, New Delhi - 110058  
Mobile : +91-9811081096  
E-mail : ca.anil.kr@gmail.com

**AUDITORS' REPORT**

(Under RBI Act)

To,  
The Board of Directors  
M/s Sunshine Capital Limited  
New Delhi

I have examined the books of accounts and other relevant documents/records of SUNSHINE CAPITAL LTD. as at 31.03.2014 for the purpose of audit and report on the basis of explanation and information given to me and in terms of Non-Banking financial Companies Auditors Report (Reserve Bank) Directions, 2008 on the following matters:

- i) The Company has been incorporated on JULY 11, 1994 and has applied for the registration as provided in section 45-IA of the Reserve Bank of India Act 1934.
- ii) The company is engaged in the business of non-banking financial institution and has obtained certificate of registration with RBI dated 25.09.1998, Reg. Cert. No. B-14.01266.
- iii) The company is holding Certificate of Registration issued by Reserve Bank of India and the company is entitled to continue to hold such Certificate of Registration in terms of its assets / income pattern as at 31.03.2014.
- iv) The company has passed the Board Resolution for non acceptance of any public deposit.
- v) The company has not accepted any public deposits during the financial year 2013-2014.
- vi) The Company has complied with the Prudential Norms on income recognition, accounting standards, asset classification, provisioning for bad and doubtful debts (if any), and concentration of credit / investment as applicable to it in terms of the directions issued by the Reserve Bank of India in terms of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 1998. (Revised on 22nd Feb 2007, vide notification no. DNBS. 192/DG (VL)-2007)
- vii) The capital adequacy ratio as disclosed in the return submitted to the Reserve Bank of India in terms of NBFC Prudential Norms (Reserve Bank) Directions, 2007 has been correctly arrived at and such ratio complies with the minimum capital to risk assets ratio prescribed by Reserve Bank of India.
- viii) The company has furnished to Reserve Bank of India the annual statement of capital funds, risk assets / exposures and risk asset ratio (NBS-7) within the stipulated time.
- ix) The company has no branches and offices during the financial year 2013-14.

CA. ANIL KUMAR  
(Chartered Accountant)  
M.No.86223

PLACE: NEW DELHI  
DATE: 05.05.2014



**Anil Kumar**  
Chartered Accountant

BA-52/B, Janak Puri, New Delhi - 110058  
Mobile : +91-9811081096  
E-mail : ca.anil.kr@gmail.com

TO WHOM IT MAY CONCERN

This is to certify that M/s **SUNSHINE CAPITAL LIMITED** Continues to undertake the business of NBF1 as on 31, March 2014 requiring holding certification of Registration under section 45 1A of the RBI Act, 1934.

Further, the asset income pattern of the company as on 31 March 2014 is as under:

ASSET PATTERN OF THE COMPANY AS ON 31 MARCH, 2014

S. No.	Particulars	Amount ( In Lacs)	% age to total assets as on 31.03.2014
1	Net fixed Assets	357.18	3.41
2.	Net Leased Assets	0.00	-
3.	Net stock on Hire/hypothecation	0.00	-
4.	Loan & Advances	1218.37	11.63
5.	Investment in Govt. securities	0.00	-
6.	Interest on Govt. Securities ( if any)	0.00	-
7.	Fixed deposits	0.00	-
8.	Interest on FDRs	0.00	-
9.	Cash & Bank Balances	11.02	0.11
10.	Investment in group Companies	888.00	8.47
11.	Other Investments	1520.15	14.52
12.	Current investment	6096.84	58.21
12.	Sundry Debtors	0.00	0.00
13.	Security Deposits( Telephone)	0.00	-
14.	Advance Tax / Interest Tax	84.29	0.80
15.	Other assets	298.25	2.85
	<b>Total Assets</b>	<b>10474.10</b>	<b>100.00</b>



INCOME PATTERN AS ON 31.03.2014

S. No.	Particulars	Amount ( In Lacs)	% age to total assets as on 31.03.2014
1.	Income from Hire purchase/ hyp	-	-
2.	Interest on FDRs	-	-
3.	Interest on Govt. Securities (If any)	-	-
4.	Investment Income	3.81	3.59
5.	Interest income on Loans & Advances	102.16	96.17
6.	Interest earned Others(ICDs)/ Interest on income Tax refund	-	-
7.	Excess amount of provision Written Back	-	-
8.	Bad debts recovered or rent received	-	-
9.	Others	0.26	0.24
	Total income	106.23	100.00

The Net Owned Fund (NOF) of the company is Rs. 10437.71 Lakhs as per NBS- 7 as on March 31, 2014

  
CA. Anil Kumar  
(Chartered Accountant)  
M. No. 86223

Place: New Delhi  
Date: 05.05.2014



**SUNSHINE CAPITAL LIMITED**  
**Regd. Office: - 209, Bhanot Plaza- II, 3, D.B. Gupta Road,**  
**New Delhi-110055**

**PROXY FORM**

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management & Administration) Rule, 2014)

Name of the Member(s):

Registered Address:

Email ID:

Folio No. / Client Id:

I/We being the member(s) of \_\_\_\_\_ shares of the above named company hereby  
appoint:

- 1) Name:
- 2) Address:
- 3) Email id:
- 4) Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st  
Annual General Meeting of the Company to be held on Friday, 5<sup>th</sup> September, 2014 at 03:00 P.M.  
at 209, Bhanot Plaza- II, 3, D.B. Gupta Road, New Delhi-110055 and at any adjournment  
thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions
1.	Adoption of Audited Financial Statements for the year ended March 31, 2014
2.	Appointment of a Director in place of Mr. Surender Kumar Jain, who retires by rotation and being eligible, seeks reappointment
3.	Appointment of Anil Kumar, Chartered Accountant, and fix their remuneration
4.	Appointment of Mr. Anil Prakash as Independent Director
5.	Appointment of Ms. Rajni as Independent Director
6.	Appointment of Mr. Sujan Mal Mehta as independent Director

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

Affix  
Revenue  
Stamp not  
less than Re`

Signature of the shareholder:

0.15

Signature of the Proxy Holder(s):

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting
2. A person can act as a proxy on behalf of members up to and not exceeding Fifty and holding in the aggregate no more than ten percent of total share capital of the company
3. Please complete all details including details of member(s) in the above box before submission

.....

**SUNSHINE CAPITAL LIMITED**  
**Regd. Office:- 209, Bhanot Plaza- II, 3, D.B. Gupta Road, New Delhi-110055**

#### **Attendance Slip**

**PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER IT AT THE ENTRANCE OF THE MEETING HALL.**

I \_\_\_\_\_ hereby record my presence at the Annual General Meeting on 5<sup>th</sup> Day of September, 2014 at registered office at 209, Bhanot Plaza-II, 3, D.B. Gupta Road, New Delhi-110055 at 03: 00 P.M.

Members /Proxy Name :  
(In Capital Letters)  
Folio no. :  
DPID No. :  
Client ID No. :  
Signed by the said \_\_\_\_\_