

19th Annual Report

(Year Ended 31st March, 2011)

"Source That Never Ends"



SUN SOURCE (INDIA) LIMITED

सन सोर्स (इन्डिया) लिमिटेड

NOTICE

The Nineteenth Annual General Meeting of the members of M/s. **SUN SOURCE (INDIA) LIMITED** is scheduled to be held on Thursday, the 29th September, 2011 at 11.00 A.M. at its Registered Office Situated at One- Sonal Industrial Estate (Khoda), Sanand Viramgam Highway, Ahmedabad - 382170 to transact the following business:

ORDINARY BUSINESS:

- (1) To receive, consider and adopt the Balance Sheet as at 31st March, 2011, Profit and Loss Account for the year ended on that date together with Reports of Directors' and the Auditors' thereon.
- (2) To appoint Mr. Ikshit Amin as a Director, who retires by rotation and offer himself to re-appoint as a director of the Company.
- (3) To re-appoint Statutory Auditors of the Company and to fix their remuneration.

NOTES:

- (1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF TO ATTEND AND VOTE AT THE MEETING. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY MUST BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME AT WHICH THE MEETING IS SCHEDULED TO BE HELD. THE PROXY FORM IS ATTACHED HEREWITH.
- (2) Register of Index and Registers of members shall remain closed for a period from 26th September, 2011 to 29th September, 2011 (Both days inclusive).

Registered Office :-

One- Sonal Industrial Estate (Khoda),
Sanand Viramgam Highway,
Ahmedabad - 382170

By order of the Board of Directors

Place: - Khoda, Ahmedabad

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Chairman

Date: - 30th May, 2011

SUN SOURCE (INDIA) LIMITED

DIRECTORS' REPORT

To,

The Members
SUN SOURCE (INDIA) LIMITED

Your Directors are pleased to present the Nineteenth Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2011.

SUMMARIZED OPERATIONAL RESULTS:

	For the Year ended <u>31.03.2011</u>	For the Year ended <u>31.03.2010</u>
Sales (Net)	13,962,175	3,800,710
Profit before Tax	1,12,712	45,489
Provision for taxation	1,50,000	NIL
Net Profit after Tax	-37,279	45,489
Balance Carried to Balance Sheet	2,004,888	2,169,717

DIVIDEND:

During the year under consideration, due to loss the board could not recommend dividend for the year under consideration and regret for the same.

REVIEW OF CURRENT PERFORMANCE:

As you all know that since last three – four years your company has started functioning and as a result the year under consideration has generated revenue of just Rs. 139.62 lacs as against Rs. 38.00 lacs for the previous year. It means the company has achieved a growth by 367%. However due to previous years' losses, the company is not in a position to generate Profit. The board is also of the view that the revenue being generated by the company is not to the expectation and all the positive efforts are now being put by the board to expand the activities of the company including introduction of new line of activities in tune with the present market need.

During the current year your company is targeting to achieve the turnover of Rs. 350 lacs. The management of the company is also putting all the efforts to install all the technical equipments at Rajasthan so that production of non-conventional power generation can start. Even, very recently, the Central Government has introduced subsidiary scheme for this kind of project and as a result, the company is anticipating to generate profit in subsequent years.

The company has also started recruiting employees so the target can be archived easily in a scheduled time.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements under Section 217 (2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended 31st March, 2011, the applicable accounting standards have been followed along with proper explanation relating to material departures wherever necessary;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that were 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 loss of the Company for the year under review.
- (iii) That the Directors have taken proper and sufficient 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 fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2011 on a 'Going Concern' basis.

AUDITORS OBSERVATIONS

The auditors in their report has qualified that the company has failed to make provisions in respect of deferred tax liability. This was mainly due to reasons that the company was virtually defunct company and was not doing any commercial activity. However, the board is of the view that over a next few years qualifications as provided in the report of auditors will be taken care and the company will be fully compliance company..

AUDITORS:

M/s. Joshi Jain and Co., Chartered Accountants, Vadodara, the auditors of the Company, shall retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. They have furnished a certificate to the effect that their proposed re-appointment if made, will be in accordance with sub-section (1B) of Section 224 of the Companies Act, 1956.

INSURANCE:

All moveable and fixed Assets are adequately insured

DISCLOSURES:

- (a) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN

EXCHANGE EARNINGS/OUTGO:

The particulars prescribed by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not applicable mainly due to reason that the company has not carried out any commercial activity and also nature of business and hence not provided for.

(b) ENVIRONMENTAL CONTROL AND ABATEMENT OF POLLUTION:

Your Company is not in manufacturing business and hence not generating pollution and hence not applicable.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their sincere thanks for the valuable assistance and guidance given by Banks, Central Government and State Government from time to time. Your Directors also wish to note the dedicated services of all the officers and employees of the Company.

Registered Office:

One- Sonal Industrial Estate (Khoda),
Sanand Viramgam Highway,
Ahmedabad - 382170

By order of the Board of Directors

Place: - Khoda, Ahmedabad

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Chairman

Date: - 30th May, 2011

SUN SOURCE (INDIA) LIMITED

REPORT ON CORPORATE GOVERNANCE

A. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

The Company has accepted the concept of Corporate Governance as challenge and committed to achieve highest level of Corporate Governance. The Corporate Governance is nothing but transparency, high level of disclosure and fairness and unbiased to the members of the company. To achieve the highest level of Corporate Governance, the Company has developed a team of educated, experienced, qualified management team. The Board of Directors of the Company effectively monitor the Management progress and corporate decisions.

B. BOARD OF DIRECTORS

As per the requirements of Corporate Governance, the composition of Board of Directors consisting only of Non Executive Directors and some of them are independent directors.

Composition and Category of Board of Directors

Presently, the Company has 4 (Four) Directors of whom two directors are independent directors. The details of each such directors are;

Sr. No.	Name of Directors	Category of Directorship	Directors inter se relationship, if any	No. of other Directorship/Firm	No. of Committee positions held in other Public Company		No. of Share/ (%)
					Chair man	Member	
1	Mr. Ashok Kantilal Gajjar	Promoter/ Non Executive Director	Mrs. Priti Kurendu Amin is Daughter	Nil	Nil	Nil	0.03
2	Mrs. Priti Kurendu Amin	Non Executive Director	Mr. Ashok Gajjar is Father	Nil	Nil	Nil	Nil

3	Mr. Ikshit Manish Amin	Non Executive/ independent Director	N.A.	Nil	Nil	Nil	Nil
4	Mr. Dinesh Velji Patel	Non Executive/ independent Director	N.A.	Nil	Nil	Nil	Nil

- Mr. Ashok Gajjar is the Chairman of the Company, None of the Directors are inter related with each other's except Mr. Ashok Gajjar and Mrs. Priti Amin.
- No. of Board Meetings held during 01-04-2010 to 31-03-2011

During the financial year, Board of Director met 6 times. The dates of such Board Meetings are: -

- May 28, 2010
- July 15, 2010
- September 13, 2010
- September 30, 2010
- November 10, 2010
- February 14, 2011

ATTENDANCE OF DIRECTORS

Directors	Attended	Last Annual General Meeting Attended
Mr. Ashok Gajjar	6/6	YES
Mrs. Priti Amin	6/6	YES
Mr. Ikshit Amin	6/6	YES
Mr. Dinesh Patel	6/6	YES

PARTICULARS OF DIRECTORS RETIRING BY ROTATION AND BEING REAPPOINTED.

Mr. Ikshit Amin, Director is retiring by rotation at the Annual General Meeting and being eligible for the reappointment.

Mr. Amin is B com by qualification and having total experience of 14 years in the field of Education, Real Estate, Automobiles, Power, Mining etc.

Mr. Amin is not holding any equity shares of the company and he is not a Director in any listed company or member of any committee of listed company.

C. **AUDIT COMMITTEE**

Terms of Reference:

The terms of reference of this committee cover the matters specified for Audit committee under revised Clause-49 of the Listing Agreement as well as in section 292A of the Companies Act, 1956.

Composition:

The reconstituted audit committee comprising of following members: -

- Mr. Ikshit Amin
- Mr. Dinesh Patel
- Mr. Ashok Gajjar

Mr. Ikshit Amin, is a Chairman of Audit Committee and not holding any directorship in any other company

Meetings and attendance:

In the financial year, the audit committee met 6 times i.e. 28.05.2010, 15.07.2010, 13.09.2010, 30.09.2010, 10.11.2010 and 14.02.2011 All the members were present in all the meetings.

D. **REMUNERATION COMMITTEE:**

No remuneration is being paid to any director of the company. Even its a non mandatory requirement, the company has not constituted remuneration committee.

E. **INVESTORS' GRIEVANCE AND SHAREHOLDERS' COMMITTEE**

As per the requirements of Listing Agreement, the Investor Grievance and Share Transfer Committee comprising of Mr. Ashok Gajjar, Mr. Ikshit Amin and Mr. Dinesh Patel.

Mr. Ashok Gajjar is the Chairman of the Committee.

Mr. Ashok Gajjar is acting as Compliance Officer for all committee referred above.

During the year the company has not received any complaints, grievance from the shareholders. No Complaint or grievance is pending. Whatever the requests for transfer and transmission, dematerialisation etc. from the shareholders were considered well in time and none of the request is pending with the company as on the date of this report.

F. GENERAL BODY MEETING

Location and time of last three Annual General Meeting.

Year	Date and Time	Location
2009-2010	Sept 30, 2010 10:30 AM	1, Sonal Industrial Estate Khoda, Sanand Viramgam Highway, Ahmedabad-382170.
2008-2009	Sept 30, 2009 11:00 AM	1, Sonal Industrial Estate Khoda, Sanand Viramgam Highway,, Ahmedabad-382170.
2007-2008	Sept 30, 2008 11:30 AM	1, Sonal Industrial Estate Khoda, Sanand Viramgam Highway, Ahmedabad-382170.

No special Resolution was passed during the previous three AGMs. Even no special resolution was passed last year through postal ballot.

Postal Ballot

The company is not proposing to pass any special resolution through postal ballot.

G. DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTION.

During the year, the company has not carried out any transaction with related party as provided in the Accounting Standard-18 and hence details not provided .

H. DETAILS OF NON COMPLIANCE BY THE COMPANY.

During the last three years no penalties, strictures were imposed by the stock exchange or other statutory authorities.

Whistler Blower Policy being Non Mandatory, the company has not adopted the same. No personnel have been denied access to the audit committee.

The company has complied with all the mandatory requirements as prescribed under revised clause 49 of the Listing Agreement.

I. MEANS OF COMMUNICATION

Quarterly / Half yearly results