

Sunayana Investment Company Limited

STATEMENT OF ACCOUNTS
FOR THE PERIOD ENDED 30TH SEPTEMBER, 2012

: *Auditors* :
P. K. SINHA & CO.
CHARTERED ACCOUNTANTS

NOTICE

Notice is hereby given that the Annual General Meeting of the Members of SUNAYANA INVESTMENT COMPANY LIMITED will be held on 29th September, 2012 at 10.00 A.M at 130, Maruti Nagar, Street No. 2, Sanwer Road, Indore - 452001 (Madhya Pradesh), to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2012, and the Profit and Loss Account for the year ended as on that date together with the Reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr. Badal Saha, who retires by rotation and being eligible offered himself for re-appointment;
3. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary resolution:

"RESOLVED THAT Mr. Sujoy Kumar Sinha, who was appointed as an additional director of the company and who holds office upto the date of this Annual General Meeting in terms of Section 260 of the Companies Act, 1956 and in respect of whom the company has received a notice pursuant to Section 257 of the act, be and is hereby appointed as director of the company.

By Order of the Board
For Sunayana Investment Company Limited
Sd/-
Bimal Parikh
Director

Place: Kolkata

Date: 23rd July, 2012

NOTES:

1. A member entitled to attend and vote at this meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the company. Proxies in order to be effective must be received at the Registered Office of the company not less than Forty Eight hours before the meeting.
2. Members are requested to notify any correction /change in their name /address including Pin Code number immediately to the Company. In the event of non – availability of Members latest address either in the Companies records members are likely to miss notice and other valuable correspondence sent by the company.
3. Members are requested to kindly mention their Folio Number in all their correspondence to enable prompt reply to their queries.
4. Members are requested to bring the Notice of the meeting along with the Attendance slip with them duly filled in and hand over the same at the entrance of the Meeting Room.
5. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days, between 11.00 a.m. to 1.00 p.m. except holidays up to the date of AGM and at AGM.
6. The Register of Member and the Share Transfer Books of the Company will remain closed from **27th September 2012, to 29th September 2012 (both days inclusive)**.
7. Members desirous of getting any information about of the Company, are requested to send their queries so as to reach at-least ten days before the meeting at the Registered Office of the Company, so that the information required can be made readily available at the meeting.
8. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/ transmission of name/transposition of name.
9. Member holding shares in physical form and wishing to avail of the nomination facility, are requested to send the duly filled in nomination in the prescribed form (form 2B) to the Company at the Registered Office of the Company.
10. Members are requested to bring copies of Annual Report to the Annual General Meeting.
11. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to the Company.

By Order of the Board
For Sunayana Investment Company Limited
Sd/-
Bimal Parikh
Director

Place: Kolkata

Date: 23rd July, 2012

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 IN RESPECT OF THE SPECIAL RESOLUTION SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING:

Item 4:

Mr. Sujoy Kumar Sinha was appointed as an Additional director of the Company in terms of Section 260 of the Companies Act, 1956 ('the Act'). Due notice under Section 257 of the Act has been received from a member of the company proposing his appointment as Director of the Company. Requisite consent has been filed by Mr. Sujoy Kumar Sinha, pursuant to the provisions of Section 264(1) of the Act, to act as a Director, if appointed. The Board recommends the resolution as set out in Item No. 4 for the approval of the members.

None of the Directors of the Company, except Mr. Sujoy Kumar Sinha is concerned or interested in this resolution.

By Order of the Board
For Sunayana Investment Company Limited
Sd/-
Bimal Parikh
Director

Place: Kolkata

Date: 23rd July, 2012

DIRECTOR'S REPORT

To,
The Members,
SUNAYANA INVESTMENT COMPANY LIMITED
Indore.

Your Directors are pleased to present their Annual Report on the Business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS

The financial performance of your Company for the year ended March 31, 2012 is summarized below:

Particulars	(Rupees in Lacs)	
	Year Ended 31.03.2012	Year Ended 31.03.2011
Income	-	-
Expenses	0.04	0.04
Operating Profit	(0.04)	(0.04)
Less: Tax	-	-
Profit/ (Loss)After Tax	(0.04)	(0.04)
Balance brought forward	(24.09)	(24.05)
Balance carried forward	(24.13)	(24.09)

YEAR IN RETROSPECT

During the year, there was no business activity in the Company.

DIVIDEND

The Board of Directors does not recommend any Dividend for the year under review.

GREEN INITIATIVE IN CORPORATE GOVERNANCE

The Ministry of Corporate Affairs has undertaken "Green initiative in Corporate Governance" and allowed Companies to share documents with its shareholders through an electronic mode. Members are requested to support their green initiative by registering/updating their email addresses, in respect of shares held with the Company.

PUBLIC DEPOSITS

During the year, your Company has not accepted any Deposits under Section 58A and Section 58AA of the Companies Act, 1956, read with Companies (Acceptance of Deposits) Rules, 1975.

SUBSIDIARY COMPANIES

The Company does not have any subsidiary Company within the meaning of section 4 of the Companies Act, 1956. Thus the Company is not required to furnish a statement pursuant to the provisions of Section 212 of the Companies Act, 1956.

CONSOLIDATED FINANCIAL STATEMENTS

The Company does not have any subsidiary Company within the meaning of section 4 of the Companies Act, 1956. Thus the provisions in respect of submission of consolidated financial results are not applicable to the Company.

AUDITORS AND COMMENTS ON AUDITORS REPORT

The Statutory Auditors M/s P K Sinha & Co., Chartered Accountants, Kolkata, having Membership No 51666 holds office until the conclusion of the ensuing Annual General Meeting and is eligible for reappointment.

The Company has obtained a certificate as per section 224(1B) of the Companies Act, 1956 to the effect that their appointment, if made, would be within the limits prescribed therein.

DIRECTORS

Mr. Sujoy Kumar Sinha was appointed as Additional Director of the Company i.e. 2nd July, 2012. He hold office up to the date of ensuing Annual General Meeting. Notice has been received in writing from members proposing their appointment as the Directors of the Company. Mr. Ashok Kumar Kejriwal has resigned as the Directors of the Company from 14th July, 2012 & Board appreciates the valuable contribution made to the Company. Mr. Badal Saha, Director of the Company who retire by rotation & is eligible for re-appointment.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of section 217 (2AA) of the Companies Act, 1956, in relation to the Annual Financial Statements for the Financial year 2011-2012, your Directors confirm the following:

- a In the preparation of the annual accounts, applicable accounting standards have been followed along with proper explanation relating to material departures.
- b That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- c That the Directors have taken sufficient and proper care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting material fraud and other irregularities.

d That the Directors have prepared the Annual Accounts on a going concern basis.

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

The information required under Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 with respect to Conservation of Energy and Technology Absorption is not furnished as the Company does not fall under the category mentioned in the abovementioned rules.

PARTICULARS OF EMPLOYEES

During the year under review, no employee of the Company was in receipt of remuneration exceeding the sum prescribed under section 217(2A) of the Companies Act 1956, read with the Companies (particulars of employees) Rules 1975.

LISTING

The Shares of your Company are presently listed on
A) The Calcutta Stock Exchange Limited

The Company has paid the listing fees for the current financial year to the Stock Exchange.

ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation and acknowledge with gratitude the support and co-operation extended by the clients, employees, vendors, bankers investors, media financial institutions, and both the Central and State Governments and their agencies and look forward to their continued support.

**By Order of the Board
For Sunayana Investment Company Limited**

**Sd/-
Bimal Parikh
Director**

Date: 23rd July, 2012



AUDITORS' REPORT

To
The Members
M/s. Sunayana Investment Company Limited

We have audited the annexed Balance Sheet of M/S. SUNAYANA INVESTMENT COMPANY LIMITED as at 30th September, 2012 and the Profit & Loss Account for the Period ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

1. Comments as required by The Companies (Auditors' Report) Order, 2003 issued by the Company Law Board in terms of Section 227(4A) of the Companies Act, 1956, are not applicable in the instant case.
2. Further to our comments in the annexure referred to above, we report that :
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of the audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the Company so far it appears from our examination of the books.
 - c) The Balance Sheet and Profit & Loss Account referred to in this report are in agreement with books of accounts.
 - d) In our opinion the Balance Sheet and Profit & Loss Account dealt with by this report comply with the Accounting Standards referred to in subsection (3c) of section 211 of the Companies Act, 1956.
 - e) According to the information and explanations given to us and on the basis of written representations received from the Directors as on 30th September, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 30th September, 2012 from being appointed as a director in terms of clause (g) subsection (i) of section 274 of the Companies Act, 1956.
 - f) Subject to the above and read with accounting policies and notes appearing in Note - 8, in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.



- i) In case of Balance Sheet, of the state of affairs of the Company as at 30th September, 2012.
- ii) In case of Profit & Loss Account, of the **Loss** of the Company for the Period ended on that date.

Place : Kolkata
Dated : The 5th day of October, 2012.



For P. K. SINHA & CO.

A handwritten signature in black ink, appearing to read "P. K. Sinha".

(C. A P. K. Sinha, F.C.A.)
Proprietor

CHARTERED ACCOUNTANTS

SUNAYANA INVESTMENT COMPANY LIMITED
Balance Sheet as at 30th September, 2012

Particulars	Note No.	As at 30th September, 2012	As at 31 March, 2012
		₹	₹
A EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	1	2,400,000.00	2,400,000.00
(b) Reserves and Surplus	2	(2,457,000.00)	(2,413,422.61)
2 Share Application Money Pending Allotment		57,000.00	-
3 Non - Current Liabilities			
Unsecured Loans	3	-	16,000.00
4 Current Liabilities			
Other Current Liabilities	4	-	6,618.00
TOTAL		-	9,195.39
B ASSETS			
1 Non - Current Assets			
Fixed Assets			
Tangible Assets	5	-	513.60
2 Current Assets			
Cash and Cash Equivalents	6	-	8,681.79
NOTES TO ACCOUNTS	8		
TOTAL		-	9,195.39

In terms of our separate report attached of even date.

DIRECTORS

For P. K. SINHA & CO.



(CA P. K. SINHA, FCA)

Proprietor

CHARTERED ACCOUNTANTS

Dated : The 5th day of October, 2012

SUNAYANA INVESTMENT COMPANY LIMITED

Statement of Profit & Loss for the Period from 1st September, 2012 to 30th September, 2012

Particulars	Note No.	30th September, 2012	31st, March, 2012
		₹	₹
1 Revenue from Operations		-	-
2 Other Income (Profit on Sale of Fixed Asset)		5,744.07	-
3 Total Revenue (1+2)		5,744.07	-
4 Expenses	7	8,319.46	4,422.00
Other Expenses		8,319.46	4,422.00
Total Expenses			
5 Profit / (Loss) Before Tax (3 - 4)		(2,575.39)	(4,422.00)
6 Tax Expense:		-	-
7 Profit / (Loss) for the Period (5 - 6)		(2,575.39)	(4,422.00)
8 Earnings Per Share (of ₹. 10/- each):			
(a) Basic		NIL	NIL
(b) Diluted			
NOTES TO ACCOUNTS	8		

In terms of our separate report attached of even date.

DIRECTORS

For P. K. SINHA & CO.



P. K. Sinha
(CA P. K. SINHA, FCA)

Proprietor
CHARTERED ACCOUNTANTS

Dated : The 5th day of October, 2012

SUNAYANA INVESTMENT COMPANY LIMITED

Schedules forming part of the Accounts for the Period from 1st September, 2012 to 30th September, 2012

	30th September, 2012	31st March, 2012
	₹	₹
NOTE - 1 : SHARE CAPITAL		
<u>Authorised :</u>		
250,000 Equity Shares of ₹. 10/- each	2,500,000.00	2,500,000.00
<u>Issued, Subscribed & Paid up :</u>		
240,000 Equity Shares of ₹. 10/- each, fully Paid up	2,400,000.00	2,400,000.00
NOTE - 2 : RESERVES & SURPLUS		
<u>Surplus/(Deficit) in Statement of Profit & Loss:</u>		
Balance b/d	(2,413,422.61)	(2,409,000.61)
Add: Surplus /(Deficit) till 31st August, 2012	(41,002.00)	-
Add: Surplus /(Deficit)	(2,575.39)	(4,422.00)
	(2,457,000.00)	(2,413,422.61)
NOTE - 3 : UNSECURED LOANS		
Advance from Directors	-	16,000.00
	-	16,000.00
NOTE - 4 : OTHER CURRENT LIABILITIES		
Liabilities for Audit fees	-	6,618.00
	-	6,618.00
NON-CURRENT ASSETS		
NOTE - 5 : FIXED ASSETS		
<u>Furniture & Fixture :</u>		
Gross Block	-	24,872.60
Less : Depreciation up to last year	-	24,246.00
	-	626.60
Less : Depreciation for the year	-	113.00
Net Block	-	513.60
CURRENT ASSETSS		
NOTE - 6 : CASH & CASH EQUIVALENTS		
Cash in Hand	-	362.33
<u>Balances with Scheduled Banks & in Current Accounts:</u>		
UCO Bank Kolkata	-	7,131.42
UCO Bank Bombay	-	1,188.04
	-	8,681.79
NOTE - 7 : OTHER EXPENSES		
Audit Fees	-	3,309.00
Bank Charges	8,319.46	-
Depriciation	-	113.00
Printing & Stationery	-	225.00
Postage & Telegram	-	775.00
	8,319.46	4,422.00
NOTE - 8 : NOTES TO ACCOUNTS		
1) <u>ACCOUNTING POLICIES:</u>		
(a) The Company has maintained accounts on Mercantile System of Accounting and in accordance with the Accounting Standards applicable to the company except as prescribed under A5-22 for the year under report since there is no assurance of earning revenue in near future.		
(b) The Company has incurred losses and the Net Worth of the Company is completely eroded.		

Dated : The 5th day of October, 2012



For P. K. SINHA & CO.

(Signature)
(CA P. K. SINHA, FCA)

Proprietor

CHARTERED ACCOUNTANTS

Sunayana Investment Company Limited
 130, Maruti Nagar, Street No. 2, Indore – 452001 Madhya Pradesh
 Tel No.: 222-3248, Email Id: sunayanaicl@gmail.com

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall.

Name and Address of the Member	Registered Folio No.	Client ID & DP ID No.	Number of Shares held

I/We hereby record my/our presence at the Annual General Meeting of the Company to be held on 29th September, 2012 at 10.00 A.M. at the Registered Office of the Company situated at 130, Maruti Nagar, Street No. 2, Indore – 452001, Madhya Pradesh.

Signature of the Member or the Proxy Attending the Meeting

If Member, please sign here	If Proxy, please sign here

Note: members are requested to bring their copies of Notice and the Annual Report to the meeting as the same will not be circulated at the meeting.

Sunayana Investment Company Limited
 130, Maruti Nagar, Street No. 2, Indore – 452001 Madhya Pradesh
 Tel No.: 222-3248, Email Id: sunayanaicl@gmail.com

PROXY CUM BALLOT FORM

I/We _____ of _____ being Member/ Members of Sunayana Investment Company Limited, hereby appoint _____ of _____ or failing him/ her _____ of _____ as my/ our proxy to attend and vote on my/ our behalf at the Annual General Meeting of the Company to be held on 29th September, 2012 at 10.00 A.M. at the Registered Office of the Company situated at 130, Maruti Nagar, Street No. 2, Indore – 452001 Madhya Pradesh and at any adjournment thereof.

Signed this _____ day of _____ 2012.

L.F. No. / DP ID and Client ID _____ No. of Shares held _____ Affix Revenue

Stamp Signed on this _____ day of _____ 2012.

Signed by the said _____

Signature of Proxy _____

Attested by Shareholder _____

Affix Rs.1/- Revenue Stamp here & Sign

Particulars	For	Against
Ordinary Business		
1. Adoption of Financial Statements for the year ended March 31, 2012		
2. Re-appointment of Mr. Badal Saha, who retires by rotation.		
3. Re-appointment of M/s. P. K. Sinha & Co., Chartered Accountants as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting.		
Special Business:		
4. Appointment of Mr. Sujoy Kumar Sinha as an Independent Director.		

Note: The Proxy form duly completed must be deposited at the Registered Office of the Company, not less than 48 hours before the time of holding the meeting. The Proxy need not be a member of the Company.