



ANNUAL REPORT
2015 - 16

CORPORATE INFORMATION

Board of Directors

Mr. Mayur Shah	Managing Director
Dr. Sunil Gupta	Non-Executive Director
Mrs. Falguni Shah	Non-Executive Director
Mr. Anand Lavingia	Independent Director
Mr. Sandeep Mulchandani	Independent Director
Mrs. Mauli Bodiwala	Independent Director

Chief Financial Officer

Mr. Parth Shah

Company Secretary & Compliance Officer

Ms. Pooja Shah

Banker of the Company

HDFC Bank Limited

Registered Office

7, Shree Shakti Estate, Behind Milan Complex,
Sarkhej- Sanand Cross Road,
Sarkhej Ahmedabad-382210
Tel No : +91-079- 29096047/29006511
Web Site :www.sctl.in
Email :- sctl31561@gmail.com
Contact Person:- Mr. Mayur Shah

Committee of Board of Directors

Audit Committee

Mr. Anand Lavingia	Chairman
Mr. Sandeep Mulchandani	Member
Mrs. Mauli Bodiwala	Member

Stakeholder's Relationship Committee

Mrs. Mauli Bodiwala	Member
Mr. Anand Lavingia	

Mr. Sandeep Mulchandani

Nomination & Remuneration Committee

Mr. Anand Lavingia
Mr. Sandeep Mulchandani
Mrs. Mauli Bodiwala

Statutory Auditor

M/s B. T. Vora & Co.
706, Hemkoot, Behind L.I.C. Building,
Ashram Road,
Ahmedabad-380 009
Tel No.:+91-079 26580814/40070814
Email : btvora@hotmail.com
Contact Person: Mr. Bharat T. Vora

Secretarial Auditor

M/s A.G.SHAH & ASSOCIATES

Practicing Company Secretary
73,Keshavnagar society, Nr. Mahadev Temple
Subhashbridge, Ahmedabad – 380027
Contact No. 9033066649
E-mail : agshah12@gmail.com

Registrar &Share Transfer Agent

SATELLITE CORPORATE SERVICES PVT LTD

SEBI REGN NO: INR000003639

B-302, Sony Apartment, Opp. St. Jude's High School, 90 ft. Road, Off Andheri Kurla Rd, Jarimari,
Sakinaka, Mumbai – 400 072, Maharashtra – India

Tel: +91-22- 28520461/462,

Fax:+91-22- 28511809

Email Id: service@satellitecorporate.com

Website: www.satellitecorporate.com Contact Person: Mr. Michael Monteiro

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NOTICE TO SHAREHOLDERS

Notice is hereby given that the 19th Annual General Meeting of the Company will be held at Ahmedabad Chapter of WIRC of ICSI, ICSI-Maneklal Mills Complex, S-2, B Tower Chinubhai Towers, Opp. Handloom House, Ashram Road, Ahmedabad- 380009, on Friday, September 30, 2016 at 05.30 p.m. to transact the following businesses;

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a) The Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board and Auditors thereon; and
 - b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Auditors thereon;
2. To appoint a Director in place of Mr. Sunil Gupta (DIN: 00012572), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditor and to fix their remuneration.

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

"RESOLVED THAT, pursuant to provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act 2013, and and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, **M/s B.T. VORA & Co.**, Chartered Accountants, Ahmedabad (**FRN: 123652W**) be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of 19th Annual General Meeting till the conclusion of 20th Annual General Meeting to be held in the year 2017 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditor, apart from receiving out of pocket expenses that may be incurred by them for the purpose of audit.

SPECIAL BUSINESS

4. Increase in Borrowing Powers of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Company, be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time any sum or sums of monies, which, together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors shall not at any time exceed the limit of Rs. 100 Crores (Rupees Hundred Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required."

5. Authority for Creation of Charge / Mortgage on Property of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company for creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and / immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed / to be availed by the Company by way of loan(s) and securities, issued / to be issued by the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act together, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), and any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies) etc. in respect of the said loans / borrowings and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc. Provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, expenses and all other monies payable by the Company in respect of the said Loans for which the charge is to be created, shall not, at any time exceed ` 150 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize with the Lending Agencies / Trustees, the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts and things and to execute all such documents as may be necessary for giving effect to this Resolution."

**BY ORDER OF THE BOARD,
SUNCARE TRADERS LIMITED**

Registered Office:

7, Shree Shakti Estate,
Behind Milan Complex,
Sarkhej - Sanand Cross Road,
Sarkhej, Ahmedabad- 382210

**MAYUR SHAH
Managing Director
(DIN:02114144)**

Place: Ahmedabad

Date: September 06, 2016

NOTES:

- 1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.**

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.

2. Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. 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 period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.
6. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the businesses under Item Nos. 4 & 5 of the Notice, is annexed hereto. The Register of Members and Share Transfer Books of the Company will be closed from Monday, September 26, 2016 to Friday, September 30, 2016 (both days inclusive) and same will be re-opened from Saturday, October 1, 2016 onwards.
7. The route map showing directions to reach the venue of the 19th AGM is provided at the end of this Notice.
8. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and Registrar of the Company to enable us to send you the communications via email.
9. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2015-16 will also be available on the Company's website viz. www.sctl.in.
10. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Friday, September 23, 2016.

11. **The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their PAN, phone no., e-mail id and such other information to the Company's Registrars and Transfer Agents, Satellite Corporate services Private Limited. Members are further requested to update their current signature in Registrar's system. The Performa of updation of Shareholder information is provided at the end of Annual Report.**
12. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
13. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact Registrar of the Company for assistance in this regard.
14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the Registrar of the Company. Members holding shares in physical form may submit the same to Registrar of the Company. Members holding shares in electronic form may submit the same to their respective depository participant.
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
16. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
17. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.

Explanatory Statement

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statements set out all material facts relating to the business mentioned under Item Nos. 4 & 5 of the accompanying Notice:

Item No.: 4 & 5

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a Company cannot, except with the consent of the shareholders in general meeting, by way of special resolution, borrow monies, (apart from temporary loans obtained from the company's bankers in the ordinary course of business) in excess of the aggregate of the paid-up capital and free reserves of the company, that is to say, reserves not set apart for any specific purpose. To meet the capital expenditure for expansion of projects and for future projects/planning, and also to provide for the issue of any debt and/or debt related instruments in the Indian and/or International market, it is necessary to enhance the present borrowing limit, the Members' approval is therefore being sought pursuant to section 180(1)(c) of the Act to increase the borrowing limit to Rs. 100 Crore (Rupees Hundred Five Crores only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 provides, inter alia, that the Board of directors of a public company shall not, without the consent of a Shareholders in general meeting, sell, lease or otherwise dispose of the whole, or substantially the whole, of the undertaking(s) of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking. Mortgaging/charging of the immovable and movable properties of the Company as aforesaid to secure Rupee Term Loans and the various Cash Credit facilities may be regarded as disposal of the whole or substantially the whole of the said undertaking(s) of the Company and therefore requires consent of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.

Your Directors recommended passing of the Special Resolution mentioned at item No. 4 & 5 in the notice for your approval.

None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

Details of Director Seeking Re-appointment at the Annual General Meeting

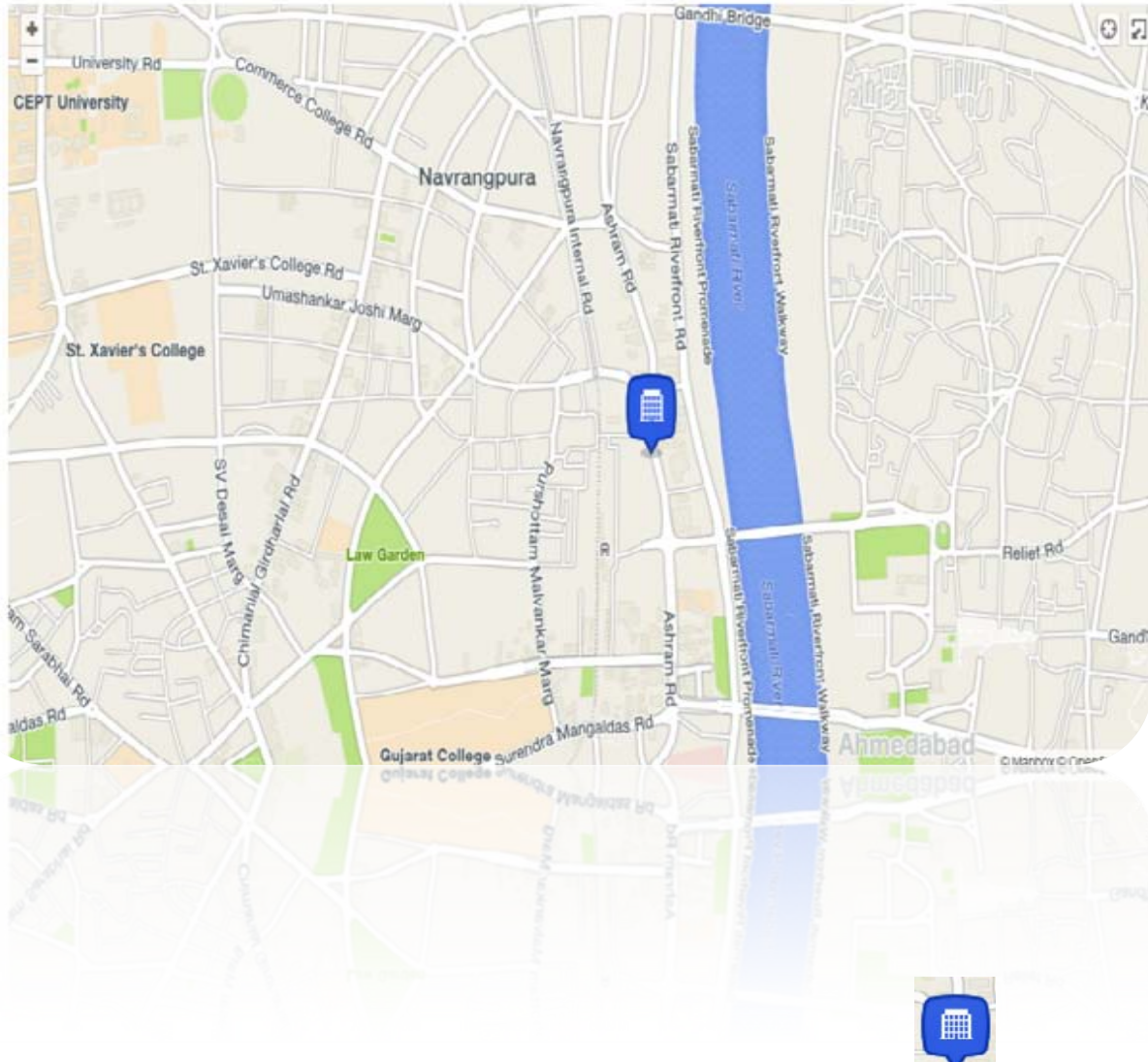
(Pursuant to Regulation 36(3) of SEBI (LODR), Regulations, 2015)

Particulars	Dr. Sunil Gupta
Date of Birth	December 6, 1958
Date of Appointment	March 23, 1992
Educational Qualifications	He is M.B.B.S. He has been the Managing Director of the Company since 1992 till March, 2015 and has shouldered the responsibilities of managing the affairs of the Company.
Expertise in specific functional areas - Job profile and suitability	Dr. Sunil Gupta is having wide experience of more than 24 years in the business of laminates and It is under his guidance that the Company has made a turnaround and hopes to continue its existing performance.
Directorships held in public companies*	1. Bloom Dekor Limited
Memberships / Chairmanships of committees of other public companies**	Nil
Inter-se Relationship with other Directors.	Nil

* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

ROUTE MAP OF AGM LOCATION
ICSI, Chinubhai Tower



DIRECTOR'S REPORT

SUNCARE TRADERS LIMITED

To,
The Members of
SUNCARE TRADERS LIMITED.

Your Directors have pleasure in presenting the 19th Board Report of the Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended March 31, 2016.

Financial Highlights

(Amount in Rs.)

<u>Particulars</u>	<u>Standalone</u>		<u>Consolidated</u>
	<u>2015-2016</u>	<u>2014-2015</u>	<u>2015-2016</u>
Gross Income	90,896,170	95,223,937	90,890,875
Profit Before Interest and Depreciation	3,661,164	5,923,731	(7,415,943)
Finance Cost	1,233,150	1,290,966	1,233,150
Depreciation	240,469	296,426	240,469
Net Profit/(Loss) Before Tax	2,187,545	4,336,339	(8,889,562)
Tax expenses	734,593	1,408,512	734,593
Net Profit/(Loss) After Tax	1,452,952	2,927,827	(8,154,969)
Balance of Profit/(Loss) brought forward	10,439,783	8,655,513	4,143,151
Dividend	-	(943,750)	-
Dividend Tax	-	(199,807)	-
Surplus carried to Balance Sheet	11,892,735	10,439,783	4,011,818

Company's Financial Performance

On Standalone Accounts the Gross revenue decrease from Rs. 9.52 crores to 9.08 Crores, decreased by 4.55% as compared to previous year. The decrease in revenue is due to decrease in sales of Laminates, plywoods/MDF/Doors. The Profit earned after tax is Rs. 14.52 Lacs as compared to previous financial year profit after tax of Rs. 29.27 lacs, decrease by 50.37% due to huge increase in inventory stock. Your Directors are optimistic of achieving better result in the coming year.

On Consolidated Accounts the net Loss for the current year was Rs. 81.54 Lacs. The associate Company is holding shares in various Renewable Power Projects and the power projects are highly capital intensive hence in the initial years the Company incur loss.

Change In Nature Of Business

Your Company continues to operate in same business segment of trading in laminates, plywood/mdf and apart from trading our company has find out a new avenue of solar power generation business and has invested in Madhav Power Private Limited, a company engaged in solar power project. Till date, our Company has invested Rs. 3091.10 lacs and acquired a stake of 49.07% in Madhav Power Private Limited.

Dividend

During the financial year 2015-16, the Company has incurred Inadequate Profit, So your Directors regret to declare any dividend for the financial year 2015-16 (Previous Year – Rs. 2.5 per equity share i.e. 25%).

Transfer Of Unclaimed Dividend To Investor Education And Protection Fund

There is no any Unclaimed Dividend Amount in the Balance Sheet of the Company as on March 31st, 2016. So the Question of transferring the amount in the Investor Education And Protection Fund as per the provisions of Section 125(2) of the Companies Act, 2013, does not arise.

Transfer To Reserves

Your Company has not transferred any amount to reserves.

Information About Subsidiary / JV / Associate Company

As on March 31, 2016, Madhav Power Private Limited is our Associate Company. The details of associate company is forming part of Annexure III.

Initial Public Offer

The Company had made public issue of 37,84,000 Equity Shares of Rs 10/- each on SME Platform of BSE in the month of December,2015. The shares were listed and trading start on the SME platform of BSE from December 29, 2015. As a result of this the issued, subscribed and paid-up capital of the Company is Rs. 5,61,10,000/- (Rupees Five Crores Sixty One Lacs Ten Thousands Only) divided into 56,11,000 Equity shares of Rs.10/-.

Use of Proceeds

The proceeds from the Issue of the Company vide prospectus dated 10th December, 2015 have been utilized for the purpose for which they were raised and there is no deviation in the utilization of proceeds.

Board of Directors and Key Managerial Personnel:

As per Section 152(6) of the Companies Act, 2013, Dr. Sunil Gupta retires by rotation and being eligible offers himself for re-appointment as the Director of the Company.

The Board of Directors placed on record its thanks for their association with the Company.

Constitution of Board:

The Board of the Company comprises Six Directors out of which three are Non-Executive and Non-Independent Directors and three are non-executive Independent Directors.

The composition of Board complies with the requirements of the Companies Act, 2013. Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company is exempted from requirement of having composition of Board as per Listing Regulations.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

Meetings Of The Board Of Directors

During the Financial Year 2015-16, the Company held 16 meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	01/05/2015	3	3
2.	15/05/2015	6	6
3.	19/05/2015	6	6
4.	22/05/2015	6	6
5.	25/05/2015	6	6
6.	01/06/2015	6	6
7.	20/08/2015	6	6
8.	27/08/2015	6	6
9.	03/09/2015	6	6
10.	02/11/2015	6	6
11.	18/11/2015	6	6
12.	07/12/2015	6	6
13.	10/12/2015	6	6
14.	26/12/2015	6	6
15.	04/01/2016	6	6
16.	01/02/2016	6	6

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has Three Non-Promoter Independent Directors in line with the Companies Act, 2013. A separate meeting of Independent Directors was held on February 01, 2016 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board. The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.sctl.in.

The Company has received necessary declaration from each independent director under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013.

Evaluation of Directors of the Company:

The formal evaluation of Board as whole and Non-Independent Director of the Company and of the Independent Directors of the Company was done at the respective meetings of Independent Director and Board of Directors each held on 01st February, 2016.

The criteria on which Independent Directors were evaluated was, inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, opinion, judgment, estimate provided on key agenda items, exercise of objective independent judgment on strategy, performance, risk management etc. in the best interest of Company, confirmation of adequacy of internal control on financial reporting, maintenance of confidentiality of information of the Company obtained in capacity of Independent Director, initiative to maintain integrity, ethics and professional conduct, initiative to check

conflict of interest and maintenance of independence, adherence to the applicable code of conduct for independent directors, managing relationships with fellow Board members and senior management.

The criteria on which Non-Independent Director of the Company were evaluated were inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, knowledge of sector where company operates, various directions provided in key decision making of the Company, understanding key risk for the Company and avoidance of risk while executing functional duties, successful negotiations / deals, smooth functioning of business / internal operation, initiative to maintain corporate culture and moral values, commitment, dedication of time, leadership quality, attitude, initiatives and responsibility undertaken, decision making, achievements.

Information on Directorate:

During the financial year 2015-16, there was no change in the constitution of the Board other than stated below:

1. Mr. Mayur Shah (DIN: 02114144), Director of the Company re-designated as Managing Director of the Company on April, 02, 2015.
2. Mr. Anand Lavingya (DIN: 05123678), Independent Director of the Company Appointed as an Additional Director of the Company on May 15, 2015 has been regularized on September 30, 2015 in the Annual General Meeting of the Company.
3. Mr. Sandeep Mulchandani (DIN: 07179679), Independent Director of the Company Appointed as an Additional Director of the Company on May 15, 2015 has been regularized on September 30, 2015 in the Annual General Meeting of the Company.
4. Ms. Mauli Bodiwala (DIN: 07173733), Independent Director of the Company Appointed as an Additional Director of the Company on May 15, 2015 has been regularized on September 30, 2015 in the Annual General Meeting of the Company.

Further, in accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Dr. Sunil Gupta, retires by rotation at the ensuing annual general meeting. He, being eligible, has offered himself for re-appointment as such. The Board of Directors recommends his appointment on the Board.

The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment/ appointment as Director are also annexed to the Notice convening the annual general meeting.

None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2016 have been made by the Directors. None of the Directors are related to each other.

Key Managerial Personnel:

In accordance with Section 203 of the Companies Act, 2013, the Company has appointed Mr. Mayur Shah as Managing Director of the Company on April 02, 2015.

Further, the Company has appointed Ms. Pooja Shah as the Company Secretary and Compliance officer of the Company on May 22, 2015.

Further, the Company has appointed Mr. Parth Shah as a Chief Financial Officer of the Company on August 27, 2015.

Disclosure Of Remuneration:

The information required under section 197 (12) of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as an **Annexure I**.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Consolidated Financial Statements of the Company and its Associate, prepared in accordance with the relevant Accounting Standards of the Institute of Chartered Accountants of India, duly audited by the Statutory Auditors, form a part of the Annual Report and are reflected in the Consolidated Accounts.

The Company has One associate as on March 31, 2016. Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's associate in Form AOC-1 is annexed herewith as **Annexure – II (A)** for your kind perusal and information.

Transactions with Related Parties:

The Company has entered into transaction with the company in which our Directors are Interested, which are falling within the purview of Section 188 of the Act, for which requisite approval of Board is taken. However, transaction entered with Companies wherein Directors are interested is at arm's length basis and in ordinary course of business hence, no approval from the Board or Shareholders is required. Information on transactions with related parties pursuant to section 134 (3) (h) of the Act read with rule 8 (2) of the Companies (Accounts) Rules, 2014 are given in **Annexure II (B)** in Form AOC-2 and the same forms part of this report.

Material Changes And Commitments

There have been no material changes and commitments, which is, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

Extract Of Annual Return

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith as **Annexure – III** for your kind perusal and information.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2016, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts ongoing concern basis.

- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Auditors And Report Thereon:

M/s B. T. VORA & Co. (FRN:123652W), Chartered Accountants, Ahmedabad retire at the ensuing Annual General Meeting and, being eligible offer themselves for reappointment. The Company has received the certificate from them to the effect that the appointment if made, would be within prescribed limits under Section 139 of the Companies Act 2013.

The Board of Director of your Company recommends their appointment for a period of One year from the conclusion of 19th Annual General Meeting (AGM) till the conclusion of 20th Annual General Meeting (AGM).

The Auditors' Report on the accounts of the Company for the accounting year ended March 31, 2016 is self-explanatory and do not call for further explanations or comments that may be treated as adequate compliance of Section 134 of the Companies Act, 2013.

Secretarial Auditor

M/s. A. G. Shah and Associates, Practicing Company Secretaries, Ahmedabad was appointed as the Secretarial Auditor of the Company for Financial Year 2015-16.

In terms of Section 204 (1) of the Companies Act, 2013, a Secretarial Audit Report is annexed as **Annexure IV** of Board's Report.

Corporate Governance

The Company being listed on the Small and Medium Enterprise platform is exempted from provisions of para C, D and E of schedule V as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence no corporate governance report is not required. However, our company has adhered to corporate governance by having optimum combination of independent directors and executive directors on Board of our Company.

Loans, Guarantees And Investments U/S 186 Of The Companies Act, 2013

Loans to other of Rs. 3,75,20,047/- and loan to Associate Rs. 2,27,89,200/- are granted interest free ,which is in contravenes of section 186(7) of the Act.

Explanation on Comments by Auditor in his Report:

Comment by Auditor:

1. Loans & Investment made by the Company during the year ended 31, March 2016 is in excess of the limits specified in relevant provisions of the Companies Act, 2013 ("the Act") by Rs. 4,60,40,112 which is contravenes of section 186(2) of the Act.
2. Loans to other of Rs. 3,75,20,047/- and loan to Associate Rs. 2,27,89,200/- are granted interest free ,which is in contravenes of section 186(7) of the Act.

Explanation on Auditor's Comment:

The company has granted loan to its associates and invested amount beyond the prescribed limit. The company has passed the resolution under section 186(2) and approved by shareholders in the extra ordinary general meeting held on December 2, 2015, for which

necessary ROC filling was pending and after considering the Auditors comment Company had filed the form with ROC for the same which was recorded by Secretarial Auditor of the Company. Subsequently, the company has filed the special resolution with the registrar of company and violation under section 186(7) is self explanatory.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **Annexure V** of Board's Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

A. Conservation of Energy:*

- i) Steps taken / impact on conservation of energy:
N.A.
- ii) Steps taken by the company for utilizing alternate sources of energy including waste generated:
Nil
- iii) Capital investment on energy conservation equipment:
NIL

* Your Company is in Business of trading of Laminate Sheets, so in trading business there is no need of Conservation of Energy.

B. Technology Absorption:*

- i) The efforts made towards technology absorption;
N.A.
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution;
N.A.
- iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
N.A.

* Your Company is in Business of trading of Laminate Sheets, so in trading business there is no need of Technology Absorption.

C. Foreign exchange earnings and Outgo (Amount in Rs.)

There is no Foreign Exchange earned in terms of actual inflows nor the Foreign Exchange outgo during the year in terms of actual outflows in the Company.

Public Deposits:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. There were no deposits, which were claimed and remained unpaid by the Company as on March 31, 2016.

Corporate Social Responsibility

The provisions of Section 135(1) and 135(5) of the Companies Act, 2013 regarding constitution of Corporate Social Responsibility (CSR) Committee and spending of at least 2% of average net profit are not applicable to the Company.

Risk Management

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

Nomination And Remuneration Policy

In terms of Section 178(3) of the Companies Act, 2013 and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a policy on Director's, Key Managerial Personnel and Senior Management Employee's appointment and remuneration including criteria for determining their qualifications, positive attributes, independence and other prescribed matters was formulated and recommended by the Nomination and Remuneration Committee and adopted by the Board of Directors at their respective meetings held on 22nd May, 2015. The said policy is also available on the website of the Company www.sctl.in.

General Disclosures

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

Acknowledgement

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

For and on behalf of Board of Directors
Suncare Traders Limited

Place: Ahmedabad
Date: September 06, 2016

Mayur Shah
Managing Director
(DIN:02114144)

Sunil Gupta
Director
(DIN:00012572)

Disclosure of Remuneration

(pursuant to Section 197(12) read with Rule 5 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended)

A. Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a) The ratio of remuneration of each director to the median remuneration of employees for the financial year: NIL.

As no director of the Company drawing the salary from the Company.

b) The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Ms. Pooja Shah, Company Secretary and Compliance Officer of the Company, as she was appointed on May 22, 2015 this is initial year of her appointment.

c) The percentage increase in the median remuneration of employees in the financial year: The median remuneration of employees was increased by 38.80% over a previous year.

d) The number of permanent employees on the rolls of the Company as on March 31, 2016: 12 Employees

e) Comparison of the remuneration of the Key Managerial Personnel against the performance of the company –

As the Company is in its nascent stage, the Key Managerial Personnel is drawing a very nominal remuneration as token for their work. So remuneration drawn is modest as compared with the performance of the company.

f) Average percentile increase in the Salaries of the Employees and Managerial Remuneration:

The Average salaries of the employees of the Company were decreased by 12.67% on account of reduction of employees in the Company, while there is no Managerial remuneration paid by Company in the previous year. However, there was appointment of One Managerial personnel on the post of Company Secretary in the financial year 2015-16. Therefore, the increment in their remuneration is not applicable. Annual increments are decided by the Nomination and Remuneration Committee.

g) Key parameters for any variable component of remuneration availed by the directors –

There are no variable components in remuneration to the Directors.

h) Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable

i) Affirmation that the remuneration is as per the remuneration policy of the company –

Yes, Affirmed.

B. Information as per Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided in the Annual Report, which forms part of this Report.

Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

For and on behalf of Board of Directors
Suncare Traders Limited

Mayur Shah
Managing Director
(DIN:02114144)

Sunil Gupta
Director
(DIN:00012572)

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "B": Associates Company

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates	Madhav Power Private Limited
1. Latest audited Balance Sheet Date	March 31, 2016
2. Date on which the Associate or Joint Venture was associated or Acquired	March 01, 2016
3. Shares of Associate/Joint Ventures held by the company on the year end	3,32,000
No.	
Amount of Investment in Associates	30,91,10,800
Extend of Holding (In percentage)	49.07%
4. Description of how there is significant influence	By holding more than 20 % of voting power
5. Reason why the associate is not consolidated	N.A.
6. Net worth attributable to shareholding as per latest audited Balance Sheet	29,99,93,778
7. Profit/Loss for the year	(1,95,80,030)
i. Considered in Consolidation	(96,07,921)
ii. Not Considered in Consolidation	(99,72,109)

- Names of associates or joint ventures which are yet to commence operations.: NIL
- Names of associates or joint ventures which have been liquidated or sold during the year.: NIL

For, B.T. Vora & Co.
Chartered Accountants

Bharat T. Vora
Proprieter

Place : Ahmedabad
Date : 30/05/2016

For and on behalf of the Board of Directors

Sunil Gupta
Director

Mayur Shah
Managing Director

Parth Shah
CFO

Pooja Shah
Company Secretary

Place : Ahmedabad
Date : 30/05/2016

Annexure II (B)

Form No. AOC-2

Particulars of Contracts/arrangements made with related parties

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

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

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

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2016, which were not at arm's length basis.

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

Sr. No.	Particulars	RPT – 1
1.	Name(s) of the related party and nature of relationship	Bloom Dekor Limited – Company wherein directors are interested
2.	Nature of contracts/ arrangements/ transactions	Purchase of Goods
3.	Duration of the contracts / arrangements/ transactions	F.Y. 2015-16
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	All transactions entered by the Company is at Market rate and on arms' length basis
5.	Date(s) of approval by the Board	N.A.
6.	Amount paid as advances, if any	N.A.

For and on behalf of Board of Directors
Suncare Traders Limited

Place: Ahmedabad
Date: September 06, 2016

Mayur Shah
Managing Director
(DIN:02114144)

Sunil Gupta
Director
(DIN:00012572)

ANNEXURE – III

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on March 31, 2015**

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U51909GJ1997PLC031561
2.	Registration Date	22/01/1997
3.	Name of the Company	SUNCARE TRADERS LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares
5.	Address of the Registered office & contact details	7, Shree Shakti Estate, Behind Milan Complex, Sarkhej - Sanand Cross Road, Sarkhej, Ahmedabad- 382210 Tel: 079-29096047
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	SATELLITE CORPORATE SERVICES PVT LTD SEBI REGN NO: INR000003639 B-302, Sony Apartment, Opp. St. Jude's High School, 90 ft. Road, Off Andheri Kurla Rd, Jarimari, Sakinaka, Mumbai – 400 072, Maharashtra – India Tel: +91-22- 28520461/462, Fax:+91-22- 28511809 Email Id: service@satellitecorporate.com Website: www.satellitecorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading Of Laminates Sheets	51909	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

Sr. No.	Name and Address of the Company	Holding/ Subsidiary /Associate	CIN/GLN	% of shares held	Applicable Section
1.	Madhav Power Private Limited	Associate	U40100GJ2010PTC059776	49.07	2(6)

IV. SHARE HOLDING PATTERN
(Equity Share Capital Breakup as percentage of Total Equity)

A. Category wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				Change during The year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Shares	%
A. Promoter										
1) Indian										
a) Individual/ HUF	0	0	0	0%	0	0	0	0	0	
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0	
c) State Govt(s)		70000	70000	18.54	1234420	8757	1243177	22.16	1173177	22.42
d) Bodies Corp	0	0	0	0.00	0	0	0	0.00	0	0.00
e) Banks / FI				0.00				0.00	0	0.00
f) Any Other										
Sub-total(A)(1):-	0	70,000	70,000	18.54		8757	1243177	22.16	1173177	22.42
2) Foreign										
g) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0	0
h) Other- Individuals	0	0	0	0.00	0	0	0	0.00	0	0
i) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0	0
j) Banks / FI	0	0	0	0.00	0	0	0	0.00	0	0
k) Any Other....	0	0	0	0.00	0	0	0	0.00	0	0
Sub-total(A)(2):-	0	0	0	0.00	0	0	0	0.00	0	0
B. Public Shareholding										
1. Institutions										
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0	0
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0	0
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0	0
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0	0
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0	0
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0	0
g) FIs	0	0	0	0.00	0	0	0	0.00	0	0
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0	0
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0	0

Sub-total(B)(1)	0	0	0	0.00	0	0	0	0.00	0	0
2. Non Institutions										
a) Bodies Corp.										
(i) Indian	0	187500	187500	49.67	2980033	463823	3443856	61.38	3256356	62.22
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0	0
b) Individuals										
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	2630	2630	0.70	155967	12330	168297	3.00	165667	3.17
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	81770	81770	21.66	482000	40000	522000	9.30	440230	8.41
c) Others(Specify)										
Hindu Undivided Families	0	0	0	0.00	46000	0	46000	0.82	46000	0.88
Directors & their Relatives	0	35600	35600	9.43	0	67670	67670	1.21	32070	0.61
Clearing Membar	0	0	0	0.00	120000	0	120000	2.14	120000	2.29
Sub-total(B)(2)	0	307500	307500	81.46	3784000	583823	4367823	77.84		77.58
TotalPublic Shareholding (B)=(B)(1)+(B)(2)	0	307500	307500	81.46	3784000	583823	4367823	77.84	4060323	77.583319
C.Shares heldby Custodianfor GDRs&ADRs	0	0	0	0	0	0	0	0		
GrandTotal (A+B+C)	0	377500	377500	100.00	3784000	592580	5611000	100	5233500	100

B. Shareholding of Promoter & Promoter Group-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year**
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	M/s. Karan Interiors Limited	70,000	18.54	0	12,34,420	22.00	0	3.46
2.	M/S. Sun Techno Overseas Ltd	-	-	-	5007	0.09	0	0.09
3.	M/S. Synergy cosmetics Exim limited	-	-	-	3750	0.07	0	0.07

** Change in % is due to Increase in Paid Up Capital of the Company.

C. Change in Shareholding of Promoters & Promoter Group

S R. N O	SHAREHOLDERS NAME	DATE	(+)INCREASE/(-)DECREASE IN SHARE HOLDING	COMUATIVE NO OF SHARES	COMUATIVE % OF TOTAL SHARES OF THE COMPANY	REASON
1	KARAN INTERIORS LIMITED IN30246110075129	01/04/2015	-	70,000	18.54	Beginning of the Year
		02/04/2015	11,64,420	1234420	67.57	Further Allotment
		31.03.2016		1234420	22.00	End of the Year
2	SUN TECHNO OVERSEAS LTD FOLIO NO:31	02/04/2015	5007	-	0.27	Further Allotment
		31.03.2016		5007	0.09	End of the Year
3	SYNERGY COSMETICS EXIM LIMITED FOLIO NO:30	21.08.2015	3750	-	0.21	Further Allotment
		31.03.2016		3750	0.07	End of the Year

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

S R. N O	FOR EACH OF THE TOP 10 SHAREHOLDERS	NO OF SHARES AT THE BEGINNING END OF THE YEARS END 21.08.2015		DATE **	(+)INCREASE/(-)DECREASE IN SHARE HOLDING	REASON	COMUATIVE SHAREHOLDING DURING THE YEAR(31.03.16)	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMP				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY

			ANY					
1.	Interface Financial Services Ltd IN30034311361384	0	0.00	31.12.2015	134000		134000	2.39
				08.01.2016	16000		150000	2.67
				15.01.2016	4000		154000	2.74
				19.02.2016	-40000		114000	2.03
				26.02.2016	-60000		54000	0.96
				04.03.2016	-48000		6000	0.11
				31.03.2016			506000	9.02
2.	Cupid Trades & Finance Limited IN30034311380944	0	0.00	31.03.2016	488000		488000	8.70
3.	Saianand Commercial Limited IN30034311381100	0	0.00	25.03.2016	36000		36000	0.64
				31.03.2016	408000		444000	7.91
4.	Amrapali Capital And Finance Services Ltd IN30376010000924	0	0.00	08.01.2016	78000		78000	1.39
				15.01.2016	56000		134000	2.39
				04.03.2016	54000		188000	3.35
				11.03.2016	4000		192000	3.42
				25.03.2016	240000		432000	7.70
				31.03.2016			432000	7.70
5.	Parichay Investments Limited IN30034311368735	0	0	15.01.2016	4000		4000	0.07
				29.01.2016	-2000		2000	0.04
				31.03.2016	380000		382000	6.81
6.	Sun And Shine Worldwide Limited FOLIO NO:26	36262 5	19.85	1/4/2015			187500	49.67 [#]
				2/4/2015	175125	Further Allotment	362625	19.85 [#]
				31.03.2016	0		362625	6.46
7.	Kishor Pranjivandas Mandalia IN30246110449259	0	0	22.01.2016	116000		116000	2.07
				29.01.2016	102000		218000	3.89
				05.02.2016	6000		224000	3.99
				12.02.2016	56000		280000	4.99
				31.03.2016			280000	4.99
8.	Nnm Securities 1204480000019179	0	0	31.12.2015	192000		192000	3.42
				31.03.2016	0		192000	3.42
9.	R Ramachandran IN30311610075224	0	0	29.01.2016	36000		36000	0.64
				05.02.2016	36000		72000	1.28
				12.02.2016	98000		170000	3.03
				25.03.2016	-30000		140000	2.50
				31.03.2016	0		140000	2.50
10.	Ipatientcare Private Limited IN30115122722579	0	0	31.03.2016	100000		100000	1.78

Change in % is due to Increase in Paid Up Capital of the Company and the % of Capital is calculated at then existing capital.

** Company is Listed on BSE SME Platform so dates of transfer has been taken from the weekly takeover generated by RTA.

E. Shareholding of Directors and Key Managerial Personnel:

Name	Shareholding Of Each Directors And Each Key Managerial Personnel	Shareholding At The Beginning Of The Year		Cumulative Shareholding During The Year	
		No. Of Shares	% Of Total Shares Of The Company	No. Of Shares	% Of Total Shares Of The Company
Dr. Sunil Gupta Jt. Rupal Gupta	At the beginning of the year	35,100	16.62	35,100	16.62
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	35,100	1.92	35,100	1.92
Anand Sureshbhai Lavingia	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Sandeep Harshadkumar Mulchandani	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Mauli Sanjiv Bodiwala	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Mayur Dhirajlal Shah	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Ranjan Shah Jt. Falguni R. Shah	At the beginning of the year	500	0.26	500	0.26
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	500	0.03	500	0.03

V. INDEBTEDNESS - Bank Loan
(In Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year			-	
i) Principal Amount	6,991,049	2,311,000		9,302,049
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	6,991,049	2,311,000	-	9,302,049
Change in Indebtedness during the financial year				
-Addition / (Reduction)	1,105,835	1,450,600		2,556,435
Net Change	1,105,835	1,450,600		2,556,435
Indebtedness at the end of the financial year				
i) Principal Amount	8,096,884	3,761,600		11,858,484
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	8,096,884	3,761,600	-	11,858,484

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

Company has paid Rs. 1,54,840 as a Remuneration, Salary, Perquisites, etc. to Ms. Pooja Shah, Company Secretary and Compliance Officer of the Company.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NO

Form No. MR-3

SECRETARIAL AUDIT REPORT

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

SECRETARIAL AUDIT REPORT OF SUNCARE TRADERS LIMITED
FOR THE FINANCIAL YEAR ENDED
31ST MARCH, 2016

To,
The Members,
Suncare Traders Ltd.
7, Shree Shakti Estate, B/h. Milan Complex,
Sarkhej – Sanand Cross Road, Sarkhej
Ahmedabad – 382210, Gujarat.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Suncare Traders Limited** CIN : U51909GJ1997PLC031561 (“the company”). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the **Suncare Traders Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

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

- I. Secretarial Standards issued by The Institute of Company Secretaries of India.
- II. The Listing Agreements entered into by the Company with Stock Exchange(s) namely BSE Limited (SME Exchange).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. The Company has given interest free loan to its associate Company during the year, which is contravenes of Section 186(7) of Companies Act, 2013.
2. As Company got listed on SME Exchange of BSE Limited on 29th December, 2015, section 138 of Companies Act, 2013 for appointment of Internal Auditor is applicable thereafter. The Company is in contravenes of the Section 138 of Companies Act, 2013, from December 29, 2015 to March 31, 2016. The company is under process to appoint Internal Auditor of the Company as per Sec.138 of the Companies Act, 2013 for the Financial Year 2016-17.

I/we further report that

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
3. I further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.
4. There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This report is to be read with my letter of even date which is annexed as "ANNEXURE A" and forms integral part of this report.

**FOR AG SHAH & ASSOCIATES
(Company Secretary)**

Date: September 06, 2016

Place: Ahmadabad

**Ashish Shah
Proprietor
CP. NO.: 10642
M. NO.: 29017**

ANNEXURE A

To,
The Members,
Suncare Traders Ltd.
7, Shree Shakti Estate, B/h. Milan Complex,
Sarkhej – Sanand Cross Road, Sarkhej
Ahmedabad – 382210, Gujarat.

Our report of even date is to be read along with this letter.

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

**FOR AG SHAH & ASSOCIATES
(Company Secretary)**

**Date: September 06, 2016
Place: Ahmadabad**

**Ashish Shah
Proprietor
CP. NO.: 10642
M. NO.: 29017**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Developments:

The decorative industry market is continuing to grow at a moderate rate of 12% to 15% annually and with more awareness of quality products used by the developers. The industry gap between the organized and the unorganized is predicted to be narrowing significantly with the roll out of GST which will make the competition healthy and reduce the tax burden on the organized industries thereby making it easier to penetrate the market and scale up.

Opportunities:

Expand Market Network: Your Company continues to expand its marketing networks.

Government: After a long time, the government is changed and we might have got stable government which has more focus on the development side and improving environment conditions of country, it may lead to growth in infrastructure and real estate sector i.e. roads, bridges, hospitals, Housing, Hotels, Commercial Properties etc. The growth in this sector will lead to the growth of Companies which are connected with Interior Infrastructure items.

Housing for All: It is the big mission of Central Government that by 2020, every Indian family should have a house of its own. Imagine, what may be effect of this mission on the demand of housing related industries including furniture.

Threats:

Raw Material: The wood based panel industries are dependent on natural forests for their raw material requirement, it is crisis in view of the restrictions on timber extraction owing to environmental considerations.

Manpower: One of the common problems is emerge for finding talent with competence or even skilled manpower for the wood based panel industries irrespective of the company Brand or Size.

Price cutting: Due to high competitions in market, the competitors are doing price cutting of products to compete or keep their existence in markets which is ultimate big problems for the industries.

New Entrants: More and more new organized players are entering into market which will increase competition in organized sector also.

High Competition Era: The laminate Industry has entered into the orbit of the high competition. The market fights are set to intensify with unstoppable capacity build up. The Competition from both, unorganized and other organized players is leading to difficulties in improving market share.

Importation: Dumping or Cheap import from China and other Countries of laminates, MDF and other furniture products.

The reason for fall in the Profit after tax is increase in the employment cost and finance cost as well in the financial year 2015-16.

Risk and concerns:

Stiff competition from the unorganized players resulting in lower margins or losing out the customers to the suppliers with lower overheads and poor quality is a threat that keeps looming over the organized industries. However, with the gap bridging and the awareness of quality products, the company has, at its own, penetrated newer markets and enhanced its offerings and sales revenues. The weakening of rupee will prove to be a major setback which will directly affect all raw material prices in both the doors and the laminates vertical.

Internal Financial Control Systems and their adequacy:

The Company has aligned its current systems of internal financial control with the requirement of Companies Act 2013. The Internal Control is intended to increase transparency and accountability in an

organization's process of designing and implementing a system of internal control. The Company has successfully laid down the framework and ensured its effectiveness. The Company has in place a well-defined system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the organization to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

B.T Vora & Co., Chartered Accountants, the statutory auditors of the Company has audited the financial statements included in this annual report and has issued an attestation report on our internal control over financial reporting (as defined in section 143 of Companies Act, 2013).

The audit committee meets the statutory auditors of the Company to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the board of directors informed of its major-observations periodically. Based on its evaluation (as defined in section 177 of Companies Act 2013), our audit committee has concluded that, as of March 31, 2016, our internal financial controls were adequate and operating effectively.

Material Developments in Human Resources / Industrial Relations Front, including number of people employed:

The Company always recognizes the importance of manpower. Company promotes employees and encourages them to make contribution toward company, family and nation at large. Company also encourages the employees to offer their creative suggestions for development in their respective areas which are thoroughly discussed in periodical meetings. The company enjoyed excellent relationship with workers and staff during the last year

As on March 31, 2016 the company has 12 employees at its manufacturing plants and administrative office. The Company has been maintaining cordial and healthy Industrial Relations, which has helped to a great extent in achieving the upper growth.

Cautionary Statement:

Statement in this Management and Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be forward looking statement and within the meaning of applicable laws and regulations. Actual results may or might differ materially from those either expressed or implied.

For and on behalf of Board of Directors
Suncare Traders Limited

Place: Ahmedabad
Date: September 06, 2016

Mayur Shah
Managing Director
(DIN:02114144)

Independent Auditor's Report on consolidated financial statements

To,
The Members of
SUNCARE TRADERS LIMITED
AHMEDABAD

Report on the Consolidated Financial Statements :

We have audited the accompanying consolidated financial statements of **SUNCARE TRADERS LIMITED** ("the Company") and its Associate, which comprise the Consolidated Balance Sheet as at **31st March, 2016**, and the consolidated Statement of Profit and Loss and Consolidated Cash Flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements :

The Company's board of directors is responsible for the preparation and presentation of Consolidated financial statements that give a true and fair view of the financial position and financial performance the company in accordance with the Accounting principles generally accepted in India including Accounting Standards specified in section 133 of the Act, read with Rule 7 of companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provision of the act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities, selection and application of appropriate accounting policies making judgments and estimates that are reasonable and prudent, design, implementation and maintenance of adequate internal financial control that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility :

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under.

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

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

control system our the financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by company's management and board of directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and audit evidence obtained by the other auditor in terms of their reports referred to in the other matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion :

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of the affairs of the company and its Associates as at 31st March,2016 and their consolidated profit/ loss and their consolidated cash flow for the year ended on that date.

Other Matters:

The financial Statements of associates have been audited by the other auditor, whose reports have been furnished to us by the Management and our opinion and report in terms of sub-section (3) and (11) of the section143 of the Act, in so far as it relates to the amounts and disclosures included in respect of associates, is based solely on the report of the other auditors. The consolidated financial statements also includes share of net loss of 96.08 Lacs for the year ended 31st March 2016 as considered in the consolidated financial statements , in respect of associates whose financial statements/ financial information has not been audited by us. Our opinion on the consolidated, and our report on legal and Regulatory Requirement below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor.

Report on Other Legal and Regulatory Requirements :

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The consolidated Balance Sheet, Statement of Profit and Loss and consolidated cash flow statement dealt with by this Report are in agreement with the books of account.

- d) in our opinion, the aforesaid Consolidated financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, with Rule 7 of the companies (Accounts) Rules 2014.
- e) on the basis of written representations received from the directors of the company as on 31st March, 2016, and taken on record by the Board of Directors of the company and the reports of the statutory auditor of its associate company incorporated in India , none of the directors of the company and its associates company is disqualified as on 31st March , 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B' which is based on the auditors report of the company and associate company.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies(Audit and Auditors)Rules,2014,In our opinion and to the best of information and according to the explanation given to us :
- i. The Company and its associates does not have any pending litigation which would impact the financial position.
 - ii. The Company and its associate did not have any long term contracts including derivatives contract; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii. There has not been occasion in the case of the Company and its associates during the year under report to transfer any sums to the investor Education and Protection Fund. The question of delay in transferring such sums does not arise

Place: Ahmedabad
Date: 30/05/2016

No. 13046

For, B. T. VORA & CO.
CHARTERED ACCOUNTANTS

(B. T. VORA)
PROPRIETOR
Membership

FR. No. 123652W

Annexure to the Auditors' Report

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st march 2016, we have audited the internal financial control over financial reporting of Suncare traders limited and its associate incorporate in India as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

According to the information and explanations given to us and based on our audit, the following material weakness has been identified in the operating effectiveness of the Company's internal financial controls over financial reporting as at March 31, 2016

A material weakness is deficiency, in internal financial control over financial reporting, such that there is a no control over entry level documentation , validation and standard operating system in operation and code of business control of the company hence there is reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2016 financial statements of the Company, and the material weakness do not affect our opinion on the standalone financial statements of the Company.

In Our opinion the Company has, except stated above, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters :

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial control over financial reporting in so far as it relates to associates viz. Madhav Power Pvt Ltd , is based on the corresponding reports of the auditors of this company incorporated in India.

***For, B. T. VORA & CO.
CHARTERED ACCOUNTANTS***

**Place: Ahmedabad
Date: 30/05/2016**

***(B. T. VORA)
PROPRIETOR***

Membership No. 13046

FR. No. 123652W

SUNCARE TRADERS LIMITED
Consolidated Balance Sheet as at 31st March,2016

Particulars	Note No.	As on 31st March,2016
		Amt. (In Rs.)
EQUITY AND LIABILITIES		
Shareholders' Funds		
(a) Share Capital	3	56,110,000
(b) Reserves and Surplus	4	324,009,065
		380,119,065
Non-Current Liabilities		
(a) Long-Term Borrowings	5	3,761,600
(b) Deferred Tax Liabilities (net)	6	32,658
(c) Other Long Term Liabilities		-
(d) Long-Term Provisions		-
		3,794,258
Current Liabilities		
(a) Short-Term Borrowings	7	8,096,884
(b) Trade Payables	8	10,577,422
(c) Other Current Liabilities	9	798,682
(d) Short-Term Provisions	10	375,000
		19,847,988
TOTAL		403,761,311
ASSETS		
Non-Current Assets		
(a) Fixed Assets		
(i) Tangible Assets	11	861,203
(ii) Capital Work in Progress		-
		861,203
(b) Non-Current Investments	12	299,998,778
(c) Deferred Tax Assets (net)		-
(d) Long-Term Loans and Advances	13	37,750,546
(e) Other Non-Current Assets		-
		337,749,324
Current assets		
(a) Inventories	14	17,262,473
(b) Current Investments		-
(c) Trade receivables	15	21,779,296
(d) Cash and cash equivalents	16	712,840
(e) Short-term loans and advances	17	25,396,175
(f) Other current assets	-	-
		65,150,784
TOTAL		403,761,311

See accompanying notes forming part of the financial statements

In terms of our report attached.

For, B.T. Vora & Co.
Chartered Accountants

For and on behalf of the Board of Directors

Bharat T. Vora
Proprietor

Sunil Gupta
Director

Mayur Shah
Managing Director

Parth Shah
CFO

Pooja Shah
Company Secretary

Place : Ahmedabad
Date : 30/05/2016

SUNCARE TRADERS LIMITED

Consolidated Statements of Profit & Loss for the Period ended on 31st March, 2016

Particulars	Note No.	For the year ended 31st March , 2016 Amt. (In Rs.)
Revenue from operations (gross)	18	90,890,875
Other incomes	19	5,295
Total revenue (1+2)		90,896,170
Expenses		
(a) Cost of materials consumed	-	-
(b) Purchases of stock-in-trade	20.a	75,712,145
(c) Changes in inventories of finished goods, work-in-progre	20.b	3,536,336
(d) Employee benefits expenses	21	3,495,783
(e) Finance costs	22	1,233,150
(f) Depreciation and amortisation expense	11	240,469
(g) Other expenses	23	4,490,742
(h) Prior period Expenses (Net)		-
Total expenses		88,708,625
Profit / (Loss) before exceptional items and tax		2,187,545
Exceptional Items		-
Profit / (Loss) before tax		2,187,545
Tax expense:		
Tax expense for current year		
Income Tax		725,000
Tax expense relating to prior years		17,714
Net current tax expense		742,714
Deferred tax expense / (income)		(8,121)
		734,593
Profit / (Loss) for the year		1,452,952
Less : Loss of Associates		(9,607,921)
Net loss after Tax And Share of Loss of Associates		(8,154,969)
Earnings Per Share		
(a) Basic	24	(3.79)

See accompanying notes forming part of the financial statements

In terms of our report attached.

For, B.T. Vora & Co.

Chartered Accountants

Bharat T. Vora
Proprieter

Sunil Gupta
Director

Mayur Shah
Managing Director

Parth Shah
CFO

Pooja Shah
Company Secretary

Place : Ahmedabad

Date : 30/05/2016

Particulars	For the year ended	
	31 March, 2016	
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax		2,187,545
Add : Share of loss of associates		(9117022)
Adjustments for:		
Depreciation and amortisation	240469	
Loss on sale of computer	9604	
Loss on sale of Vehicle	55969	
Profit on sale of motor cycle	(5,295)	
Finance costs	1,233,150	
Liabilities / provisions no longer required written back	(29,517)	
Prior Period Adjustments	0	
Bad Debts	137,000	
	1,641,380	1,641,380
Operating profit / (loss) before working capital changes		(5,288,097)
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	3,536,335	
Trade receivables	(4,336,736)	
Short-term loans and advances	8,576,333	
Sub Total	7,775,932	
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	(3,261,751)	
Other current liabilities	381,217	
Sub Total	(2,880,534)	
	4,895,398	4,895,398
		(392,699)
Cash flow from extraordinary items		
Liabilities / provisions no longer required written back	29,517	
Bad Debts	(137,000)	
Sub- Total	(107,483)	
Cash generated from operations		
Prior Period Adjustment(Net)	0	
Divident Tax Paid		
Income Tax Paid	(682,214)	
Sub- Total	(682,214)	
	(789,697)	(789,697)
		(1,182,396)
Net cash flow from / (used in) operating activities (A)		(1,182,396)
Particulars	For the year ended	
	31 March, 2016	
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances		(49,900)
sale of computer	6000	
Sale of vehicle	508,000	
Long term Loans and advances Glven	(37,442,907)	
Investment in equity insrtumetnt	(202,893,778)	
	(239,822,685)	(239,822,685)
Net cash flow from / (used in) investing activities (B)		(239,872,585)

Particulars	For the year ended 31 March, 2016	
C. Cash flow from financing activities		
proceed from Issue of Share Capital	(63,733,500)	
proceed from Share Application	0	
Public Issue Expense	(2,126,536)	
proceeds from long-term borrowings	1,450,600	
Securities Premium Received	305,801,000	
Proceeds From short-term borrowings	1,105,835	
Interest paid	(1,233,150)	
dividend paid	(189,944)	
	241,074,305	241,074,305
Net cash flow from / (used in) financing activities (C)		241,074,305
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		19,324
Cash and cash equivalents at the beginning of the year		693,516
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents		
Cash and cash equivalents at the end of the year		712,840
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet		712,840
Less: Bank balances not considered as Cash and cash equivalents		-
Net Cash and cash equivalents		712,840
Add: Current investments considered as part of Cash and cash equivalents.		
Cash and cash equivalents at the end of the year		712,840
Comprises:		
(a) Cash on hand		5,519
(b) Balances with banks		707,321
Gross Totals		712,840

Notes :

- 1) The above Cash Flow Statement has been prepared under 'Indirect Method' as set out in the Accounting Standard on 'Cash Flow Statement (AS-3)' issued by Companies (Accounting Standards) Rules,2006.

For , B.T. VORA & CO
Chartered Accountants

For and on behalf of the Board of Directors

B.T. Vora
Proprietor

Sunil Gupta
Director

Mayur Shah
Managing Director

Parth Shah
CFO

Pooja Shah
Company Secretary

Place : Ahmedabad
Date : 30/05/2016

Place : Ahmedabad
Date : 30/05/2016

SUNCARE TRADERS LIMITED
ACCOUNTING YEAR 2015-16

Notes Forming part of the consolidated Accounts

1) Significant Accounting Policies

I) METHOD OF ACCOUNTING

The consolidated financial statements have been prepared to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules,2006 and the relevant provisions of the Companies Act, 2013. The financial statements are prepared under the historical cost convention on accrual basis except uncertain expenses and retirement benefit which are accounted in the year of payment or ascertainment of liability and are in accordance with the generally accepted accounting principles.

Principles of consolidation

Associate is entity over which the group has significant influence but not the control. Investment in associates are accounted for using the equity method of accounting as laid down under Accounting Standard 23, 'Accounting for investment in Associates in consolidated financial statement' , Accordingly the share of profit / loss of the associate company has been added/deducted from the cost of investment. The investment in associates include Capital Reserve identified on acquisition.

II) Use of Estimates

The preparation of consolidated 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 result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

III) FIXED ASSETS & DEPRECIATION :

- a) Fixed assets are stated at cost less accumulated depreciation costs. Comprise of cost of acquisition and attributable cost bringing the asset to condition for its intended use.
- b) Depreciation on fixed assets has been provided on straight line method by the company and on the WDV by the associate as per useful life prescribed in Schedule II to the companies Act, 2013. Depreciable amount for assets is the cost of an asset or other amount substituted for cost less its estimated residual value.
- c) **Impairment of assets:** The carrying value of assets / cash generating units at each balance sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets

is estimated and impairment is recognised, if carrying amount of this assets exceeds their recoverable amounts.

IV) INVESTMENTS :

Investments are stated at cost less provision if any for diminution in value which is other than temporary. Current investment are carried at lower of cost and fair value. Investment in associates includes capital reserve arising on acquisition.

V) INVENTORY :

The stock –in-trade is being valued at lower of cost or realizable value on FIFO basis.

VI) PURCHASES

Purchases are accounted as per invoice value net of VAT.

VII) SALE

Sale of goods is recognized on delivery to customers and excluding amounts recovered towards VAT.

VIII) EMPLOYEE BENEFITS:

The company has no schemes for employee benefits accordingly liabilities for leave salary, gratuity etc. are not determined, & provided in accounts. It will be paid when liability arises.

IX) TAXES ON INCOME:

Provision for income tax is determined in accordance with the provisions of Income tax Act, 1961, and Accounting Standard AS-22 for taxes on income issued by the Institute of Chartered Accountants of India, Tax expenses both current tax and deferred tax current tax is measured at the amount expected to be discharge to the tax authorities using the applicable tax rates. Deferred tax assets and liabilities are recognized for future tax consequences attributable to timing differences between taxable income and accounting income that are capable of reversing in one of or more subsequent periods and are measured at relevant enacted tax rates.

The above disclosure is made after taking it to account the Principle of materiality.

2) NOTES ON ACCOUNTS :

1. Estimated amount of contracts remaining to be executed on capital account and not provided for **Rs. Nil.**
2. Contingent liability not provided for is also NIL as reported.
3. **OTHER ADDITIONAL INFORMATION :-**

	2015-16	2014-15
Value of import on CIF	NIL	NIL

basis.		
Earning in Foreign Currency	NIL	NIL
Expenditure in Foreign Currency	NIL	NIL

4. The amount due to small scale and ancillary under taking is not furnished as the company is in the trading business and purchase of trading goods is from Bloom Dekor Ltd. which is a public company and not a SSI unit.
5. In accordance with accounting standard AS-22 accounting for taxes on income issued by the ICAI the company has accounted deferred taxes during the year.

Major components of deferred tax liability is as under.

- i) Difference between book depreciation and tax depreciation.

F.Y. 2015-16
32658

F.Y.14-15
40779

6. Figures have been rounded off to the nearest rupee.
7. In the opinion of the board current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business. Provisions of all known Liabilities are adequate and not in excess of the amount reasonably necessary.
8. The confirmation of balances due to / from parties as per accounts of the company are not received. Any adjustment if necessary will be made when the accounts are settled.
9. **Related Party Disclosure**

Sr. No	NATURE OF RELATIONSHIP	NATURE OF TRANSATION	AMOUNT 2015-16	AMOUNT 2014-15
	Concern wherein Directors Interested			
1	Bloom Dekor Limited	Purchase	681.30 Lacs	788.41 Lacs
	Bloom Dekor Limited	Sales Promotion Expenses	0.08 Lacs	0.56 Lacs
	Bloom Dekor Limited	Freight & Transit-Insurance	NIL	1.44 Lacs
	Bloom Dekor Limited	Discount and Rate Difference received on Purchase	1.54 Lacs	9.03 Lacs
2	Karan Interiors Limited	Interest	1.80 Lacs	1.80Lacs

	<u>Key Management Personal & Relatives.</u>			
1	Sunil S. Gupta	Interest	0.96 Lacs	0.96 Lacs
2	Anuj Zaveri	Remuneration	0	5.35 Lacs
	<u>Associates</u>			
	Madhav Power Pvt Ltd	Loan given	227.89Lacs	Nil

10. Earning per shares

Particulars	2015-16	2014-15
1) Profit After Tax	1452952	2927827
2) Weighted average No. of equity Shares	2153881	236875
3) Earning per Share	0.67	12.36

11. The company has not ascertained requirement of AS-15 post employment benefit as per requirement of AS – 15 and has no define policy thereof.

12. Impairment of Assets AS – 28

The management has assessed whether there is any impairment of Assets, and accordingly there is no loss on impairment of Assets.

13. Disclosure requirement under schedule III for the preparation of consolidated financial statement :

Sr No.	Particulars	Madhav Power Pvt Ltd
1.	Latest audited Balance Sheet Date	31/03/2016
2.	Shares of associates held by the company At the year end	
	Number of Shares	332000
	Amount of Investment	309110800
	Extent of Holding %	49.07 %
3	Description of how there is significant influence	By holding more than 20 % of voting power
4	Reason for non consolidation	NA
5.	Net worth attributable to shareholding as per the latest audited balance sheet	299993778
6.	Profit /(Loss) for the year	(19580030)
	Considered in consolidation	(9607921)
	Not Considered in consolidation	(9972109)

SUNCARE TRADERS LIMITED
F.Y. 2015-16
Notes forming part of the financial statements

Note 3 Share capital

Particulars	As at 31 March, 2016	
	Number of shares	Amt. (In Rs.)
(a) Authorised		
Equity shares of Rs.10/- each with voting rights	6,000,000	60,000,000
(b) Issued		
Equity shares of Rs.10/- each with voting rights	5,611,000	56,110,000
(c) Subscribed and fully paid up		
Equity shares of Rs. 10/- each with voting rights	5,611,000	56,110,000
Total	5,611,000	56,110,000

A. Reconciliation of Shares outstanding at the beginning and at the end of Decem

Particulars	As at 31 March, 2016	
	Number of shares	Amt. (In Rs.)
Equity shares with voting rights		
At the Begning of the year	377,500	3,775,000
Issued During the year	5,233,500	52,335,000
Outstanding at the end of the year	5,611,000	56,110,000

B. Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2016	
	Number of shares	% holding in that class of shares
Equity shares with voting rights		
ANUJ SURESHBHAI JHAVERI	-	0.00%
ANIKA SUNIL GUPTA	-	0.00%
MANJULA SOMANI (JT.- BINA J SOMANI)	-	0.00%
DR. SUNIL GUPTA (JT. RUPAL GUPTA)	-	0.00%
Robinson WoldWide Ltd.	-	0.00%
KARAN INTERIORS LIMITED	1,234,420	22.00%
INTERFACE FINANCIAL SERVICES LTD	506000	9.02%

Note 4 Reserves and surplus

Particulars	As at 31 March, 2016
Capital Reserve	
Due to investment in associates as per 23	6,787,532
Closing balance	6,787,532
Securities Premium	
Opening Balance	13125000
Add : Addition during the period on issue of shares 1449500 @ of Rs. 70 per Share and 3784000 Shares @ of Rs. 54 Per Share	305801000
Add : Addition during the period on issue of 1,87,500 shares @ of Rs. 70 per Share	
Less : Public Issue Expense	2126536
Closing balance	316799464
General reserve	
Opening balance	4433888
Add: Transferred from surplus in Statement of Profit and Loss	-
Less: Utilised / transferred during the year	-
Closing balance	4,433,888
Surplus / (Deficit) in Statement of Profit and Loss	
Opening balance	10,439,783
Add: Profit / (Loss) for the year	1,452,952
Share of loss of associates till 31st march 2015 as per provision of AS 23	(6,296,632)
Share in Loss OF Associates for the year 2015-16	(9,607,921)
Transfer to: General reserve	-
Closing balance	(4,011,818)
Total	324,009,065

Note 5 Long-term borrowings

Particulars	As at 31 March, 2016
(a) Deposits	
Secured	-
Unsecured	
From Directors (Sunil Gupta)	897,400
From Corporate bodies	
Sonika Granities Pvt Ltd.	293,700
Sun And Shine Pvt Ltd.	108,500
Mahavir Impex Ltd.	800,000
Karan Interiors Ltd.	1,662,000
	2864200.00
Total	3,761,600

Note 6 Differed Tax Assets / Liability (Net)

Particulars	As at 31 March, 2016
Differed Tax Liability	
Timing diff. between book and tax depretiation	32658
Gross Differed Tax Liability	32,658
Differed Tax Assets	-
Net Differed Tax Liabilities	32,658

Note 7 Short-term borrowings

Particulars	As at 31 March, 2016
Secured Borrowings	
From banks (Working Capital Loan) (Secured against hypothication of stock of traded goods & book debts)	8,096,884
Unsecured Borrowings	-
Total	8,096,884

Note 8 Trade payables

Particulars	As at 31 March, 2016
Trade payables:	
Creditors for goods	10,226,411
Creditors for Expenses	261,801
Unpaid Expenditure	89,210
Total	10,577,422

Note 9 Other current liabilities

Particulars	As at 31 March, 2016
(a) Current maturities of long-term debt	
Secured	-
Unsecured	
(b) Statutory remittances	
Professional Tax Payable	800
TDS payable	133242
VAT & CST payable	562883
(e) Other Payables	
Advance from customers	101,757
Total	798,682

Note 10 Short-term provisions

Particulars	As at 31 March, 2016
(a) Provision for Income Tax (net-off Advance tax paid)	375000
(b) Provision for proposed equity dividend & tax thereon	-
Total	375,000

Note 11 Fixed assets

Amt. (In Rs.)

Tangible assets	Gross block				Accumulated depreciation and impairment				Net block	
	As at 31 March, 2015	Additions during the year	Disposals during the year	As at 31 March, 2016	As at 31 March, 2015	For the year	Eliminated on disposal of assets	As at 31 March, 2016	As at 31 March, 2016	As at 31 March, 2015
(a) Computers										
Computers	285,551		180,488	105,063	166,015	29,200	18,396	176,819	46,918	119,536
Computers-95%	331,180	146,488	-	477,668	314,621	20,488	-	335,109	23,885	16,559
(b) Furniture and Fixtures										
Furniture And Fixture	947,659		-	947,659	244,032	90,027	-	334,059	613,600	703,627
(c) Vehicles										
Vehicles	985,985	42,000	985,985	42,000	412,441	17,690	427,311	2,820	39,180	573,544
(d) Office equipment										
Office equipment 95%	-	135,172		135,172	-	58,853	-	58,853	6,758	-
Office equipment	350,172	7,900	135,172	222,900	137,388	24,211	-	161,599	130,862	212,784
Total	2,900,547	331,560	1,301,645	1,930,462	1,274,497	240,469	445,707	1,069,259	861,203	1,626,050
Previous year	2,432,820	467,727	-	2,900,547	978,071	296,426	-	1,274,497	1,626,050	1,454,749

Note:-

Depreciation for the year includes Prior Year Depreciation Adjustment of Rs. 70801

Note 12 Non-current investments

Particulars	As at 31 March, 2016		
	Quoted	Unquoted	Total
	Amt. (In Rs.)	Amt. (In Rs.)	Amt. (In Rs.)
Investment in Associates			
Investment in equity instruments			
Carring amount of investment as on 31/03/2016			
Madhav Power Pvt. Ltd.			
332000 shares(P.Y. 104400) equity shares of rs 10 each at premium of RS.919 (P.Y. Rs922) each fully paid up	-	309,110,800	
LESS : Reduction in carring value till 31st march 2015 as per transitional provision of AS 23		(6,296,632)	
Less : Share in Loss for the year		(9,607,921)	
ADD : capital Reserve		6,787,532	299,993,778
NSC	-	5,000	5,000
Total investments	-	299,998,778	299,998,778

Note 13 Long-term loans and advances

Particulars	As at 31 March, 2016
	`Amt. (In Rs.)
(a) Security deposits	
Unsecured, considered good	230,499
	230,499
(b) Advance income tax (net of provisions) Unsecured, considered good	-
(c) Balances with government authorities	
Unsecured, considered good	
Income Tax Refund	-
Total	-
(d) Other loans and advances	
Secured, considered good	37,520,047
Unsecured, considered good	
Total	37,750,546

Note 14 Inventories

Particulars	As at 31 March, 2016
	`Amt. (In Rs.)
Stock-in-trade (acquired for trading)	
Laminates	16,724,454
Plywoods	538,019
Total	17,262,473

Note 15 Trade receivables

Particulars	As at 31 March, 2016
	`Amt. (In Rs.)
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	
Secured, considered good	
Unsecured, considered good	514657
Doubtful	293695
	808,352
Other Trade receivables	
Secured, considered good	
Unsecured, considered good	20970944
Doubtful	-
	20,970,944
Total	21,779,296

Note 16 Cash and cash equivalents

Particulars	As at 31 March, 2016
	Amount (In Rs.)
(a) Cash on hand	5519
(b) Balances with banks (Current Account)	707321
Total	712,840

Note 17 Short-term loans and advances

Particulars	As at 31 March, 2016
	Amount (In Rs.)
(a) Loans and advances to employees	
Secured, considered good	-
Unsecured, considered good	19,200
Sub- Total	19,200
(b) Prepaid expenses - Unsecured, considered good	
Prepaid IPO Expenditure	0
Prepaid Computer AMC	5753
Prepaid Insurance	2423
Sub- Total	8,176
(c) Others (specify nature)	
Unsecured, considered good	157,782
Excess Dividend Paid(Recoverable Net)	0
(d) Deposits	
Deposit with BSE	2421817
(e) Loan to Associates	
Madhav Power Pvt Ltd	22,789,200
Sub- Total	25,368,799
Grand Totals	25,396,175

Note 18 Revenue from operations

Note	Particulars	For the year ended 31 March, 2016
		Amt. (In Rs.)
(a)	Trading sales (Note- i)	90,707,783
(b)	Sale of services (Note- ii)	-
(c)	Other operating revenues (Note- iii)	183,092
	Total	90,890,875

Note	Particulars	For the year ended 31 March, 2016
		Amt. (In Rs.)
(i)	Sale of products comprises	
	Sale of traded goods	
	Laminates	92541374
	Plywoods / MDF / Doors	98532
		92,639,906
	Less: Sales Returned-Laminates	882016
	Project Discount	2961
	Advance Payment Discount	191566
	Quarterly Quantity Discount	253478
	Quality claim	1565
	Cash Discount	25824
	Trade Discount	530989
	Rate Differnce on Sales	99443
	Rounding off	12
Texture Discount	-	
	1,987,854	
Add : Frieght	15950	
Rate Differnce on Sales	10011	
Forwarding & Handeling Charges	29770	
Rounding off	0	
	55,731	
	Total - Trading sales	90,707,783
(ii)	Sale of services	-
(iii)	Other operating revenues comprise:	
	Discount On Purchase	64,675
	Rate Diff On Purchase	88,900
	Credit Balance w/off	29,517
	Total - Other operating revenues	183,092

Note 19 Other income

Note	Particulars	For the year ended
		31 March, 2016
		Amt. (In Rs.)
(a)	Other non-operating income	
	Profit on Sale of fixed Assets	5295
	Total	5,295

Note 20.a Purchase of traded goods

Particulars	For the year ended
	31 March, 2016
Amt. (In Rs.)	
Laminates	74514922
Plywoods / MDF / Doors	102774
	74,617,696
Add : Freight Inward / Octroi & Insurance	1096799
Round Off	0
Rate difference on purchase	9140
I.T.C. Vat	15215
	1,121,154
Less : Rate difference on purchase	0
Trade Discount	704
Cash Discount	2123
Quality Claim	16115
Discount on Purchase	7763
Project Discount	0
	26,705
Total	75,712,145

Note 20.b Changes in inventories of finished goods, work-in-progress and stock

Particulars	For the year ended
	31 March, 2016
	Amt. (In Rs.)
Stock-in-trade at the end of the year:	
Laminates	16724454.00
Plywoods / MDF / Doors	538019.00
	17,262,473
Stock-in-trade at the beginning of the year	
Laminates	20270235.00
Plywoods / MDF / Doors	528574.00
	20,798,809
Net (increase) / decrease	3,536,336

Note 21 Employee benefits expense

Particulars	For the year ended
	31 March, 2016
	Amt. (In Rs.)
Conveyance Allowance	-
Salary	3495783
Ex-Gratia Expense	0
Directors' Remuneration	0
Total	3,495,783

Note 22 Finance costs

Particulars	For the year ended
	31 March, 2016
	Amt. (In Rs.)
(a) Interest expense on:	
(i) Borrowings	1,215,740
(ii) Others	17,410
Total	1,233,150

Note 23 Other expenses

Particulars	For the year ended 31 March, 2016
Payments to the auditors comprises	
As auditors - statutory audit & tax audit	90,000
For Taxation matters	30,000
VAT Audit	12,000
	132,000
Bank Charges	33,070
Computer Exp.	24,562
Conveyance Exp.	206,425
Diwali Boni	1,100
Discounts & Claims	542,618
Diessel Expense (For Tempo)	20,405
Electricity Exp.	58,638
Electric Exp	-
Entertainment Exp.	3,042
Godown / Office Rent/ Amenities	982,713
Insurance Exp.	53,179
Legal & Professional Exp.	183,831
MVAT Registrtation Charges	-
Loading & Unloading Exp.	428,835
Share Capital Increase Exp	-
Misc. Exp.	734
Motor Car Exp.	53,370
Municipal Tax	14,255
Office / Godowen Expenses	69,490
Postage & Telegram Exp.	37,581
Printing & Stationery Exp.	47,634
Professional Tax (Company)	2,400
Repairs & Maintenance	24,155
Service Tax Expenses	4,782
VAT Exp	13,335
Tea & Refreshment (Offi. Godown)	64,392
Telephone & Fax Exp.	197,670
CST paid	16,282
Vehicle Repairing	15,215
Advertisement Exp.	25,000
Bad Debts Written Off	137,000
Sales Promotion Exp.	30,971
Commission On Sales	-
Freight Outward / Transportation	669,910
Loss On sale of Computer	9604
Loss On sale of Car	55,969
Kasar	21,291
Packing & Forwarding	66,894
Bonus	45,600
Staff & Labour Welfare	440
Gift Exp.	47,110
Travelling Exp.	149,240
Total	4,490,742

Note : 24 Earning Per Share (EPS)

Net profit after tax has been used as numerator and no. of shares has been used as denominator for calculating the basic and diluted

Particulers	For the year ended 31 March, 2016
	Amt. (Rs.)
Face Value per Share (In Rs.)	10
Net Profit after Tax	(8,154,969)
Weighted average no. of shares	2,153,881
Basic and diluted Earning Per Share	-3.79

Independent Auditor's Report

To,
The Members of
SUNCARE TRADERS LIMITED
AHMEDABAD

Report on the Financial Statements :

We have audited the accompanying standalone financial statements of **SUNCARE TRADERS LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March, 2016**, and the Statement of Profit and Loss and cash flow statement for the Period then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements :

The Company's board of directors is responsible for matters stated in Section 134(5) of the Companies Act, 2013 ("the act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position and financial performance and cash flow of the company in accordance with the Accounting principles generally accepted in India including Accounting Standards specified in section 133 of the Act, read with Rule 7 of companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provision of the act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities, selection and application of appropriate accounting policies making judgments and estimates that are reasonable and prudent, design, implementation and maintenance of adequate internal financial control that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility :

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under we conducted our audit in accordance with the standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial control system or the financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by company's management and board of directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion :

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of the affairs of the company as at 31st March, 2016, its Profit/Loss and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements :

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the aforesaid Standalone financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, with Rule 7 of the companies (Accounts) Rules 2014.
 - e) on the basis of written representations received from the directors as on 31st March, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, In our opinion and to the best of information and according to the explanation given to us :
 - i. The Company does not have any pending litigation which would impact the financial position.
 - ii. The Company did not have any long term contracts including derivatives contract ; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii. There has not been occasion in the case of the Company during the year under report to transfer any sums to the investor Education and Protection Fund. The question of delay in transferring such sums does not arise

***For, B. T. VORA & CO.
CHARTERED ACCOUNTANTS***

**Place: Ahmedabad
Date: 30/05/2016**

***(B. T. VORA)
PROPRIETOR
Membership No. 13046
FR. No. 123652W***

ANNEXURE A

The Annexure referred to in independent Auditor's Report to the members of the Company on the financial statement for the year ended 31st March,2016

1. Fixed Assets:

- a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. **The same are not updated but it is in the process of being updated.**
- b) As explained to us some of the fixed assets were physically verified by the management during the year at regular intervals. According to the information and explanation given to us no materials discrepancies were noticed no such verification.
- c) Company has no immovable property hence this is not applicable.

2. Inventories:

- a) The inventory has been physically verified during the year at year - end by the management. In our opinion, the frequency of verification is reasonable.

3. Loan granted:

- a) In our opinion, the company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the Register maintained U/s. 189 of the Companies Act.
- b) The company has not granted any loans to parties listed in register U/s 189 hence question of receipt of principal amount and interest does not arise.
- c) In view of above facts the question of terms and condition prejudicial to the interest of the company does not arise.
- d) In view of above facts the question of overdue does not arise.

4. Loans , Investments, Guarantees and Securities:

The Company has made loan and investment during the year ended 31st march,2016 which is in contravention of section 186(2) and 186(7) which is reported as under

S.No	Non-compliance of Section 186				Remarks
		Name of the Company/Party	Amount Involved	Balance as at Balance Shet Date	
1.	Loan given or guarantee given or security provided Exceeding the limits without prior approval by means of a special resolution	To investment In Associate and Loan to Associate and various Parties	369383419	369383419	Exceeds the limit By Rs.46023531
2	Loan given at rate of interest lower than prescribed	Loan to Associate and various Parties	60272619	60272619	Interest free loan Given

5. Public Deposit:

In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public. Therefore, the provision of the clause 3(V) of the order are not applicable to the company.

6. Cost Records:

To the best of our knowledge and according to information given to us, the central government has not prescribed maintenance of cost records U/s. 148(1) of the Companies Act, in respect of the activities carried on by the company.

7. Statutory Dues:

- a) According to the records of the Company & explanation and information provided, undisputed statutory dues including Provident Funds, Investor Education and Income Tax, Sales Tax, Custom Duty, Excise Duty and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the statutory dues outstanding as on **31st March, 2016** for a period of more than six months from the date of becoming payable.
- b) According to information and explanation given to us, and as reported by the management, there is no disputed dues of Sales – Tax, which is not deposited.

8. Repayment default:

Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to financial institution, banks.

9. Money Raised by way of Initial Public Offer :

The company has applied money raised by way of initial public offer for the purpose for which those are raised.

10. Fraud:

To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company was noticed or reported during the year.

11. Managerial Remuneration :

The company has not paid any managerial remuneration hence question of contravention of section 197 does not arise.

12. Nidhi companies :

In our opinion and according to the information and explanation given to us , the company is not a Nidhi company. Accordingly Paragraph 3(xii) of the Order is not applicable.

13.Related Party Transaction :

According to the information and explanation given to us and based on our examination of the records of the company, transactions with related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transaction have been disclosed in the financial statements as required by the applicable accounting standard.

14.Preferential Allotment or private placement of Shares :

According to the information and explanation given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debenture during the year.

15.Non Cash Transactions :

According to the information and explanation given to us and based on our examination of the records of the company, the company has not entered into non-cash transaction with directors or persons connected with him. Accordingly paragraph 3(xv) of the Order is not applicable.

16.Requirement of registration under RBI Act

The Company is not required under section 45-IA of the Reserve Bank of India Act 1934.

Place: Ahmedabad
Date: 30/05/2016

For, B. T. VORA & CO.
CHARTERED ACCOUNTANTS

(B. T. VORA)
PROPRIETOR
Membership No. 13046
FR. No. 123652W

ANNEXURE B

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

We have audited the internal financial controls over financial reporting of **Suncare Traders Limited** (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

According to the information and explanations given to us and based on our audit, the following material weakness has been identified in the operating effectiveness of the Company's internal financial controls over financial reporting as at March 31, 2016

A material weakness is deficiency, in internal financial control over financial reporting, such that there is a no control over entry level documentation , validation and standard operating system in operation and code of business control of the company hence there is reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2016 financial statements of the Company, and the material weakness do not affect our opinion on the standalone financial statements of the Company.

In Our opinion the Company has, except stated above, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

***For, B. T. VORA & CO.
CHARTERED ACCOUNTANTS***

**Place: Ahmedabad
Date: 30/05/2016**

***(B. T. VORA)
PROPRIETOR
Membership No. 13046
FR. No. 123652W***

SUNCARE TRADERS LIMITED
Balance Sheet as at 31st March,2016

Particulars	Note No.	As on 31st March,2016	As on 31st March,2015
		Amt. (In Rs.)	Amt. (In Rs.)
EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	3	56,110,000	3,775,000
(b) Reserves and Surplus	4	333,126,087	27,998,671
		389,236,087	31,773,671
Share Application Money Pending Allotment	-	-	116,068,500
Non-Current Liabilities			
(a) Long-Term Borrowings	5	3,761,600	2,311,000
(b) Deferred Tax Liabilities (net)	6	32,658	40,779
(c) Other Long Term Liabilities		-	-
(d) Long-Term Provisions		-	-
		3,794,258	2,351,779
Current Liabilities			
(a) Short-Term Borrowings	7	8,096,884	6,991,049
(b) Trade Payables	8	10,577,422	13,839,173
(c) Other Current Liabilities	9	798,682	417,465
(d) Short-Term Provisions	10	375,000	504,444
		19,847,988	21,752,131
TOTAL		412,878,333	171,946,081
ASSETS			
Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	11	861,203	1,626,050
(ii) Capital Work in Progress		-	-
		861,203	1,626,050
(b) Non-Current Investments	12	309,115,800	97,105,000
(c) Deferred Tax Assets (net)		-	-
(d) Long-Term Loans and Advances	13	37,750,546	307,639
(e) Other Non-Current Assets		-	-
		346,866,346	97,412,639
Current assets			
(a) Inventories	14	17,262,473	20,798,808
(b) Current Investments		-	-
(c) Trade receivables	15	21,779,296	17,442,560
(d) Cash and cash equivalents	16	712,840	693,516
(e) Short-term loans and advances	17	25,396,175	33,972,508
(f) Other current assets	-	-	-
		65,150,784	72,907,392
TOTAL		412,878,333	171,946,081

See accompanying notes forming part of the financial statements

In terms of our report attached.

For, B.T. Vora & Co.

Chartered Accountants

Bharat T. Vora

Proprieter

Place : Ahmedabad

Date : 30/05/2016

For and on behalf of the Board of Directors

Sunil Gupta

Director

Parth Shah

CFO

Place : Ahmedabad

Date : 30/05/2016

Mayur Shah

Managing Direc

Pooja Shah

Company Secre

SUNCARE TRADERS LIMITED
Statements of Profit & Loss for the Period ended on 31st March, 2016

Particulars	Note No.	For the year ended 31st March , 2016 Amt. (In Rs.)	For the year ended 31st March , 2015 Amt. (In Rs.)
Revenue from operations (gross)	18	90,890,875	95,223,937
Other incomes	19	5,295	-
Total revenue (1+2)		90,896,170	95,223,937
Expenses			
(a) Cost of materials consumed	-	-	-
(b) Purchases of stock-in-trade	20.a	75,712,145	84,201,602
(c) Changes in inventories of finished goods, work-in-progre	20.b	3,536,336	(4,430,504)
(d) Employee benefits expenses	21	3,495,783	3,119,753
(e) Finance costs	22	1,233,150	1,290,966
(f) Depreciation and amortisation expense	11	240,469	296,426
(g) Other expenses	23	4,490,742	6,406,705
(h) Prior period Expenses (Net)		-	2,650
Total expenses		88,708,625	90,887,598
Profit / (Loss) before exceptional items and tax		2,187,545	4,336,339
Exceptional Items		-	-
Profit / (Loss) before tax		2,187,545	4,336,339
Tax expense:			
Tax expense for current year			
Income Tax		725,000	1,414,500
Tax expense relating to prior years		17,714	14,228
Net current tax expense		742,714	1,428,728
Deferred tax expense / (income)		(8,121)	(20,216)
		734,593	1,408,512
Profit / (Loss) for the year		1,452,952	2,927,827
Earnings Per Share			
(a) Basic	24	0.67	12.36

See accompanying notes forming part of the financial statements

In terms of our report attached.

For, B.T. Vora & Co.
Chartered Accountants

For and on behalf of the Board of Directors

Bharat T. Vora
Proprieter

Sunil Gupta
Director

Mayur Shah
Managing Direct

Parth Shah
CFO
Place : Ahmedabad
Date : 30/05/2016

Pooja Shah
Company Secret

Place : Ahmedabad
Date : 30/05/2016

SUNCARE TRADERS LIMITED
Cash Flow Statement for the year ended 31 March, 2016

Particulars	For the year ended 31 March, 2016	
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax		2,187,545
Adjustments for:		
Depreciation and amortisation	240,469	
Loss on sale of computer	9604	
Loss on sale of Vehicle	55,969	
Profit on sale of motor cycle	(5,295)	
Finance costs	1,233,150	
Liabilities / provisions no longer required written back	(29,517)	
Prior Period Adjustments	0	
Bad Debts	137,000	
	1,641,380	1,641,380
Operating profit / (loss) before working capital changes		3,828,925
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	3,536,335	
Trade receivables	(4,336,736)	
Short-term loans and advances	8,576,333	
Sub Total	7,775,932	
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	(3,261,751)	
Other current liabilities	381,217	
Sub Total	(2,880,534)	
	4,895,398	4,895,398
		8,724,323
Cash flow from extraordinary items		
Liabilities / provisions no longer required written back	29,517	
Bad Debts	(137,000)	
Sub- Total	(107,483)	
Cash generated from operations		
Prior Period Adjustment(Net)	0	
Divident Tax Paid		
Income Tax Paid	(682,214)	
Sub- Total	(682,214)	
	(789,697)	(789,697)
		7,934,626
Net cash flow from / (used in) operating activities (A)		7,934,626
Particulars	For the year ended 31 March, 2016	
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances		(49,900)
sale of computer	6000	
Sale of vehicle	508,000	
Long term Loans and advances Given	(37,442,907)	
Investment in equity insrtumetnt	(212,010,800)	
	(248,939,707)	(248,939,707)
Net cash flow from / (used in) investing activities (B)		(248,989,607)

Particulars	For the year ended	
	31 March, 2016	
C. Cash flow from financing activities		
proceed from Issue of Share Capital	(63,733,500)	
proceed from Share Application	0	
Public Issue Expense	(2,126,536)	
proceeds from long-term borrowings	1,450,600	
Securities Premium Received	305,801,000	
Proceeds From short-term borrowings	1,105,835	
Interest paid	(1,233,150)	
dividend paid	(189,944)	
	241,074,305	241,074,305
Net cash flow from / (used in) financing activities (C)		241,074,305
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		19,324
Cash and cash equivalents at the beginning of the year		693,516
Effect of exchange differences on restatement of foreign currency		
Cash and cash equivalents		
Cash and cash equivalents at the end of the year		712,840
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet		712,840
Less: Bank balances not considered as Cash and cash equivalents		-
Net Cash and cash equivalents		712,840
Add: Current investments considered as part of Cash and cash equivalents.		
Cash and cash equivalents at the end of the year		712,840
Comprises:		
(a) Cash on hand		5,519
(b) Balances with banks		707,321
Gross Totals		712,840

Notes :

1) The above Cash Flow Statement has been prepared under 'Indirect Method' as set out in the Accounting Statement (AS-3) issued by Companies (Accounting Standards) Rules,2006.

For , B.T. VORA & CO
Chartered Accountants

For and on behalf of the Board of Directors

B.T. Vora
Proprietor

Sunil Gupta
Director

Mayur Shah
Managing Director

Parth Shah
CFO

Pooja Shah
Company Secretary

Place : Ahmedabad
Date : 30/05/2016

Place : Ahmedabad
Date : 30/05/2016

SUNCARE TRADERS LIMITED
ACCOUNTING YEAR 2015-16

Notes Forming part of the Accounts

1) Significant Accounting Policies

I) METHOD OF ACCOUNTING

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules,2006 and the relevant provisions of the Companies Act, 2013. The financial statements are prepared under the historical cost convention on accrual basis except uncertain expenses and retirement benefit which are accounted in the year of payment or ascertainment of liability and are in accordance with the generally accepted accounting principles.

II) 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 result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

III) FIXED ASSETS & DEPRECIATION :

- a) Fixed assets are stated at cost less accumulated depreciation costs Comprise of cost of acquisition and attributable cost bringing the asset to condition for its intended use.
- b) Depreciation on fixed assets has been provided on straight line method as per useful life prescribed in Schedule II to the companies Act, 2013. Depreciable amount for assets is the cost of an asset or other amount substituted for cost less its estimated residual value.

IV) INVESTMENTS :

Investments are stated at cost.

V) INVENTORY :

The stock –in-trade is being valued at lower of cost or realizable value on FIFO basis.

VI) PURCHASES

Purchases are accounted as per invoice value net of VAT.

VII) SALE

Sale of goods is recognized on delivery to customers and excluding amounts recovered towards VAT.

VIII) EMPLOYEE BENEFITS:

The company has no schemes for employee benefits accordingly liabilities for leave salary, gratuity etc. are not determined, & provided in accounts. It will be paid when liability arises.

IX) TAXES ON INCOME:

Provision for income tax is determined in accordance with the provisions of Income tax Act, 1961, and Accounting Standard AS-22 for taxes on income issued by the Institute of Chartered Accountants of India, Tax expenses both current tax and deferred tax current tax is measured at the amount expected to be discharge to the tax authorities using the applicable tax rates. Deferred tax assets and liabilities are recognized for future tax consequences attributable to timing differences between taxable income and accounting income that are capable of reversing in one of or more subsequent periods and are measured at relevant enacted tax rates.

The above disclosure is made after taking it to account the Principle of materiality.

2) NOTES ON ACCOUNTS :

1. Estimated amount of contracts remaining to be executed on capital account and not provided for **Rs. Nil.**
2. Contingent liability not provided for is also NIL as reported.

3. OTHER ADDITIONAL INFORMATION :-

	2015-16	2014-15
Value of import on CIF basis.	NIL	NIL
Earning in Foreign Currency	NIL	NIL
Expenditure in Foreign Currency	NIL	NIL

4. The amount due to small scale and ancillary under taking is not furnished as the company is in the trading business and purchase of trading goods is from Bloom Dekor Ltd. which is a public company and not a SSI unit.
5. In accordance with accounting standard AS-22 accounting for taxes on income issued by the ICAI the company has accounted deferred taxes during the year.

Major components of deferred tax liability is as under.

- 1) Difference between book depreciation and tax depreciation.

F.Y. 2015-16
32658

F.Y.14-15
40779

6. Figures have been rounded off to the nearest rupee.
7. In the opinion of the board current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business. Provisions of all known Liabilities are adequate and not in excess of the amount reasonably necessary.
8. The confirmation of balances due to / from parties as per accounts of the company are not received. Any adjustment if necessary will be made when the accounts are settled.

9. Related Party Disclosure

Sr. No	NATURE OF RELATIONSHIP	NATURE OF TRANSATION	AMOUNT 2015-16	AMOUNT 2014-15
	Concern wherein Directors Interested			
1	Bloom Dekor Limited	Purchase	681.30 Lacs	788.41 Lacs
	Bloom Dekor Limited	Sales Promotion Expenses	0.08 Lacs	0.56 Lacs

	Bloom Dekor Limited	Freight & Transit-Insurance	NIL	1.44 Lacs
	Bloom Dekor Limited	Discount and Rate Difference received on Purchase	1.54 Lacs	9.03 Lacs
2	Karan Interiors Limited	Interest	1.80 Lacs	1.80Lacs
	<u>Key Management Personal & Relatives.</u>			
1	Sunil S. Gupta	Interest	0.96 Lacs	0.96 Lacs
2	Anuj ZAveri	Remuneration	0	5.35 Lacs
	<u>Associates</u>			
	Madhav Power Pvt Ltd	Loan given	227.89Lacs	Nil

10. **Earning per shares**

<u>Particulars</u>	<u>2015-16</u>	<u>2014-15</u>
1) Profit After Tax	1452952	2927827
2) Weighted average No. of equity Shares	2153881	236875
3) Earning per Share	0.67	12.36

11. The company has not ascertained requirement of AS-15 post employment benefit as per requirement of AS – 15 and has no define policy thereof.

12. **Impairment of Assets AS – 28**

The management has assessed whether there is any impairment of Assets, and accordingly there is no loss on impairment of Assets.

SUNCARE TRADERS LIMITED

F.Y. 2015-16

Notes forming part of the financial statements

Note 3 Share capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Amt. (In Rs.)	Number of shares	Amt. (In Rs.)
(a) Authorised				
Equity shares of Rs.10/- each with voting rights	6,000,000	60,000,000	400,000	4,000,000
(b) Issued				
Equity shares of Rs.10/- each with voting rights	5,611,000	56,110,000	377,500	3,775,000
(c) Subscribed and fully paid up				
Equity shares of Rs. 10/- each with voting rights	5,611,000	56,110,000	377,500	3,775,000
Total	5,611,000	56,110,000	377,500	3,775,000

A. Reconciliation of Shares outstanding at the beginning and at the end of December in reporting year .

Particulars	As at 31 March, 2015		As at 31 March, 2015	
	Number of shares	Amt. (In Rs.)	Number of shares	Amt. (In Rs.)
Equity shares with voting rights				
At the Begning of the year	377,500	3,775,000	190,000	1,900,000
Issued During the year	5,233,500	52,335,000	187,500.00	1,875,000
Outstanding at the end of the year	5,611,000	56,110,000	377,500	3,775,000

B. Details of shares held by each shareholder holding more than 5% shares.

Class of shares / Name of shareholder	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
ANUJ SURESHBHAJ JHAVERI	-	0.00%	40,000	10.60%
ANIKA SUNIL GUPTA	-	0.00%	31,570	8.36%
MANJULA SOMANI (JT.- BINA J SOMANI)	-	0.00%	10,700	2.83%
DR. SUNIL GUPTA (JT. RUPAL GUPTA)	-	0.00%	35,100	9.30%
Robinson WoldWide Ltd.	-	0.00%	187,500	49.67%
KARAN INTERIORS LIMITED	1,234,420	22.00%	70,000	18.54%
INTERFACE FINANCIAL SERVICES LTD	506000	9.02%		
CUPID TRADES & FINANCE LIMITED	488000	8.70%		
SAIANAND COMMERCIAL LIMITED	444000	7.91%		
AMRAPALI CAPITAL AND FINANCE SERVICES LTD	432000	7.70%		
PARICHAY INVESTMENTS LIMITED	382000	6.81%		
KISHOR PRANJIVANDAS MANDALIA	280000	4.99%		
Total	3,766,420		374,870	

Note 4 Reserves and surplus

Particulars	As at 31 March, 2016	As at 31 March, 2015
Securities Premium		
Opening Balance	13125000	-
Add : Addition during the period on issue of shares 1449500 @ of Rs. 70 per Share and 3784000 Shares @ of Rs. 54 Per Share	305801000	
Add : Addition during the period on issue of 1,87,500 shares @ of Rs. 70 per Share		13,125,000
Less : Public Issue Expense	2126536	
Closing balance	316799464	13,125,000
General reserve		
Opening balance	4,433,888	4,433,888
Add: Transferred from surplus in Statement of Profit and Loss	-	-
Less: Utilised / transferred during the year	-	-
Closing balance	4,433,888	4,433,888
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	10,439,783	8,655,513
Add: Profit / (Loss) for the year	1,452,952	2,927,827
Less: Proposed Dividend (previous year Rs. 4)	0	-
interim Dividend Paid	0	943,750
Tax on dividend		
Dividend Distribution Tax F.Y.2013-14	0	9,863
Dividend Distribution Tax F.Y.2014-15	0	189,944
Transfer to: General reserve	-	-
Closing balance	11,892,735	10,439,783
Total	333,126,087	28,810,407

Note 5 Long-term borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Deposits		
Secured	-	-
Unsecured		
From Directors (Sunil Gupta)	897,400	811,000
From Corporate bodies		
Sonika Granities Pvt Ltd.	293,700	-
Sun And Shine Pvt Ltd.	108,500	
Mahavir Impex Ltd.	800,000	
Karan Interiors Ltd.	1,662,000	1,500,000
	2864200.00	1,500,000
		-
Total	3,761,600	2,311,000

Note 6 Differed Tax Assets / Liability (Net)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Differed Tax Liability		
Timing diff. between book and tax depretiation	32658	40,779
Gross Differed Tax Liability	32,658	40,779
Differed Tax Assets	-	-
Net Differed Tax Liabilities	32,658	40,779

Note 7 Short-term borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
Secured Borrowings		
From banks (Working Capital Loan) (Secured against hypothecation of stock of traded goods & book debts)	8,096,884	6,991,049
Unsecured Borrowings	-	-
Total	8,096,884	6,991,049

Note 8 Trade payables

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade payables:		
Creditors for goods	10,226,411	13,279,951
Creditors for Expenses	261,801	290,893
Unpaid Expenditure	89,210	268,329
Total	10,577,422	13,839,173

Note 9 Other current liabilities

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Current maturities of long-term debt		
Secured	-	-
Unsecured		
(b) Statutory remittances		
Professional Tax Payable	800	-
TDS payable	133242	44,050
VAT & CST payable	562883	213,543
(e) Other Payables		
Advance from customers	101,757	159,872
Total	798,682	417,465

Note 10 Short-term provisions

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Provision for Income Tax (net-off Advance tax paid)	375000	314,500
(b) Provision for proposed equity dividend & tax thereon	-	189,944
Total	375,000	504,444

Note 11 Fixed assets

Amt. (In Rs.)

Tangible assets	Gross block				Accumulated depreciation and impairment				Net block	
	As at 31 March, 2015	Additions during the year	Disposals during the year	As at 31 March, 2016	As at 31 March, 2015	For the year	Eliminated on disposal of assets	As at 31 March, 2016	As at 31 March, 2016	As at 31 March, 2015
(a) Computers										
Computers	285,551		180,488	105,063	166,015	29,200	18,396	176,819	46,918	119,536
Computers-95%	331,180	146,488	-	477,668	314,621	20,488	-	335,109	23,885	16,559
(b) Furniture and Fixtures										
Furniture And Fixture	947,659		-	947,659	244,032	90,027	-	334,059	613,600	703,627
(c) Vehicles										
Vehicles	985,985	42,000	985,985	42,000	412,441	17,690	427,311	2,820	39,180	573,544
(d) Office equipment										
Office equipment 95%	-	135,172		135,172	-	58,853	-	58,853	6,758	-
Office equipment	350,172	7,900	135,172	222,900	137,388	24,211	-	161,599	130,862	212,784
Total	2,900,547	331,560	1,301,645	1,930,462	1,274,497	240,469	445,707	1,069,259	861,203	1,626,050
Previous year	2,432,820	467,727	-	2,900,547	978,071	296,426	-	1,274,497	1,626,050	1,454,749

Note:-

Depreciation for the year includes Prior Year Depreciation Adjustment of Rs. 70801

Note 12 Non-current investments

Particulars	As at 31 March, 2016			As at 31 March, 2015		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
	Amt. (In Rs.)	Amt. (In Rs.)	Amt. (In Rs.)	Amt. (In Rs.)	Amt. (In Rs.)	Amt. (In Rs.)
Investment in Associates						
Investment in equity instruments						
Madhav Power Pvt. Ltd.						
(1,04,400 Shares at the rate of Rs.929/- each fully paid) (Face value RS.10/- each at a premium of Rs.919/-)	-	96,987,600	96,987,600	-	96,987,600	96,987,600
(227600 Shares at the rate of Rs.932/- each fully paid) (Face value RS.10/- each at a premium of Rs.922/-)		212,123,200	212,123,200			
Madhav Power Pvt. Ltd. (Share application money)	-		-	-	112,400	112,400
NSC	-	5,000	5,000	-	5,000	5,000
Total investments	-	309,115,800	309,115,800	-	97,105,000	97,105,000

Note 13 Long-term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	`Amt. (In Rs.)	`Amt. (In Rs.)
(a) Security deposits		
Unsecured, considered good	230,499	230,499
	230,499	230,499
(b) Advance income tax (net of provisions) Unsecured, considered good	-	
(c) Balances with government authorities		
Unsecured, considered good		
Income Tax Refund	-	77,140
Total	-	77,140
(d) Other loans and advances		
Secured, considered good	37,520,047	-
Unsecured, considered good		-
Total	37,750,546	307,639

Note 14 Inventories

Particulars	As at 31 March, 2016	As at 31 March, 2015
	`Amt. (In Rs.)	`Amt. (In Rs.)
Stock-in-trade (acquired for trading)		
Laminates	16,724,454	20,270,234
Plywoods	538,019	528,574
Total	17,262,473	20,798,808

Note 15 Trade receivables

Particulars	As at 31 March, 2016	As at 31 March, 2015
	`Amt. (In Rs.)	`Amt. (In Rs.)
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Secured, considered good		
Unsecured, considered good	514657	319,534
Doubtful	293695	971,850
	808,352	1,291,384
Other Trade receivables		
Secured, considered good		
Unsecured, considered good	20970944	16,151,176
Doubtful	-	-
	20,970,944	16,151,176
Total	21,779,296	17,442,560

Note 16 Cash and cash equivalents

Particulars	As at 31 March, 2016	As at 31 March, 2015
	`Amt. (In Rs.)	`Amt. (In Rs.)
(a) Cash on hand	5519	108,615
(b) Balances with banks (Current Account)	707321	584,901
Total	712,840	693,516

Note 17 Short-term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	`Amt. (In Rs.)	`Amt. (In Rs.)
(a) Loans and advances to employees		
Secured, considered good	-	-
Unsecured, considered good	19,200	1,000
Sub- Total	19,200	1,000
(b) Prepaid expenses - Unsecured, considered good		
Prepaid IPO Expenditure	0	56186
Prepaid Computer AMC	5753	0
Prepaid Insurance	2423	9072
Sub- Total	8,176	65,258
(c) Others (specify nature)		
Unsecured, considered good	157,782	33,900,000
Excess Dividend Paid(Recoverable Net)	0	6,250
(d) Deposits		
Deposit with BSE	2421817	-
(e) Loan to Associates		
Madhav Power Pvt Ltd	22,789,200	-
Sub- Total	25,368,799	33,906,250
Grand Totals	25,396,175	33,972,508

Note 18 Revenue from operations

Note	Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
		Amt. (In Rs.)	Amt. (In Rs.)
(a)	Trading sales (Note- i)	90,707,783	95,079,218
(b)	Sale of services (Note- ii)	-	-
(c)	Other operating revenues (Note- iii)	183,092	144,719
	Total	90,890,875	95,223,937

Note	Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
		Amt. (In Rs.)	Amt. (In Rs.)
(i)	Sale of products comprises		
	Sale of traded goods		
	Laminates	92541374	97,110,075
	Plywoods / MDF / Doors	98532	191,584
		92,639,906	97,301,659
	Less: Sales Returned-Laminates	882016	870,440
	Project Discount	2961	62,991
	Advance Payment Discount	191566	294,292
	Quarterly Quantity Discount	253478	402,973
	Quality claim	1565	58,754
	Cash Discount	25824	57,510
	Trade Discount	530989	453,664
	Rate Differnce on Sales	99443	48,658
	Rounding off	12	-
	Texture Discount	-	131
		1,987,854	2,249,413
	Add : Frieght	15950	26900
	Rate Differnce on Sales	10011	0
	Forwarding & Handeling Charges	29770	0
	Rounding off	0	72
		55,731	26,972
	Total - Trading sales	90,707,783	95,079,218
(ii)	Sale of services	-	-
(iii)	Other operating revenues comprise:		
	Discount On Purchase	64,675	-
	Rate Diff On Purchase	88,900	-
	Credit Balance w/off	29,517	144,719
	Total - Other operating revenues	183,092	144,719

Note 19 Other income

Note	Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
		Amt. (In Rs.)	Amt. (In Rs.)
(a)	Other non-operating income		
	Profit on Sale of fixed Assets	5295	-
	Total	5,295	-

Note 20.a Purchase of traded goods

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	Amt. (In Rs.)	Amt. (In Rs.)
Laminates	74514922	83,618,153
Plywoods / MDF / Doors	102774	258,056
	74,617,696	83,876,209
Add : Freight Inward / Octroi & Insurance	1096799	1,258,953
Round Off	0	267
Rate difference on purchase	9140	-
I.T.C. Vat	15215	25,139
	1,121,154	1,284,359
Less : Rate difference on purchase	0	29,411
Trade Discount	704	-
Cash Discount	2123	-
Quality Claim	16115	13,641
Discount on Purchase	7763	905,814
Project Discount	0	10,100
	26,705	958,966
Total	75,712,145	84,201,602

Note 20.b Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	Amt. (In Rs.)	Amt. (In Rs.)
Stock-in-trade at the end of the year:		
Laminates	16724454.00	20,270,234
Plywoods / MDF / Doors	538019.00	528,574
	17,262,473	20,798,808
Stock-in-trade at the beginning of the year		
Laminates	20270235.00	15,910,872
Plywoods / MDF / Doors	528574.00	457,432
	20,798,809	16,368,304
Net (increase) / decrease	3,536,336	(4,430,504)

Note 21 Employee benefits expense

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	Amt. (In Rs.)	Amt. (In Rs.)
Conveyance Allowance	-	-
Salary	3495783	2,540,303
Ex-Gratia Expense	0	44,650
Directors' Remuneration	0	534,800
Total	3,495,783	3,119,753

Note 22 Finance costs

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	Amt. (In Rs.)	Amt. (In Rs.)
(a) Interest expense on:		
(i) Borrowings	1,215,740	1,271,808
(ii) Others	17,410	19,158
Total	1,233,150	1,290,966

Note 23 Other expenses

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Payments to the auditors comprises		
As auditors - statutory audit & tax audit	90,000	104,280
For Taxation matters	30,000	45,000
VAT Audit	12,000	9,000
	132,000	158,280
Bank Charges	33,070	34,093
Computer Exp.	24,562	16,625
Conveyance Exp.	206,425	240,347
Diwali Boni	1,100	-
Discounts & Claims	542,618	454,364
Diessel Expense (For Tempo)	20,405	183,856
Electricity Exp.	58,638	50,921
Electric Exp	-	5,150
Entertainment Exp.	3,042	10,626
Godown / Office Rent/ Amenities	982,713	1,106,098
Insurance Exp.	53,179	61,760
Legal & Professional Exp.	183,831	136,584
MVAT Registratation Charges	-	5,025
Loading & Unloading Exp.	428,835	840,388
Share Capital Increase Exp	-	72,081
Misc. Exp.	734	4,575
Motor Car Exp.	53,370	107,424
Municipal Tax	14,255	14,570
Office / Godowen Expenses	69,490	75,961
Postage & Telegram Exp.	37,581	50,327
Printing & Stationery Exp.	47,634	61,152
Professional Tax (Company)	2,400	2,400
Repairs & Maintenance	24,155	37,692
Service Tax Expenses	4,782	5,601
VAT Exp	13,335	-
Tea & Refreshment (Offi. Godown)	64,392	81,175
Telephone & Fax Exp.	197,670	230,808
CST paid	16,282	13,028
Vehicle Repairing	15,215	-
Advertisement Exp.	25,000	5,000
Bad Debts Written Off	137,000	823,488
Sales Promotion Exp.	30,971	114,192
Commission On Sales	-	8,440
Freight Outward / Transportation	669,910	870,730
Loss On sale of Computer	9604	-
Loss On sale of Car	55,969	-
Kasar	21,291	230,100
Packing & Forwarding	66,894	99,435
Bonus	45,600	-
Staff & Labour Welfare	440	3,480
Gift Exp.	47,110	63,995
Travelling Exp.	149,240	126,934
Total	4,490,742	6,406,705

Note : 24 Earning Per Share (EPS)

Net profit after tax has been used as numerator and no. of shares has been used as denominator for calculating the basic and diluted Earning Per Shars.

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	Amt. (Rs.)	Amt. (Rs.)
Face Value per Share (In Rs.)	10	10
Net Profit after Tax	1,452,952	2,927,827
Weighted average no. of shares	2,153,881	236,875
Basic and diluted Earning Per Share	0.67	12.36

SUNCARE TRADERS LIMITED
CIN: U51909GJ1997PLC031561
 Regd. Office: 7, Shree Shakti Estate, Behind Milan Complex,
 Sarkhej- Sanand Cross Road, Sarkhej Ahmedabad-382210
 Phone: +91-079- 29096047/29006511
 Email: sctl31561@gmail.com, Website:www.sctl.in

ATTENDANCE SLIP FOR ATTENDING ANNUAL GENERAL MEETING

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

*Applicable for investor holding shares in electronic form.

I/we hereby record my/our presence at the 19th Annual General Meeting of the Members of **Suncare Traders Limited** to be held on Friday, September 30, 2016 at 05.30 p.m. at the Registered Office of the Company situated at Ahmedabad Chapter of WIRC of ICSI, ICSI-Maneklal Mills Complex, S-2, B Tower Chinubhai Towers, Opp. Handloom House, Ashram Road, Ahmedabad- 380009.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

Notes:

1. A Member/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the Meeting and handover at the entrance duly signed.
2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.

SUNCARE TRADERS LIMITED
CIN: U51909GJ1997PLC031561
Regd. Office: 7, Shree Shakti Estate, Behind Milan Complex,
Sarkhej- Sanand Cross Road, Sarkhej Ahmedabad-382210
Phone: +91-079- 29096047/29006511
Email: sctl31561@gmail.com, Website:www.sctl.in

Form No. MGT-11

PROXY FORM

*(Pursuant to section 105(6) of the Companies Act, 2013 and
 rule 19(3) of the Companies (Management and Administration) Rules, 2014)*

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

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

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual General Meeting of the Members of Suncare Traders Limited to be held on Friday, September 30, 2016 at 05.30 p.m. at the Ahmedabad Chapter of WIRC of ICSI, ICSI-Maneklal Mills Complex, S-2, B Tower Chinubhai Towers, Opp. Handloom House, Ashram Road, Ahmedabad- 380009 any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Businesses:

1. To receive, consider and adopt:
 - a) The Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board and Auditors thereon; and
 - b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Auditors thereon;
2. To appoint a Director in place of Mr. Sunil Gupta (DIN: 00012572), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditor and to fix their remuneration.

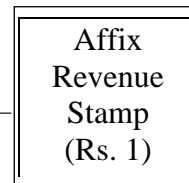
Special Businesses:

4. Increase in Borrowing Power of the Company.
5. Creation of security on the properties of the Company, both present and future, in favor of lenders.

Signed this.....day of.....2016

Signature of shareholder

Signature of Proxy holder(s)



Note:

1. This form of proxy in order to be effective should be duly completed, signed, stamped and be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
2. The proxy need not to be a member of the Company.

SHAREHOLDERS ARE REQUESTED TO SUBMIT THIS FORM TO THE DEPOSITORY PARTICIPANT

To, (Name of the Depository Participant)

Updation of Shareholder Information

I / We request you to record the following information against my/our Folio No./DP ID/Client ID :

General Information:

Folio No. /DP ID /Client ID :	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details.

I /We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I /we would not hold the Company /RTA responsible. I/ We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I /We understand that the above details shall be maintained till I /we hold the securities under the above mentioned Folio No. /beneficiary account.

Place:

Date:

Signature of Sole Holder/ First Holder