



***19th Annual Report
2008-09***

SUNEHARI EXPORTS LIMITED

BOARD OF DIRECTORS

Mr. Sumit Nanda, (*Managing Director*)
Mr. Indubikash Choudhury
Mr. Ankur Anand
Mr. Dushyant K. Chowdhry
Mr. Manish Dutta

AUDITORS

B.K. Shroff & Company
3/7 - B, Asaf Ali Road,
New Delhi - 110 002

BANKERS

Oriental Bank of Commerce
Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi - 110 044

REGISTERED OFFICE

B-1/E-24, Mohan Co-operative
Industrial Area, Mathura Road,
New Delhi - 110 044, India

WORKS

155-156-157 & 165,
N.E.P.Z., Noida Phase II,
Distt. Gautam Budh Nagar, U.P.

STOCK EXCHANGE

OTC Exchange of India
92, Maker Tower 'F',
Cuffe Parade,
Mumbai - 400 005

Delhi Stock Exchange of India
DSE House, 3/1, Asaf Ali Road,
New Delhi - 110 002

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NOTICE

Notice is hereby given that the 19th Annual General Meeting of the Company will be held on Tuesday, 29th September, 2009 at 11:30 A.M. at "Gandhi Peace Foundation", 221/ 223, Deendayal Upadhyaya Marg, New Delhi 110 003 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2009 and Profit and Loss Account for the year ended on that date together with the Reports of the Auditors' and Directors' along with the Compliance Certificate thereon.
2. To appoint a Director in place of Mr. Indubikash Choudhury, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Ankur Anand, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.

The outgoing Statutory Auditors- M/s B. K. Shroff & Co., Chartered Accountants, New Delhi are eligible and offer for re-appointment.

SPECIAL BUSINESS:

Re appointment of Managing Director

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

"Resolved That pursuant to the provisions of sections 198, 269 and 309 read with Schedule XIII of the Companies Act, 1956, the Articles of the Association of the Company, and other applicable provisions, if any, and other Competent Authorities, if any, Shri Sumit Nanda be and is hereby re-appointed as a Managing Director of the Company for a further period of five years with effect from 1st June, 2009 on the remuneration not exceeding Rs. 1,50,000 (Rupees one lac fifty thousand) per month with effect from 1st June, 2009, whether paid as salary, allowance(s), perquisites or a combination thereof, as approved by the Remuneration Committee.

Provided further that payment towards the following statutory perquisites will not be included in the aforesaid remuneration:

- a. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or

put together are not taxable under the Income-tax Act, 1961;

- b. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- c. Encashment of leave at the end of tenure.

Resolved further that in case of inadequacy or absence of profits during any financial year of the tenure of the Managing Director, the aforesaid remuneration will be the Minimum Remuneration.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to assign and delegate, from time to time, such work, duties, power and authorities to the Managing Director as it may deem fit and proper.

Resolved further that the Board of Directors and the Remuneration Committee of the Company be and are hereby severally authorised to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

Resolved further that the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorised to take all necessary steps to give effect to the aforesaid resolution."

For and on Behalf of the Board
For **SUNEHARI EXPORTS LTD**

Date : 25/08/2009
Place : New Delhi

SUMIT NANDA
Managing Director

NOTES:

- A. Appointment of Proxy: A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the Meeting.**
- B. Corporate Members:** Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
- C. Members/Proxies attending the meeting are requested to bring their copy of Annual Report to the Meeting.**



- D. Queries at the AGM:** Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.
- E.** Members are requested to notify any change in their address, if any to the registrar & share transfer agent of the Company- M/s Mas Services Pvt. Ltd., T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 in respect of the physical shares and to the Depository Participants in respect of the shares held in Demat form.
- F. Inspection of Documents:** Documents referred to in the Notice etc., are open for inspection at the registered office of the Company at all working days except Saturdays between 11 A.M. and 2 P.M. up to the date of Annual General Meeting.
- G.** The register of members and share transfer books of the Company will remain closed from Friday, 25th September 2009 to Tuesday, 29th September 2009.
- H.** Members are requested to quote their folio Nos. / DPID Nos. in all future correspondence(s) with the Company.
- I. Explanatory Statement:** Explanatory Statement as required under section 173(2) of the Companies Act, 1956, in respect of Special Business under item no. 5 is enclosed herewith.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item No. 5:

Mr. Sumit Nanda is associated with the Company since 6th December, 1990 and was appointed as Managing Director of the Company on 1st June, 2004 for the period of 5 years. His term was expiring on 31st May, 2009. The Board has reappointed him as Managing Director of the Company in its meeting held on 30th May, 2009 subject to the consent of members. Mr Sumit Nanda has given his fullest contribution towards the growth of the company. Keeping in view his contribution it is advisable to increase his remuneration also. The Board is of view to fix his remuneration to the maximum of Rs. 1,50,000 (Rupees one lac fifty thousand) per month with effect from 1st June, 2009, whether paid as salary, allowance(s), perquisites or a combination thereof, as approved by the Remuneration Committee.

Approval of members of the company is required for his reappointment and increment of remuneration as a Managing Director.

Your directors recommend the adoption of resolution in the larger interest of the company.

None of the directors of the Company is concerned or interested except Mr. Sumit Nanda in the proposed resolution.

For and on Behalf of the Board
For **SUNEHARI EXPORTS LTD**

Date : 25/08/2009
Place : New Delhi

SUMIT NANDA
Managing Director

DIRECTORS' REPORT

Dear Members

Your Directors have great pleasure in presenting the Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2009.

Financial Highlights

(Rs in lacs)

Particulars	Financial Year Ended 31st March, 2009	Financial Year Ended 31st March, 2008
Total Income	1309.12	2544.65
Total Expenditure	1283.57	2931.34
Profit before tax	25.54	(386.69)
Extraordinary Income	—	1782.36
Profit before taxation after Extraordinary Income	25.54	1395.67
Less: Loss on impairment	Nil	Nil
Less: Provision for tax		
— Current tax	27.77	315.09
— Fringe benefit	4.44	3.12
— Deferred tax	(10.47)	38.56
Income Tax Provision written back	Nil	Nil
Profit after tax	3.80	1038.90
Transfer to Reserve	Nil	Nil
Paid-up Share Capital	530.57	530.57
Reserves and Surplus (excluding revaluation reserve)	2460.43	2456.62

Year in Retrospect

During the year under review, total income of the Company was Rs 1309.12 lacs as against Rs. 2544.65 lacs in the previous year. The Company was able to earn a profit after tax of Rs. 3.80 lacs for the year as against a profit of Rs. 1038.90 lacs. Your Directors are putting in their best efforts to improve the performance of the Company.

The detailed Management Discussion & Analysis Report is attached hereto with the Director's Report and should be read as part of this Directors Report.

Material Changes etc.

The Company allotted 1571568 Equity Shares on 24th December, 2008 in pursuance to the Scheme of Amalgamation of Sunehari Financial Services Pvt Ltd with Sunehari Exports Ltd as approved by the Hon'ble Delhi High Court. The Company obtained approval from OTC Exchange of India for listing of these shares on 10th August, 2009. These shares were also admitted on CDSL and NSDL for demat purposes.

The Company also obtained Listing Approval from Delhi Stock Exchange for listing of its Equity Share Capital. DSE is expected to start trading very shortly. Save as mentioned above, no material changes and commitments affecting the financial position of the Company has occurred after the Balance Sheet date.

Dividend

The Board of Directors of your Company has decided to retain and plough back the profits into the business of the Company, thus no dividend is being recommended for this year.

Public Deposits

During the year under report, your Company did not accept any deposits from the public in terms of the provisions of section 58A of the Companies Act, 1956.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

- a. **Conservation of Energy:** The Company is aware about energy consumption and environmental issues related with it and continuously making sincere efforts towards conservation of energy, though the company has not made any additional investment during the year for the reduction of consumption of energy.
- b. **Technology Absorption:** The Company is taking care of latest developments and advancements in technology and all steps are being taken to adopt the same. The Company is using technology provided by world renowned Anton Zahoaransky GMBH, Germany for manufacture of toothbrushes. This enables the Company to manufacture toothbrushes of international standard and quality. The Company is carrying out Research &



Development on routine basis. The Company has a separate quality control department for controlling the quality of products. However, specific R&D expenditure is not allocated.

c. Export Activities: The Company is presently exporting its products, namely toothbrushes and dental floss to various countries like, USA, UK, UAE, Australia and West Indies. The Company is taking steps to further increase its exports in these markets.

d. Foreign Exchange Earnings and Outgo:

	Rs. in lacs Amount
Foreign Exchange Earnings	
Export of Oral Care Products	
Total	<u>87.88</u>
Foreign Exchange Outgo	
Raw Materials, Packing Materials etc.	3.94
Traveling Expenditure, Commission, repairs etc.	8.83
Total	<u>12.77</u>

Particulars of Employees

During the financial year under review, none of the Company's employees was in receipt of remuneration as prescribed under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, and hence no particulars are required to be disclosed in this Report.

Subsidiary

As on date there is no subsidiary of the Company.

Directors

After the last Annual General Meeting, there were no changes in the Board of Directors of the Company.

In accordance with the provisions of the Companies Act, 1956 and the Company's Articles of Association, Mr Indubikash Choudhury and Mr Ankur Anand are liable to retire by rotation and being eligible offer themselves for re-appointment. Directors recommend their re-appointment.

Auditors

M/s B. K. Shroff & Co., Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. A certificate under section 224(1) of the Companies Act, 1956 regarding their eligibility for the proposed re-appointment has been obtained from them. Your Directors recommend their re-appointment.

Auditors' Report

The Auditors have made the following observations/ comments in their report:

Comment:

VIII(a) According to the records of the company, the company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it. *However, there were delays in deposit of Income tax and tax deducted at source, tax collected at source, fringe benefit tax, central sales tax, value added tax, excise duty.*

Explanation: Due to the overall economic slowdown, the Company also faced financial crunch due to which payment of statutory dues was made beyond the due dates. However, the Company has made these payments and there are no outstanding except the Fringe Benefit Tax (FBT) as on the date of this report. The Company is making necessary efforts for timely payment of statutory dues in future.

Comment:

VIII(b) According to information and explanations given to us no undisputed amounts payable in respect of income tax, wealth tax, custom duty, excise duty and cess were outstanding as at 31st March, 2009 for a period of more than six months from the date they became payable except *Fringe benefit tax of Rs 81202 outstanding since 15.06.08 and Rs 85873 since 15.09.08*

Explanation: The Company is proposing to pay all the Fringe Benefit Tax including the Amount mentioned above at the time of filing of Income Tax Return for the financial year ended 31st March, 2009.

Comment:

X(a) In our opinion and according to the information and explanations given to us the company has not defaulted in repayment of principal / interest dues to financial Institutions, banks. *However, overdue interest Rs 64869 of State Infrastructure & Industrial Development Corporation of Uttaranchal Ltd. (SIDCUL) is outstanding as on 31st March 2009.*

Explanation: The Amount mentioned above is only a provisional figure. The Company will make

payment to SIDCUL on receipt of demand letter with the concrete figures from them.

As mentioned in point number 19 in Notes to Accounts, earlier the Company was accounting leave encashment on the basis of actual leave accruing to the credit of employees, however during the year company has done valuation on actuarial basis as per AS-15, due to which profit for the year is higher by Rs. 64400.00 and current liabilities is lower by Rs 64400.00.

Directors' Responsibility Statement

In terms of the provisions of section 217(2AA) of the Companies Act, 1956, and to the best of their knowledge and belief and according to the information and explanations obtained by them and save as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report thereon, your Directors confirm that:

- a. in preparation of the Annual Accounts, the applicable accounting standards have been followed;
- b. 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 as at 31st March, 2009 and of the profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d. the Directors have prepared the Annual Accounts on a going concern basis.

Stock Exchange Listing

Originally, the shares of your company were listed at OTC Exchange of India (OTCEI), however, the Company has also listed its shares on Delhi Stock Exchange (DSE) (listed vide approval letter of DSE dated 17th August, 2009). The listing fee for the financial year 2009-10 has already been paid by the Company.

Corporate Governance

A Report on Corporate Governance is attached as a part of this Director's Report along with the Practicing Company Secretary Certificate on compliance of Clause 49 of the Listing Agreement.

Acknowledgment

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees; support and co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

For and on Behalf of the Board
For **SUNEHARI EXPORTS LTD**

Date : 25.08.2009
Place : New Delhi

Sd/-
Sumit Nanda
Managing
Director

Sd/-
Ankur Anand
Director

**REPORT ON CORPORATE GOVERNANCE**

Pursuant to Clause 49 of the Listing Agreement a Report on Corporate Governance is given below:

1. COMPANY' PHILOSOPHY ON CORPORATE GOVERNANCE

Our Company's Corporate Governance philosophy is to continuously strive to attain higher levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

2. BOARD OF DIRECTORS

The Board had an optimum combination of Executive, Non Executive and Independent Directors. The Company had total 5 directors on the Board on 31st March, 2009. Mr Sumit Nanda is the Managing Director and Mr Indubikash Choudhury is the Whole Time Director of the Company.

Name of the Director & Designation	Category	No. of positions held in other Public Companies		
		Board	Committee	
			Membership	Chairmanship
Mr. Sumit Nanda Managing Director	Promoter & Executive	1	Nil	Nil
Mr Indubikash Choudhury Director	Executive Director	Nil	Nil	Nil
Mr Ankur Anand Director	Non Executive Independent	1	Nil	Nil
Mr Dushyant Kumar Chowdhary Director	Non Executive Independent	Nil	Nil	Nil
Mr Manish Dutta Director	Non Executive Independent	Nil	Nil	Nil

Directors' Attendance Record

During the Financial Year 1st April, 2008 to 31st March, 2009, 23 (Twenty-three) of the Board of Directors were held on 02.04.2008, 30.04.08, 13.05.08, 28.05.08, 30.05.08, 25.06.08, 26.06.08, 30.06.08, 10.07.08, 31.07.08, 11.08.08, 06.09.08, 29.09.08, 01.10.08, 31.10.08, 19.11.08, 25.11.08, 11.12.08, 24.12.08, 12.01.09, 27.01.2009, 31.01.09 and 19.02.09. The Board was supplied with all relevant information and supporting papers which were required to transact the business specified in the agenda of Board Meetings held. The intervening period between the Board Meetings was well within the maximum time gap of four months as prescribed in clause 49 of the Listing Agreement. Details of attendance of Directors in the Board meeting during the Financial year 1st April 2008 to 31st March, 2009 are as under:

Name of the Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
Mr. Sumit Nanda	23	22	Yes
Mr Indubikash Choudhury	23	23	No
Mr Ankur Anand	23	23	Yes
Mr Manish Dutta	23	23	Yes
Mr Dushyant Kumar Chowdhry	23	23	Yes

Disclosure Regarding Appointment & Re-appointment of Directors in the ensuing AGM

Mr Indubikash Choudhury, Whole Time Director and Mr Ankur Anand, Director shall be retiring in this AGM, being eligible have offered themselves for re-appointment. Mr Sumit Nanda was appointed as Managing Director of the

Company by the Board w.e.f. 1st June 2009 for which member's approval was placed in the Annual General Meeting 2009. Brief particulars of these gentlemen are as follows:

Particulars	Mr Sumit Nanda	Mr Indubikash Choudhury	Mr Ankur Anand
DIN	00084239	01814590	00506761
Father's Name	Mr H C Nanda	Mr Raboti Mohan Chowdhary	Mr Arvind Anand
Date of Birth	06-09-1969	20-03-1973	11-10-1979
Address	D-201, Defence Colony, New Delhi 110 024	Z, 386A, Sector-12, Near Sabzi Market, GB Nagar, Noida 201 301	A-135, Shivalik Enclave, New Delhi 110 017
Designation	Managing Director	Whole Time Director	Non Executive Independent Director
Education	MBA	Chartered Engineer	Graduate
Experience	20 years	12 years	10 years
Companies in which holds Directorship	1. Oriole Dr. Fresh Hotels Pvt. Ltd. 2. Dr Fresh Healthcare Pvt. Ltd. 3. Dr. Fresh Assets Ltd. 4. Dr. Fresh Property Development Pvt. Ltd. 5. Dr. Fresh Real Estate Ventures Pvt. Ltd. 6. S2 Property Pvt. Ltd. 7. Dr. Fresh Commercial Land Development Pvt. Ltd. 8. Aspire Oral Care Pvt. Ltd. 9. Trust Dental Care Private Limited 10. Oranges Learning Systems Pvt. Ltd.	Nil	Nil
Companies in which holds membership of committees	Nil	Nil	Nil
Shareholding in the Company (No. & %) as on 25.08.09	3150093 59.836%	1210 Shares 0.02298%	Nil Nil

3. AUDIT COMMITTEE

- (a) **Terms of Reference:** The Audit Committee has been constituted on 1st July, 2006 as per the provisions of the Clause 49 of the Listing Agreement. The Audit Committee is responsible for effective supervision of the financial reporting process, ensuring financial and accounting controls and compliance with financial policies of the Company. The other roles and terms of reference of Audit Committee covers areas mentioned under clause 49 of the Listing Agreement, besides other terms as may be referred by the Board of Directors from time to time.
- (b) **Composition:** The Audit Committee of the Company comprises of three non-executive directors i.e. Mr. Manish Dutta – as Chairman; Mr. Ankur Anand and Mr. Dushyant Kumar Chowdhry as the Members of the Committee.
- (c) **Attendance:** The Committee met Five (5) times during the last Financial Year on 23.04.08, 31.07.08, 29.09.08, 31.10.08 and 31.01.09. Details of attendance of Directors in the Audit Committee meeting are as under:

Name of the Director	Category	Attendance at the Audit Committee Meeting
Mr. Manish Dutta	Non Executive Independent Director	5
Mr Ankur Anand	Non Executive Independent Director	5
Mr Dushyant Kumar Choudhry	Non Executive Independent Director	5



4. REMUNERATION COMMITTEE

(a) Composition & Terms of Reference

A Remuneration Committee of the Board of Directors was constituted comprising of three non-executive and independent directors namely Mr Ankur Anand - as Chairman, Mr Manish Dutta, Mr Dushyant Kumar Choudhry as Members.

The Remuneration Committee was constituted to approve the remuneration payable to Managing Director, Whole time directors or other directors of the Company. Thus the Committee shall have the meetings as and when so required.

During the year the meeting of Remuneration Committee was held on 1st October, 2008.

(b) Remuneration Policy of the Company

The Managing Director or Whole Time Directors of the Company are entitled for payment of Remuneration as decided by the Board and approved by the members as per the provisions of the Companies Act, 1956. Directors are also entitled for the sitting fee for attending Board/ Committee Meeting except the Managing Director. However, all the Non executive Directors of the Company have waived the sitting fee payable to them for attending Board/ Committee Meeting of the Company.

(c) Details of the Directors' Remuneration for the financial year ended 31st March, 2009

Name of Director	Sitting fees	Salaries & Perquisites (In Rs.)	Commision, Bonus Exgratia	Total Amount (In Rs.)	No. of Shares held & %
Mr. Sumit Nanda Managing Director	Nil	7,20,000	Nil	7,20,000	3150093 Shares 59.836%
Mr Ankur Anand Director	Nil	Nil	Nil	Nil	Nil
Mr Manish Dutta	Nil	Nil	Nil	Nil	Nil
Mr Dushyant Kumar Chowdhry	Nil	Nil	Nil	Nil	Nil
Mr Indubikash Choudhury Whole Time Director	Nil	4,20,000	Nil	4,20,000	1210 Shares 0.02298 %

5. INVESTORS' GRIEVANCE COMMITTEE

(i) In compliance with the requirement of the Corporate Governance under the Listing Agreement with the Stock Exchange, the Company has constituted an "Investors' Grievance Committee" to look into issues relating to shareholders including share transfer, complaints, share transmission etc.

(ii) **Composition:** Mr Dushyant Kumar Chowdhry, a non-executive independent Director is the Chairman of the Committee. Mr Ankur Anand and Mr Manish Dutta, non-executive independent directors are Members of the Committee.

Name of the Director	Category	Designation
Mr. Dushyant Kumar Chowdhry	Non-executive Independent	Chairman
Mr Ankur Anand	Non-executive Independent	Member
Mr Manish Dutta	Non-executive Independent	Member

The Committee met once during the last Financial Year on 10.01.2009. Details of attendance of Directors in the Investors' Grievance Committee.

Name of the Director	Category	Attendance at the Investor Grievance Committee
Mr. Dushyant Kumar Chowdhry	Non Executive Independent Director	1
Mr. Ankur Anand	Non Executive Independent Director	1
Mr. Manish Dutta	Non Executive Independent Director	1

In compliance with Clause 49 of the OTCEI Listing agreement, the board of the company has delegated the power of share transfer to the registrar and share transfer agents. The delegated authority attends the share transfer formalities at least once in a fortnight.

- (iii) During the year, the company has not received any complaints from the shareholders. There was no pending complaint from any shareholder as on 31st March, 2009.

6. GENERAL BODY MEETINGS

Particulars of past three Annual General Meetings of the Company:

Year	Date	Venue	Time	No. of Special Resolution(s) passed
2008	20.12.2008	Gayatri Hall, Lok Kala Manch, Lodhi Institutional Area, Lodhi Road, New Delhi - 110 003	10.30 A.M.	Nil
2007	06.10.2007	Bright Star Inn B-3, Greater Kailash Enclave-1, New Delhi-110048	11.00 A.M.	Nil
2006	15.06.2006	Lords Inn, A-10, C R Park, Near Shavitri Cine Complex, Delhi- 110 019	10:00 A.M.	Nil

No resolution was put through Postal Ballot in the last year and there is no resolution, which is required to be passed by Postal Ballot at present.

7. DISCLOSURES

(a) Related Party Transactions

There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the company at large.

(b) Non compliance by the Company, Penalties, Strictures

There were no instance of non-compliance by the Company, penalty, and strictures imposed on the Company by the stock exchange, SEBI etc.

(c) Non mandatory requirements

The Company proposes to adopt the non-mandatory requirements including adoption of Whistle Blower Policy given in Annexure-3 of Clause 49 of the listing agreement in due course of time.

8. CODE OF CONDUCT

The Board has formulated a code of conduct for the Board members and senior management of the Company. The Company is in the process of posting the same on the website of the Company. All Board members and senior management personnel have affirmed their compliance with the code.

Declaration on compliance with code of conduct by the Managing Director:

The Board has formulated a code of conduct for the Board members and senior management of the Company.

It is hereby affirmed that all the Directors and senior management personnel have complied with the code of conduct framed by the Company and a confirmation to that effect has been obtained from the directors and senior management.

Sd/-
Sumit Nanda
Managing Director

9. MEANS OF COMMUNICATION

- (a) At present quarterly/ half-yearly reports are not being sent to each household of shareholders.



(b) The Quarterly / half-yearly / annual accounts results are published in the English and Hindi Newspapers.

- which newspaper normally published in Financial Express(English) & Jan Satta (Hindi)
- Any website where displayed No

The Company is in the process of posting the financial information like quarterly financial statements, shareholding pattern on company's www.sunehari.com

(c) The Management Discussion and Analysis forms a part of the Annual Report.

9. GENERAL SHAREHOLDERS INFORMATION

i) Annual General Meeting

Day & Date

Tuesday, 29th day of September, 2009

Time

11:30 A.M.

Venue

"Gandhi Peace Foundation" 221/ 223,
Deendayal Upadhyaya Marg, New Delhi 110 003

ii) Financial Calendar

Events	Tentative time frame
Financial Reporting for the first quarter ended 30th June, 2009	31st July, 2009 (actual)
Financial Reporting for the second quarter ending 30th September, 2009	Last Week of October, 2009
Financial Reporting for the third quarter ending 31st December, 2009	Last Week of January, 2010
Financial Reporting for the fourth quarter ending 31st March, 2010	Last Week of April, 2010

iii) **Dates of Book Closure** 25th September, 2009 to 29th September, 2009 (Both days inclusive)

iv) **Dividend Payment Date** Not applicable

v) Listing on Stock Exchanges: The Shares of the Company are listed on the OTC Exchange of India and The Delhi Stock Exchange Ltd.

vi) **Market Price Data:** Presently there is no trading of securities on the OTCEI and DSE

vii) Registrar and Share Transfer Agent & Share Transfer System

M/s Mas Services Ltd. is the Registrar and Share Transfer Agent for the shares of the Company in both physical as well as electronic modes. The Company has authorised the Registrar and Transfer Agent to approve and execute transfer and transmission of shares. All correspondence with regard to share transfers and matters related therewith may directly be addressed to the Registrar and Share Transfer Agents at the address given below:

Particulars	Mass Services Ltd
Contact Person	Mr. Sarwan Mangla
Address	T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi - 110 020
Telephone No.	011-26387281-83
Fax No.	011-26387384
E -mail	mas_serv@yahoo.com

The Company's shares are traded in the OTCEI, Mumbai and the Delhi Stock Exchange Ltd compulsorily in Demat mode. Physical shares which are lodged with the Registrar & Transfer Agent or Company for transfer are processed and returned to the shareholders duly transferred within the time stipulated under the Listing Agreement subject to the documents being in order.

viii) Distribution of Shareholding as on 31st March, 2009:.

Shareholding of Nominal Value of		Shareholders		Share Amount	
Rs.	Rs.	Number	% to Total	In Rs.	% to Total
(1)		(2)	(3)	(4)	(5)
Up to 5,000		370	60.956	163760	00.311
5,001	10,000	122	20.099	883300	01.678
10,001	20,000	55	9.061	815100	01.548
20,001	30,000	17	2.801	431000	00.819
30,001	40,000	4	0.659	149000	00.283
40,001	50,000	3	0.494	132000	00.251
50,001	1,00,000	6	0.988	359000	00.682
1,00,001 and Above		30	4.942	49712370	94.428
Total		607	100.00	52645530	100.00

- ix) Dematerialisation of shares and liquidity:** As on 31st March, 2009 about 49.09% of the Company's equity paid-up capital had been dematerialized. Trading in equity shares of the Company at the Stock Exchange is permitted compulsorily in demat mode.
- x)** There are no outstanding GDRs/ ADRs/ Warrants or any Convertible other Instruments as on the date.
- xi) Factory Locations:** The Company has its factory located at:
1. SEL - MCIA - B-1/E-24, Mohan Cooperative Industrial Area, Mathura Road, New Delhi- 110 044.
 2. SEL - NEPZ - Plot no 155,156,157,165 Noida Special Economic Zone (NSEZ), Noida- 201305, Uttar Pradesh.
- xii) Address for Correspondence:** The shareholders may send their communication grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

Investor Relation Centre
Sunehari Exports Ltd
 B-1/E-24, Mohan Co-operative Industrial Area,
 New Delhi 110 044
 Phone : 011-41679238/39
 Fax : 011- 26940969
 E-mail : sunehari@sunehari.com

11. NON-MANDATORY REQUIREMENTS

The Company proposes to adopt the non-mandatory requirements given in Annexure-3 of Clause 49 of the listing agreement in due course of time.



CEO/CFO CERTIFICATION

I, Sumit Nanda, Managing Director, certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2009 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the year which is fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
 - (i) Significant changes in internal control over financial reporting during the year;
 - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Sd/-
Sumit Nanda
Managing Director

Date : 25th August, 2009

CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

To
The Members of
Sunehari Exports Limited
New Delhi

We have examined the compliance of conditions of Corporate Governance by Sunehari Exports Limited (hereinafter referred as "the Company") for the year ended March 31, 2009, as stipulated in clause 49 of the listing agreement of the said Company with the stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned listing agreement.

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

For R&D
Company Secretaries

Date : 25/08/2009
Place : New Delhi

Anuradha Aggarwal
ACS: 18578; CP: 7801

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

CAUTIONARY STATEMENT

The management Discussion and Analysis Report may contain certain statements that might be considered forward looking. These statements are subject to certain risks and uncertainties. Actual results may differ materially from those expressed in the statement as important factors could influence Company's operations such as Government policies, economic development, political factors and such other factors beyond the control of the Company.

Overview

Sunehari Exports Limited is doing the business of manufacturing oral care products and providing healthcare services.

Industry Structure, Developments & Outlook

Over the past two decades, Toothbrush manufacturers have poured million of dollars and thousands of man-hours into building a better toothbrushes, along the way they have built the U.S oral care market into a \$3.4 billion industry, changed the brushing habits of million and turned the lovely toothbrush into a trendy lifestyle accessory.

In India, oral care market offers huge potential as penetration and per capita consumption of oral care products is very low. However, rising per capita income and increasing awareness is driving demand of oral care products. Consumers have started switching to value-added toothpastes like gels, mouth washes, and teeth whitening products. In rural areas, consumers are switching from toothpowders to toothpastes. A key industry trend is the move towards natural products comprising of herbs, vitamins and minerals. The toothbrush has changed to fit the times. When we look at the data of industries survey its easier to understand that toothbrush industry is growing like never before there has been an increase in the sales of Toothbrushes and dental accessories in comparison to the previous records, Toothbrush industry is on a high with the total increase of 5.5%. Toothbrush market segmentation has increased significantly in the last few years, 10 years ago the most expensive toothbrush was priced at Rs. 10/-. Today, a toothbrush cost anywhere between Rs.10/- to Rs.990/- There are toothbrushes targeted at children, special core for gum, flexible heads and specialized propositions such as toothbrush with bristles which signal when the brush is to be replaced.

With an improvement in the lifestyle of the Indian consumer, healthy living will be a priority which will create an immense opportunity for oral care sector. The branded oral care market is expected to grow at a high rate of growth, which will not only spur the demand for oral care products but will drive

demand towards branded and organized oral care players.

Opportunities & Threats

The new age Indian consumer is better educated about oral health care needs and the market is full of dental products to ensure dental health. The organized retail potential which is creating the huge consumption opportunity is by far the biggest Opportunity for companies like us. With the aspirational and rich class in India having a better penetration, our brand led growth will help the company in both the immediate and long run. Also, with the rural India being revisited by marketers through the modern retail (haat) philosophy, the opportunity is huge.

A serious challenge for the industry is the low dentist-population ratio, with just one dentist for 10,000 people in urban areas and about 0.25 million people in rural areas. There is an urgent need of more dental health practitioners with relevant qualifications and training. Competition from Indian and global players remain a matter of concern and probable threat; while the company is well prepared to tackle such issues on an ongoing basis.

Risks & Concern

To good hold in this sector the company has to be updated on latest technical and market trend. Increased competition any may reduce market share and/or revenue.

Human resource / Industrial relations

The Company recognizes the importance and contribution of its human resources for its growth and development and is committed to the development of its people.

The Company has cordial relations with employees and staff. There are no industrial relations problems during the year and the Company does not anticipate any material problems on this count in the current year.

The management is also committed to help the employees and workers to sharpen their skills and to improve their knowledge base for which continuous efforts are made on training and development.

Internal Control Systems and Adequacy

The Company has established internal control systems for ensuring optimum use of resources and safeguarding the assets. The Internal Control Systems and procedure are adequate and commensurate with the size of the Company. These business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and status.



AUDITORS' REPORT

TO THE MEMBERS OF SUNEHARI EXPORTS LTD.

1. We have audited the attached Balance Sheet of **SUNEHARI EXPORTS LTD.** as at 31st March 2009, the Profit & Loss Account and the Cash Flow Statement 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.
2. We have conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. 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 management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to above, we report that :
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (ii) 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;
 - (iii) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account,
 - (iv) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - (v) On the basis of written representation received from the directors as on 31.03.2009 and taken on record by the board of directors, we report that none of the directors is disqualified on the said date from being

appointed as director in terms of clause (g) of sub section (1) of section 274 of the companies Act, 1956.

- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts subject to note no.19 relating to change in method of accounting for leave encashment as a result of which profit is higher by Rs.64400 and current liabilities lower by Rs.64400 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:
 - a) In the case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2009
 - b) In the case of the Profit & Loss Account, of the profit for the year ended on that date and
 - c) In the case of cash flow statement, of the cash flows for the year ended on that date.

FOR B.K. Shroff & Co.
Chartered Accountants.

Place : New Delhi

Date : 25.08.2009

KAVITA NANGIA

Partner

(M. No. 90378)

ANNEXURE REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, all the fixed assets have been physically verified by the management according to a regular program which in our opinion is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies with respect to book records were noticed on such verification.
- (c) In our opinion and according to explanations given to us, fixed assets disposed off during the year were not substantial and as such the disposal has not affected the going concern concept of the company.
- (ii) (a) As explained to us, physical verification of inventory (except material in transit) has been conducted by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.

- (c) On the basis of our examination of the records of inventory, we are of the opinion that the company is maintaining proper records of inventory. Discrepancies noticed on verification of inventory as compared to book records were not material and these have been properly dealt with in the books of accounts.
- (iii) (a) In our opinion and according to the explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties as listed in the register maintained under section 301 of the Companies Act 1956 and as such clauses iii (a) to (d) of the order as amended are not applicable to the company.
- (b) In our opinion and according to information and explanation given to us, the following are the particulars of loans taken by the company from companies, firms and other parties covered in the register maintained under Section 301 of the Companies Act, 1956

Name of party	Relationship with company	Maximum amount (Rs.)	Year end balance (Rs.)
Berco Engineering Pvt. Ltd. (Interest free)	Associate Concern	10556500	10556500
Sumit Nanda (Interest free)	Director	900000	—
Neelam Nanda (Interest free)	Relative of Director	246000	—

- (c) In our opinion the rate of interest and other terms and conditions on which unsecured loans, have been taken from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 are prima-facie not prejudicial to the interest of the company.
- (d) The company is regular in repaying the principal amount.
- (e) As per the records of the company there is no overdue amount of loans taken from companies, firms and other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods. Further on the basis of our examination of the books and records of the company, carried out in

accordance with the auditing standards generally accepted in India, we have not observed any continuing failure to correct major weaknesses in the aforesaid internal control procedures.

- (v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, transaction of purchase & sale of goods materials & services, made in pursuance of contracts or arrangements to be entered into the register maintained under section 301 of the Companies Act, 1956 aggregating to Rs.5 lacs in respect of any party has been so entered.
- (vi) The company has not accepted any deposits from the Public within the meaning of Section 58A & 58AA of the Companies Act, 1956.
- (vii) In our opinion, the company has an adequate internal audit system commensurate with the size and the nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for any products dealt with by the company.
- (a) According to the records of the company, the company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it. *However, there were delays in deposit of Income tax and tax deducted at source, tax collected at source, fringe benefit tax, central sales tax, value added tax, excise duty.*
- (b) According to information and explanations given to us no undisputed amounts payable in respect of income tax, wealth tax, custom duty, excise duty and cess were outstanding as at 31st March, 2009 for a period of more than six months from the date they became payable *except Fringe benefit tax of Rs 81202 outstanding since 15.06.08 and Rs 85873 since 15.09.08*
- (ix) The company does not have any accumulated losses at end of the financial nor has it incurred any cash loss during the financial year covered by our audit and in the immediately preceding financial year.



SUNEHARI EXPORTS LTD.

- (x) (a) In our opinion and according to the information and explanations given to us the company has not defaulted in repayment of principal / interest dues to financial Institutions, banks. *However, overdue interest Rs 64869 of State Infrastructure & Industrial Development Corporation of Uttaranchal Ltd. (SIDCUL) is outstanding as on 31st March 2009.*
- (b) The repayment / payment of overdue principal installments of Rs.439817.33 to Standard Chartered Bank, Rs.759099.17 to ICICI Bank and Rs.1710625 to EXIM Bank and overdue interest of Rs.2498502.67 of Standard Chartered Bank, Rs.2902388.83 of ICICI & Rs.510077 of Exim Bank have been paid during the period & such there is no default as at 31st March 2009.
- (xi) According to the information and explanations given to us the company has not granted any loan or advance on the basis of security by way of pledge of shares, debentures and other securities.
- (xii) In our opinion the company is neither a chit fund nor nidhi/mutual benefit fund/society and hence clause 4 (xiii) of the Order is not applicable.
- (xiii) In our opinion the company is not dealing in or trading in shares, securities, debentures and other investments and accordingly the provisions of clause (xiv) of the Order is not applicable.
- (xiv) Based on our examination of the records we are of the opinion that the company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xv) According to the information and explanations given to us and on an overall examination of the balance sheet of the company we report that the funds raised on short-term basis have not been used for long-term investment.
- (xvi) According to the information and explanations given to us during the year the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of Companies Act, 1956.
- (xvii) According to the information and explanations given to us, during the year the company had not issued any debentures.
- (xviii) According to the information and explanations given to us, during the year under review no money was raised by public issue.
- (xix) During the course of our examination of books and records of the company, carried out in accordance with auditing standards generally accepted in India, we have neither come across any instance of fraud by the company, noticed or reported during the year nor have we been informed of such case by the management.

FOR B.K. Shroff & Co.
Chartered Accountants.

Place : New Delhi
Date : 25.08.2009

KAVITA NANGIA
Partner
(M. No. 90378)

BALANCE SHEET AS AT 31ST MARCH, 2009

	Schedules	As At 31.03.2009 (Rs.)	As At 31.03.2008 (Rs)
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
Share Capital	1	53057155.00	54814255.00
Reserves & Surplus	2	<u>246042538.58</u>	<u>245662380.84</u>
		299099693.58	300476635.84
LOAN FUNDS			
Secured Loans	3	8531554.00	80644985.26
Un secured Loans	4	11581433.55	8863108.55
DEFFERED TAX LIABILITY (Net) (see note 17 schedule 22)		17618046.00	18664569.00
		<u>336830727.13</u>	<u>408649298.65</u>
APPLICATION OF FUNDS			
FIXED ASSETS			
Gross Block	5	280415791.97	187279268.46
Less : Depreciation		<u>69008631.90</u>	<u>60897798.90</u>
Net block		211407160.07	126381469.56
Capital Work In Progress		<u>347080.68</u>	<u>125844596.68</u>
		211754240.75	252226066.24
INVESTMENT	6	10323296.07	705960.00
CURRENT ASSETS, LOANS & ADVANCES			
Inventories	7	160600860.19	174689654.77
Sundry Debtors	8	10551103.66	31376664.72
Cash & Bank Balances	9	7914001.63	105098002.48
Loans & Advances	10	<u>455174363.25</u>	<u>242545813.89</u>
		<u>634240328.73</u>	<u>553710135.86</u>
Less : CURRENT LIABILITIES & PROVISIONS			
Current Liabilities	11	485919127.42	359958576.45
Provisions	12	<u>33568011.00</u>	<u>38034287.00</u>
		<u>519487138.42</u>	<u>397992863.45</u>
Net Current Assets		<u>114753190.31</u>	<u>155717272.41</u>
		<u><u>336830727.13</u></u>	<u><u>408649298.65</u></u>
NOTES ON ACCOUNTS	20		

Schedule 1 to 20 form an integral part of the accounts

As per our report of even date annexed

For **B.K. SHROFF & CO.**
Chartered Accountants

Kavita Nangia
Partner
M. No. 90378

Surender K. Gupta
Company Secretary

Sumit Nanda
Managing Director

Ankur Anand
Director

Place : New Delhi
Dated : 25.08.2009

**SUNEHARI EXPORTS LTD.****PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31ST MARCH, 2009**

Schedules	12 Months Current Period (Rs.)	12 Months Previous Period (Rs)
INCOME		
Turnover (Gross)	93389860.00	84414634.00
Turnover Trading	50163028.00	26603444.00
Less:- Excise duty	12767275.00	13575702.00
Turnover (Net)	<u>130785613.00</u>	<u>97442376.00</u>
Other Income	13 9610170.88	4656735.80
(Decreton)/ Accretion in Stocks	14 (9483687.81)	152365408.20
	<u>130912096.07</u>	<u>254464520.00</u>
EXPENDITURE		
Purchase Traded Goods	36476963.00	174662562.00
Raw Material consumed	15 44354204.31	63916377.52
Stores, Spares & Packing Material Consumed	7718996.15	5837423.15
Job Work Paid	8004.00	146569.00
Power & Fuel	5831875.10	6599048.60
Employees	16 13272964.00	13454849.00
Finance charges	17 1258930.41	5406334.83
Selling & Distribution expenses	18 5070745.87	4606219.94
Other expenses	19 6254256.49	10486383.94
Depreciation for the year	8110833.00	8018006.00
	<u>128357772.33</u>	<u>293133773.98</u>
Profit for the year before Extraordinary Items	<u>2554323.74</u>	<u>(38669253.98)</u>
Extraordinary Income	—	178236353.61
Profit before Taxation after Extraordinary Items	<u>2554323.74</u>	<u>139567099.63</u>
Provision — For Current Tax (including for earlier year Rs. 1994189.00 (Previous Year Rs. NIL))	2777189.00	31509421.00
— For Fringe Benefit Tax	443500.00	311705.00
— For Deferred Tax	<u>(1046523.00)</u>	<u>3855643.42</u>
	<u>2174166.00</u>	<u>35676769.42</u>
Profit after Taxation	<u>380157.74</u>	<u>103890330.21</u>
	<u>380157.74</u>	<u>103890330.21</u>
Add: Balance brought forward from Previous Year	219802440.05	116082205.76
Add: Balance brought forward Pursuant to the scheme of arrangement for amalgamation	—	4150512.08
Amount available for appropriation	<u>220182597.79</u>	<u>224123048.05</u>
APPROPRIATIONS		
Interim Dividend Paid	—	3692985.00
Tax on proposed dividend	—	627623.00
Transfer to General Reserve	—	—
Balance carried to the balance sheet	220182597.79	219802440.05
	<u>220182597.79</u>	<u>224123048.05</u>
Basic and Diluted Earning per share before extraordinary items	0.07	(14.12)
Basic and Diluted Earning per share after extraordinary items	0.07	19.73

Schedule 1 to 20 form an integral part of the accounts

As per our report of even date annexed

For **B.K. SHROFF & CO.**
Chartered Accountants**Kavita Nangia**
Partner
M. No. 90378**Surender K. Gupta**
Company Secretary**Sumit Nanda**
Managing Director**Ankur Anand**
DirectorPlace : New Delhi
Dated : 25.08.2009

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2009

	For 12 Months Ended on 31.03.2009 (Rs.)	For 12 Months Ended on 31.03.2008 (Rs)
A. Net Profit before Tax and after Extraordinary Item	2554323.74	139567099.63
Adjustment for		
Interest income	(18763.00)	(113753.00)
Depreciation	8110833.00	8018006.00
Interest / Finance charges	1258930.41	5406334.83
Profit on sale of fixed assets (net)	(5387650.00)	—
Extra Ordinary Income	—	(178236353.61)
Operating Profit before change in working capital	6517674.15	(25358666.15)
Adjustment for working capital changes		
Inventories	14088794.58	(134327184.86)
Trade & other receivables	241469673.70	(144223940.07)
Trade & other payables	126355601.11	330563874.90
Net Cash inflow from operating activities	388431743.54	26654083.82
Interest/Finance charges paid	(1727847.55)	(5451629.87)
Direct Taxes Paid/Adjusted	(2074127.00)	(6497676.70)
Net Cash inflow/(out flow) from operating activities	384629768.99	14704777.25
B. Cash flow from investing activities		
Purchase of Fixed Assets*	(446963256.56)	(7532083.68)
Purchases of Investments	(9617336.07)	(150000.00)
Sales of Investments	—	122968637.00
Sale of Fixed Assets	49900000.00	69913958.00
Interest received	18763.00	116011.00
Net Cash used in investing activities	(406661829.63)	185316522.32
C. Cash flow from financing activities		
Repayment of Share Application Money	(1757100.00)	(3475000.00)
Repayment of Long Term Loans	(75512343.20)	(26141256.76)
Repayment of Working Capital Loan	—	(28614552.00)
Repayment of vehicle loan	(601778.01)	(1574650.61)
Proceeds from/ (Repayment) of Unsecured Loan	2675000.00	(44397051.24)
Payment of Dividend	44281.00	(3705221.00)
Net cash inflow/(out flow) from financing activities	(75151940.21)	(107907731.61)
Net Increase/(Decrease) in Cash & Cash equivalents	(97184000.85)	92113567.96
Add : Cash & Cash equivalents (Opening Balance)	105098002.48	12984434.52
Cash & Cash equivalents (Closing Balance)	7914001.63	105098002.48
Note: Brackets represent cash outflow		
* Including Capital advance		

NOTES ON ACCOUNTS 20
Schedule 1 to 20 form an integral part of the accounts

As per our report of even date annexed

For **B.K. SHROFF & CO.**
Chartered Accountants

Kavita Nangia
Partner
M. No. 90378

Surender K. Gupta
Company Secretary

Sumit Nanda
Managing Director

Ankur Anand
Director

Place : New Delhi
Dated : 25.08.2009

**S C H E D U L E S**

	12 Months Current Period (Rs.)	12 Months Previous Period (Rs.)
1. SHARE CAPITAL		
Authorised		
6000000 Equity Shares of Rs.10 each	60000000.00	60000000.00
Subscribed		
5416953 (Previous year 3845385) Equity Shares of Rs.10 each	54169530.00	38453850.00
Issued & Paid Up		
3769185* (Previous year 3769185) Equity Shares of Rs.10 each fully paid up	37691850.00	37691850.00
Less : Face value of Share forfeited	762000.00	762000.00
	36929850.00	36929850.00
Add : Forfeited Share amount (Amount originally Paid up)	411625.00	411625.00
Add : 1571568 Equity Share issued pursuant to the scheme of amalgamation (Refer Note. No. 8 on Schedule 20)	15715680.00	—
Share Application Money	—	1757100.00
Share Capital Suspense		
Pursuant to the scheme of amalgamation 1571568 Shares of Rs. 10 each to be issued for a consideration other than cash (Refer Note. No. 8 on Schedule 20)	—	15715680.00
	53057155.00	37341475.00
	—	1757100.00
	53057155.00	54814255.00
2. RESERVES & SURPLUS		
Capital reserve - Created on forfeiture of Share	768447.79	768447.79
General Reserve		
As per last Balance Sheet	25091493.00	21162573.00
Add: Created pursuant to the scheme of amalgamation (Refer Note. No. 8 on Schedule 20)	— — 25091493.00	3928920.00 — 25091493.00
Profit & Loss Account	220182597.79	219802440.05
	246042538.58	245662380.84

* Out of the above 2762464 shares have been issued as bonus shares by way of capitalisation of reserves.

S C H E D U L E S

	12 Months Current Period (Rs.)	12 Months Previous Period (Rs.)
3. SECURED LOANS		
From Banks		
Term loan		
— Foreign Currency loan (a)	8531554.00	10187250.00
Home Loan (b)	—	69783046.25
Vehicle Loan (c)	—	601778.01
Interest accrued & due (b)	—	72911.00
	8531554.00	80644985.26
	8531554.00	80644985.26
<p>(a) Secured against Pari passu First charge on immovable properties/movable fixed assets of the Company, present & future except those fixed assets which are exclusively charged to other lenders (mainly vehicle and few medical equipments) and personal guarantees of Directors of the Company.</p> <p>(b) Secured / To be secured against mortgage of property acquired under the said loan together with personal guarantee of director.</p> <p>(c) Secured against hypothecation of vehicles acquired under auto loan schemes.</p>		
4. UN-SECURED LOANS		
From - State Industrial Development Corporation of Uttaranchal Limited	960064.55	960064.55
From Associates	10556500.00	7635500.00
From Shareholders (Interest Free)	—	246000.00
Interest accrued & due	64869.00	21544.00
	11581433.55	8863108.55
	11581433.55	8863108.55



5. FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	As at 01.04.2008 Rs.	As at Additions [@] Rs.	Sales/ Adjustments* Rs.	As at 31.03.2009 Rs.	upto 01.04.2008 Rs.	For the Period Rs.	Sales/ Adjustments Rs.	Total 31.03.2009 Rs.	As on 31.03.2009 Rs.	As on 31.03.2008 Rs.
Land at MCIA, New Delhi	17516345.00	—	—	17516345.00	—	—	—	—	17516345.00	17516345.00
Land & Building, N-108, Panchsheel Park	—	133537058.31	44512350.00	89024708.31	—	—	—	—	89024708.31	—
Leasehold Plot	—	—	—	—	—	—	—	—	—	—
(a) Industrial Plot	8930728.73	—	—	8930728.73	108202.00	99230.00	—	207432.00	873296.73	8822526.73
(b) Residential Plot	—	—	—	—	—	—	—	—	—	—
Factory Building	21762891.85	—	—	21762891.85	3156145.00	516503.00	—	3672648.00	18090243.85	18606746.85
Plant & Machinery	—	—	—	—	—	—	—	—	—	—
(a) Plant & Machinery	89813512.82	1819376.00	—	91632888.82	26072347.28	4271348.00	—	30343695.28	61289193.54	63741165.54
(b) Dies & Moulds	31232477.53	2226139.20	—	33458616.73	24597369.17	1719071.00	—	26316440.17	7142176.56	6635108.36
Furniture & Fixtures	3005737.83	—	—	3005737.83	1485869.50	190264.00	—	1676133.50	1329604.33	1519868.33
Office Equipments	1463947.40	42700.00	—	1506647.40	896419.19	71122.00	—	967541.19	539106.21	567528.21
Office Equipments-Other	251863.00	—	—	251863.00	47829.00	11963.00	—	59792.00	192071.00	204034.00
Computers	808227.30	23600.00	—	831827.30	733571.75	44843.00	—	778414.75	53412.55	74655.55
Vehicle	12493537.00	—	—	12493537.00	3800046.01	1186489.00	—	4986535.01	7507001.99	8693490.99
Total	18729268.46	137648873.51	44512350.00	280415791.97	60897798.90	8110833.00	0.00	69008631.90	211407160.07	126381469.56
Previous Year	153057847.10	46199007.11	11977585.75	187279268.46	52385501.90	8018006.00	494291.00	60897798.90	347080.68	125844596.68
Capital Work in Progress	—	—	—	—	—	—	—	—	211754240.75	252226066.24

* Sales/ Adjustments Includes Exchange Fluctuation on Plant & Machinery Rs. NIL (Previous Year 645132.00) & Mould & Dies Rs. NIL (Previous Year 768826.00).

@ Additions Includes Exchange Fluctuation on Plant & Machinery Rs. 1573544.00 (Previous Year NIL) & Mould & Dies Rs. 2201139.20 (Previous Year NIL) and capital work in process Rs 298917.75 (Previous Year 230825.90)

S C H E D U L E S

		12 Months Current Period (Rs.)		12 Months Previous Period (Rs.)
6. INVESTMENTS	No. of Shares		No. of Shares	
Non-Trade - long term Investments				
Unquoted				
Equity share of Dr. Fresh Real Estate Ventures Pvt. Ltd. @ Rs.10 each fully Paid Up	15000	150000.00	15000	150000.00
Equity share of Panchsheel Park Property Ltd. @ Rs. 10 each fully Paid Up	50000	1000000.00	50000	500000.00
In Debt Funds				
G50 Grindlays Floating Rate Fund	17319.123	173296.07	—	—
Market Value of Investment Rs. 173451.02 (Previous Year Rs. NIL)				
In Mutual Funds				
Franklin India Bluechip Fund (unquoted)	—	—	724.870 Units	55960.00
Market Value of Investment Rs. NIL (Previous Year Rs. 150328.61)				
		10323296.07		705960.00
7. INVENTORIES				
(As taken, valued and certified by the management)				
Raw Materials		4213238.72		8447002.28
{(Includes Stock in Transit Rs.94606.00 (Previous Year Rs. 157368.00)}				
Stores, Spares and Packing Materials		1076999.25		1448342.46
Finished goods		2929961.64		4811048.87
Traded Goods		145384192.12		151212350.72
Semi-Finished goods		6996468.46		8770910.44
		160600860.19		174689654.77
8. SUNDRY DEBTORS				
(Unsecured - Considered good)				
Exceeding six months		1317644.66		930158.68
Other Debts		9233459.00		30446506.04
		10551103.66		31376664.72
9. CASH & BANK BALANCES				
Cash in hand		5903166.80		237274.55
Balances with Scheduled Banks				
In Current Account	1784303.83		104748982.52	
In Dividend accounts	57580.00		66599.41	
In Fixed Deposit/Margin Money Account	168951.00	2010834.83	45146.00	104860727.93
		7914001.63		105098002.48

**S C H E D U L E S**

	12 Months Current Period (Rs.)	12 Months Previous Period (Rs.)
10. LOANS & ADVANCES		
(Unsecured - considered good)		
Advances (recoverable in cash or in kind or for value to be received)		
— Capital	438885500.00	—
— Others	9144783.96	227444367.49
Advance against purchase of Property	—	2500000.00
Interest receivable	830.00	830.00
Security Deposits	1121462.00	1225345.00
Balance with Central Excise Authorities	734137.00	477897.11
Income Tax Payments	3817476.29	9430314.29
Input VAT recoverable	1470174.00	1467060.00
	<u>455174363.25</u>	<u>242545813.89</u>
11. CURRENT LIABILITIES		
Sundry Creditors	17713421.77	19345260.17
Advance against Orders	38009042.88	21839036.58
Advance against Sale of Property	419093000.00	310220000.00
Other Liabilities	1786280.16	3322302.64
Excise duty Payable on Stock	426658.28	1027319.96
Book overdraft with Bank	8692130.33	3611012.96
Interest accrued but not due	150299.00	589630.14
Unclaimed dividend	48295.00	4014.00
	<u>485919127.42</u>	<u>359958576.45</u>
12. PROVISIONS		
Corporate Tax on Dividend	—	627623.00
Income Tax	32417847.00	36760000.00
Wealth Tax	79959.00	19959.00
Fringe Benefit Tax	1070205.00	626705.00
	<u>33568011.00</u>	<u>38034287.00</u>

S C H E D U L E S

	12 Months Current Period (Rs.)	12 Months Previous Period (Rs.)
13. OTHER INCOME		
Interest-Banks	18763.00	84581.00
Rental Income	—	1200000.00
Profit on Sales of Property Rights	—	1900000.00
Exchange Rate Difference (Net)	806215.90	—
Profit on Redemption of Mutual Funds	67655.31	—
Interest on Income Tax Refund	51729.00	29172.00
Liability written back	2110331.14	830282.80
Dividend Income	—	299700.00
Dividend on Mutual Fund	667826.53	—
Consultancy Income	500000.00	—
Miscellaneous receipts & income	—	313000.00
Profit on Sale of Fixed Assets	5387650.00	—
	9610170.88	4656735.80
 14. (DECRETION)/ ACRETION IN STOCKS		
Closing Stocks		
Finished Goods	2929961.64	4811048.87
Traded	145384192.12	151212350.72
Semi-Finished Goods	6996468.46	8770910.44
	155310622.22	164794310.03
Opening Stocks		
Finished Goods	4811048.87	4557647.55
Traded	151212350.72	3570831.12
Semi-Finished Goods	8770910.44	4300423.16
	164794310.03	12428901.83
Accretion / (Decretion) in Stocks	(9483687.81)	152365408.20

**S C H E D U L E S**

	12 Months Current Period (Rs.)		12 Months Previous Period (Rs.)	
15. RAW MATERIALS CONSUMED				
Opening Stock	8289634.28		26673348.78	
Add : Purchases	40183202.75	48472837.03	45532663.02	72206011.80
Less : Cost of raw material sold		—		—
Less : Closing Stock		4118632.72		8289634.28
		44354204.31		63916377.52
16. EMPLOYEES				
Salaries, Wages, Bonus & Other benefits		10869328.00		11026029.00
Gratuity		131465.00		103049.00
Leave Encashment		34493.00		269825.00
Contribution to Provident Fund, ESI, etc.		94101.00		103748.00
Workmen & Staff Welfare expenses		1003577.00		809860.00
Staff Recruitment & Training expenses		—		251370.00
Directors' Remuneration		1140000.00		890968.00
		13272964.00		13454849.00
17. FINANCE CHARGES				
Interest				
On term loans				
— To Bank	697182.58		2068910.03	
— To Others	4651.00	701833.58	480544.00	2549454.03
Hire Purchase Finance charges		9088.85		128651.35
Interest on working capital/packing credit loans		—		2033953.00
Bank charges & Finance procurement expenses		548007.98		694276.45
		1258930.41		5406334.83

S C H E D U L E S

	12 Months Current Period (Rs.)	15 Months Previous Period (Rs.)
18. SELLING & DISTRIBUTION EXPENSES⁰		
Freight & Forwarding charges	2057492.00	1835767.25
Advertisement	89164.00	140022.00
Packing expenses	1558.00	5988.00
Rebates & discounts	1957435.32	2110053.25
Business Promotion	637407.30	395577.44
Sales Commission	163218.00	—
Others	164471.25	118812.00
	<u>5070745.87</u>	<u>4606219.94</u>
19. OTHER EXPENSES		
Ground Rent	—	20727.00
Lease Rent	185560.00	155061.00
Rates, Taxes & Fees	138148.00	132943.00
Insurance	283961.00	727110.00
Repairs & Maintenance		
— Plant & Machinery	895835.85	1676263.75
— Building	58052.00	92961.00
— Office Equipments	195231.62	110668.00
— Vehicle	315337.66	249994.22
— Others	68055.00	226852.00
	<u>1532512.13</u>	<u>2356738.97</u>
Exchange Fluctuation (net)	—	1438266.97
Travelling & Conveyance	1837598.54	956129.06
Communication expenses	482179.64	586741.65
Miscellaneous expenses	1634574.00	1821209.80
Charity & Donation	—	50000.00
Bad Debts & sundry Balance w/off	109803.73	906709.91
Less : Provision for Doubt Ful Debtors	—	—
	<u>109803.73</u>	<u>906709.91</u>
Claims Paid/ Irrecoverable advance written off	121100.57	—
Increase /(Decrease) of excise duty on Closing stock	(600661.68)	(32436.35)
Auditors' Remuneration		
— As Audit Fees	130000.00	134663.00
— As Tax Audit Fees	10000.00	10000.00
— For Income Tax matters	—	50500.00
— In Other capacity	16500.00	3000.00
	<u>156500.00</u>	<u>198163.00</u>
Sales Tax payments	7292.00	29002.00
Excise Duty Demands	—	42150.00
Penalty & Demurrage	7802.00	—
Unserviceable/ damaged raw material/ store written off	336774.56	4291.00
Irrecoverable Advances written off	—	1093576.93
Previous Year expenses	21112.00	—
	<u>6254256.49</u>	<u>10486383.94</u>



20. NOTES ON ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of preparation of Financial Statements.

The accounts are prepared under the historical cost convention using the accrual method of accounting unless otherwise stated thereafter. Accounting policies not specifically referred to are consistent with generally accepted principles.

B. Fixed Assets

Fixed Assets are stated at cost of acquisition inclusive of inward freight, duties and taxes and incidental expenses relating to acquisition and is net of Modvat/cenvat wherever applicable. In respect of project involving construction, related preoperational expenses are capitalised and form part of the value of assets capitalised. Fixed assets other than leasehold land, acquired on lease are not treated as assets of the company and lease rentals are charged as revenue expense. Noida factory building has been constructed on leasehold land held by the company under a 15-year sublease agreement between the company and NSEZ. Plot at Uttaranchal is under 90-year lease; premium on allotment of land is capitalized. Lease rent is expensed on accrual basis.

Fixed assets acquired under hire purchase scheme are capitalized at their principal value and hire charges expensed. Consideration is given at each balance sheet date to determine whether there is any indication of impairment of the carrying amount of the company's fixed assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is the greater of the net selling price and its value in use.

C. Depreciation

Depreciation is calculated on fixed assets on 'Straight Line Method' in accordance with schedule XIV of the Companies Act, 1956. Leasehold land is depreciated over Lease period

D. Foreign Currency Transactions

- (a) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.
- (b) Items denominated in foreign currencies at the year-end and not covered by forward exchange contracts are translated at year-end rates.
- (c) Any income or expense on account of exchange rate difference either on settlement or on translation is recognised in the profit or loss account except in cases where they relate to the acquisition of fixed assets in which case they are restated at the rates ruling at the year end and exchange differences arising on such transactions are adjusted in the cost of the fixed assets.

E. Investments

Long-term investments are stated at cost of acquisition. Provision for diminution in the value of long-term investment is made only if such a decline is other than temporary in the opinion of management

F. Inventories

Inventories are valued at lower of cost or net realisable value except for waste. Cost is determined using First in First out (FIFO) formula.

Finished goods and stock in process include cost of conversion and other cost incurred in bringing the inventory to their present location and condition.

Scrap is valued at estimated realisable value.

G. Miscellaneous Expenditure

Preliminary expenses and share issue expenses are being proportionately written off over a period of ten years.

H. Revenue Recognition

Export sales are accounted for on the basis of the date of bill of lading/airway bill. Other sales are accounted for ex factory on despatch and are net of excise duty and cash discount.

Revenue from sale of health care services is recognised on the performance of related services.

I. Excise Duty

Provision for excise duty is made on waste & finished goods lying in bonded warehouse & meant for sale in domestic tariff area.

Modvat benefit accounted for by reducing the purchase cost of the material/ fixed assets.

J. Lease

Fixed assets taken on lease before 31.3.2001 are not treated as assets of the company and lease rentals are charged to Profit and Loss account in accordance with the term(s) of the lease(s). However, lease transactions entered/ to be entered into after 1.4.2001 shall be accounted for in accordance with Accounting Standard 19 on 'Leases' prescribed by the Institute of Chartered Accountants of India.

K. Income from Investment / Deposit

Income from investment / deposit is credited to revenue in the year in which it accrues. Income is stated in full with tax thereon being accounted for under income tax deducted at source.

L. Claims & benefits

Claims receivable and export benefits are accounted on accrual basis to the extent considered receivable.

M. Employees

(a) Company's contribution to Provident Fund is charged to the Profit & Loss Account each year.

(b) Provision for Gratuity & Leave Encashment is determined on the basis of actuarial valuation and debited to the Profit & Loss Account.

N. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as a part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred. Capitalization of borrowing costs ceases when substantially all activities necessary to prepare the qualifying asset for its intended use or sale are complete.

O. Taxation

Provision for taxation is based on assessable profit of the Company as defined under Income Tax Act, 1961.

Deferred taxation is provided using the liability method in respect of the taxation effect arising from all material timing differences between the accounting and tax treatment of income and expenditure which are expected with reasonable probability to crystallize in foreseeable future. Deferred tax benefits are recognized in the financial statements only to the extent of any deferred tax liability or when such benefits are reasonably expected to be realized in the near future. Provision for Fringe Benefit Tax has been made in respect of employee benefits and other specified expenses as determined under Income Tax Act, 1961.

P. Contingent Liabilities

Contingent Liabilities as defined in Accounting Standard – 29 are disclosed by way of notes to accounts. Provision is made if it becomes probable that an outflow of future economic benefit will be required for an item previously dealt with as a Contingent Liability.

Q. Events occurring after Balance Sheet date.

Events occurring after Balance sheet date have been considered in the preparation of financial statements.

R. Earning Per Share

Basic earning per share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earning per share is calculated by dividing the net profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. (Adjusted for the effect of diluted option).



SUNEHARI EXPORTS LTD.

	Current Period (Rs.)	Previous Period (Rs.)
2. Capital commitments in respect of contracts not Provided for (net of advances)	361114500.00	NIL
3. Contingent Liabilities not provided for in respect of: Bank Guarantees	149375.00	149375.00
4. Previous year figures have been regrouped and/or re-arranged wherever necessary.		
5. The company has furnished bonds for Rs.10 lacs in favour of Customs/ Excise authorities whereby in the event of default of the relevant provisions of Customs Act, 1962, Central Excise & Salt Act, 1944, the Customs/ Excise authorities shall enforce their rights under the bonds.		
6. During earlier years the company has signed legal agreement with the Development Commissioner Noida Special Economic Zone (NSEZ) to earn Positive Net Foreign Exchange by exporting its entire production (including sale of DTA as permissible under the policy) for a period of 5 years beginning from date of commencement of production. In the event the company is unable to fulfill its export obligation it shall be liable to pay custom/excise duty leviable at the relevant time on the imported/indigenous plant, equipment, raw material component and consumables together with interest and liquidate damages.		
7. In the opinion of the management, the current assets, loans and advances and investments are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities has been adequately made in the accounts.		
8. (a) In accordance with a scheme of amalgamation, which was sanctioned by the Hon'ble High Court of Delhi vide its order dated 08.07.2008, Sunehari Financial Services Pvt. Ltd. has been transferred and vested to Sunehari Exports Ltd. as a going concern w.e.f. 01.04.2007 (the appointed date). The order of the Hon'ble High Court of Delhi filed with the Registrar of Companies NCT of Delhi & Haryana on 03.09.2008 (effective date). Accordingly the scheme has been given effect to in accounts in last year.		
(b) In terms of the scheme the entire undertakings, properties, assets, debts, liabilities, contingent, liabilities, duties and obligations of the Sunehari Financial Services Pvt. Ltd. have been transferred to Sunehari Exports Ltd. at their respective book values w.e.f. 01.04.2007 (the appointed date).		
(c) In accordance with scheme of amalgamation Sunehari Exports Ltd. shall issue allot 4 (four) equity shares of Rs.10/ - each credited as fully paid to the members of Sunehari Financial Services Pvt. Ltd. all of whose names appear in the register of member as on record date to be fixed by board of directors for 5 (five) shares of Rs.10 each held in Sunehari Financial Services Pvt. Ltd. The shares have been allotted on 24.12.2008, the net consideration has been reflected under Share Capital, however the company is in the process of getting these shares listed at OTCEI.		
(d) Necessary steps and formalities in respect of transfer of properties from erstwhile Sunehari Financial Services Pvt. Ltd. in favour of Sunehari Exports Ltd. are under implementation. Documentations relating to transfer of titles, rights, obligations, liabilities, etc., in favour of Sunehari Exports Ltd. is in progress. However, these vest in Sunehari Exports Ltd. by operation of statute viz. sections 391 to 392 of the Companies Act, 1956.		
9. (a) Other liability include due to director / officers Rs 93110.00 (Previous year Rs 98044.00).		
(b) Unsecured Loan include due to director / officers Rs NIL (Previous year Rs NIL) & maximum balance during the year Rs. 900000.00 (Previous Year Rs. 600000.00)		
10. The Company is in the process of identifying the Micro and medium Enterprises as defined under "The Micro Small and Medium Enterprises Development Act, 2006."		
11. Extraordinary Income represents profit on sale of Investments Rs. NIL (Previous Year Rs. 119866984.36) and sale of assets Rs. NIL (Previous Year Rs. 58369369.25).		
12. The company has provided interest on unsecured loan taken from a party upto 31.03.2008. No Interest has been provided for the period from 01.04.2008 to 31.03.2009 amounting to Rs. 718159.00 as the lender has consented to companies request for not charging interest w.e.f. 01.04.2008.		

13. Lease and contract payables:

	Current Period (Rs.)	Previous Period (Rs.)
Assets acquired on hire purchase arrangements:		
(i) The total minimum hire installments payable at the Balance Sheet date.		
For a period not later than one year	NIL	614100.00
For a period later than one year and not later than five years.	NIL	NIL
For a period later than five years	NIL	NIL
(ii) Hire Charges recognized in the Profit & Loss Account.	9088.85	128651.35

14. Loan includes repayable within one year (including over due)

	Current Period (Rs.)	Previous Period (Rs.)
Secured Loan		
Home Loan	—	1159820.00
Foreign Currency Term Loan	6358954.00	3395750.00
Vehicle Loan	—	601778.00
Interest accrued & due	64869.00	72911.00
Interest accrued but not due	150299.00	611174.00
Unsecured Loan		
SIDCUL	960065.00	960065.00
Associates	10556500.00	7635500.00
Shareholders	—	246000.00

15. Additions to fixed assets and / or capital work in progress, includes pre-operative expenditure on modernization cum expansion scheme.

	Current Period (Rs.)	Previous Period (Rs.)
Power and Fuel	—	—
Employees	—	—
Interest/Finance Procurement Expenses	7661241.06	7675737.57
Rates & Taxes	—	—
Lease Rent	—	295532.00
Professional Charges	—	—
Other Charges	378301.25	(171617.90)
Total	8039542.31	7799651.67
Add: Balance Brought Forward	21744596.68	14743655.01
Less: Capitalised by allocation to Fixed Assets	29437058.31	—
Less: Lease Surrendered/Transferred	—	798710.00
Balance carried to Capital work in progress	347080.68	21744596.68

16. (a) Managerial Remuneration

	Current Period		Previous Period	
	Managing Director (Rs.)	Whole Time Director (Rs.)	Managing Director (Rs.)	Whole Time Director (Rs.)
(i) Salary	720000.00	420000.00	720000.00	170968.00
(ii) Perquisites	-	-	-	-



- (b) Section 349 of the Companies Act, 1956 is not being enumerated since no commission has been paid to the Directors.
- (c) The Company holds an insurance policy on the life of the Managing Director for a sum of Rs 1 Crores (previous year 1 Crores).
- (d) Mr. Indubikash Choudhury appointed as whole time director w.e.f. 06.10.2007 & salary paid to him since said date.

17. Gratuity Valuation as per AS-15

		Current Period (Rs.)	Previous Period (Rs.)
1.	Assumptions :		
	Discount Rate	7.00 %	8.00 %
	Rate of increase in Compensation levels	5.00 %	5.50 %
	Expected Rate of Return on Plan Assets	N.A.	N.A.
	Average remaining working lives of employees (Years)	24.64	26.97
2.	Table Showing Changes in Present Value of Obligations :		
	Present Value of obligation as at the beginning of the Period	389331.00	385133.00
	Acquisition Adjustment	Nil	Nil
	Interest Cost	27253.00	30895.00
	Past Service Cost	Nil	Nil
	Current Service Cost	78054.00	56431.00
	Curtailment Cost / (Credit)	Nil	Nil
	Settlement Cost / (Credit)	Nil	Nil
	Benefits Paid	(27653.00)	(98851.00)
	Actuarial (Gain) / (Loss) on obligations	26158.00	15723.00
	Present Value of Obligation as at the end of the Period	493143.00	389331.00
3.	Table Showing Changes in the Fair Value of Plan Assets :		
	Fair Value of Plan Assets at the beginning of the period	Nil	Nil
	Acquisition Adjustments	Nil	Nil
	Actual Return on Plan Assets	N.A.	N.A.
	Contributions	Nil	Nil
	Benefits Paid	Nil	Nil
	Fair Value of Plan Assets at the end of the Period	Nil	Nil
4.	Table Showing Actuarial Gain / (Loss) Plan Assets :		
	Actual Return on Plan Assets	Nil	Nil
	Expected Return on Plan Assets	Nil	Nil
	Excess of actual over estimated return on plan assets	Nil	Nil
	Actuarial (Gain)/ Loss - Plan Assets	Nil	Nil
5.	Actuarial Gain / (Loss) Recognized :		
	Actuarial (Gain)/ Loss for the period – Obligation	26158.00	15723.00
	Actuarial (Gain)/ Loss for the period – Plan Assets	Nil	Nil
	Total (Gain)/ Loss recognized in the period	(26158.00)	(15723.00)
	Actuarial (Gain) / Loss recognized in the period	(26158.00)	(15723.00)
	Unrecognized actuarial (Gains)/ Losses at the end of the period	Nil	Nil

		Current Period (Rs.)	Previous Period (Rs.)
6.	Experience Adjustments:		
	Experience Adjustment Loss/(Gain)-Plan	Nil	-
	Experience Adjustment Loss/(Gain)-Obligation	2466.00	-
7.	The Amounts to be recognized in Balance Sheet And Statements of Profit & Loss :		
	Present Value of Obligation as at the end of the period	493143.00	389331.00
	Fair Value of Plan Assets as at the end of the period	Nil	Nil
	Funded Status	(493143.00)	(389331.00)
	Unrecognized Actuarial (Gain) / Losses	Nil	Nil
	Net Asset / (Liability) Recognized in Balance Sheet	(493143.00)	(389331.00)
8.	Expenses Recognized in the Statement of Profit & Loss:		
	Current Service Cost	78054.00	56431.00
	Past Service Cost	Nil	Nil
	Interest Cost	27253.00	30895.00
	Expected Return on Plan Assets	Nil	Nil
	Curtailement Cost / (Credit)	Nil	Nil
	Settlement Cost / (Credit)	Nil	Nil
	Net Actuarial (Gain) / Loss recognized in the period	26158.00	15723.00
	Expenses Recognized in the statement of Profit & Loss	131465.00	103049.00

18. Leave Valuation as per AS-15

		Current Period (Rs.)
1.	Assumptions :	
	Discount Rate	7.00 %
	Rate of increase in Compensation levels	5.00 %
	Expected Rate of Return on Plan Assets	N.A.
	Average remaining working lives of employees (Years)	24.64
2.	Table Showing Changes in Present Value of Obligations :	
	Present Value of obligation as at the beginning of the Period	110999.00
	Acquisition Adjustment	Nil
	Interest Cost	7770.00
	Past Service Cost	Nil
	Current Service Cost	29367
	Curtailement Cost / (Credit)	Nil
	Settlement Cost / (Credit)	Nil
	Benefits Paid	(0)
	Actuarial (Gain) / (Loss) on obligations	(2644.00)
	Present Value of Obligation as at the end of the Period	145492.00



		Current Period (Rs.)
3.	Table Showing Changes in the Fair Value of Plan Assets :	
	Fair Value of Plan Assets at the beginning of the period	Nil
	Acquisition Adjustments	Nil
	Actual Return on Plan Assets	N.A.
	Contributions	Nil
	Benefits Paid	Nil
	Fair Value of Plan Assets at the end of the Period	Nil
4.	Table Showing Actuarial Gain / (Loss) Plan Assets :	
	Actual Return on Plan Assets	Nil
	Expected Return on Plan Assets	Nil
	Excess of actual over estimated return on plan assets	Nil
	Actuarial (Gain)/ Loss - Plan Assets	Nil
5.	Actuarial Gain / (Loss) Recognized :	
	Actuarial (Gain)/ Loss for the period – Obligation	(2644.00)
	Actuarial (Gain)/ Loss for the period – Plan Assets	Nil
	Total (Gain)/ Loss recognized in the period	(2644.00)
	Actuarial (Gain) / Loss recognized in the period	(2644.00)
	Unrecognized actuarial (Gains)/ Losses at the end of the period	Nil
6.	The Amounts to be recognized in Balance Sheet And Statements of Profit & Loss :	
	Present Value of Obligation as at the end of the period	145492.00
	Fair Value of Plan Assets as at the end of the period	Nil
	Funded Status	(145492.00)
	Unrecognized Actuarial (Gain) / Losses	Nil
	Net Asset / (Liability) Recognized in Balance Sheet	(145492.00)
7.	Expenses Recognized in the Statement of Profit & Loss:	
	Current Service Cost	26367.00
	Past Service Cost	Nil
	Interest Cost	7770.00
	Expected Return on Plan Assets	Nil
	Curtailement Cost / (Credit)	Nil
	Settlement Cost / (Credit)	Nil
	Net Actuarial (Gain) / Loss recognized in the period	(2644.00)
	Expenses Recognized in the statement of Profit & Loss	34493.00

19. Hitherto company was accounting leave encashment on the basis of actual leave accruing to the credit of employees, however during the year company has done valuation on actuarial basis due to which profit for the year is higher by Rs. 64400.00 and current liabilities is lower by Rs 64400.00.

20. Deferred Taxation

As required under Accounting Standard AS-22, 'Accounting for taxes on income' issued by the Institute of Chartered Accountants of India, the company is required to account for deferred taxation while preparing its accounts. The details of deferred tax assets/liabilities are as under:

Particulars	As at 01.04.2008 (Rs.)	Tax effect for the year (Rs.)	As at 31.03.2009 (Rs.)
Deferred tax (Liability)			
Depreciation	19087155.00	(1217874.00)	17869281.00
Deferred tax (Assets)			
Others	(422586.00)	171351.00	(251235.00)
Net Deferred Tax Liability	18664569.00	(1046523.00)	17618046.00

21. Related Party Transactions

A. Names of related parties & description of relationship

1. Key Managerial personnel
Sumit Nanda-Managing Director
Indubikash Choudhury (Whole Time Director)
2. Relatives of key managerial personnel
H.C. Nanda (Father of Managing Director)
Sushma Nanda (Mother of Managing Director)
Neelam Nanda (Sister-in-law of Managing Director)
3. Associate concerns
Berco Engineering Pvt. Ltd.
Dr. Fresh Assets Ltd.
Dr. Fresh Real Estate Ventures Pvt. Ltd.
Dr. Fresh Property Development Pvt. Ltd.
Dr. Fresh Commercial Land Development Pvt. Ltd.
HCN Call Centre & Teleservices Pvt. Ltd.
S2 Property Pvt. Ltd.
JHS Svendgaard Laboratories Limited

B. Disclosure of transactions with related parties.

(Amount in Rs.)

	Key Managerial Personnel		Relatives of Key managerial Personnel		Associate Concern	
	31.03.2009	31.03.2008	31.03.2009	31.03.2008	31.03.2009	31.03.2008
Sale of goods / services*	-	-	-	-	-	1984818.00
Purchase of goods	-	-	-	-	-	336938.00
Sales of Fixed Assets	-	-	-	-	-	798710.00
Mould Usage charges	-	-	-	-	-	-
Claims / Discount paid	-	-	-	-	-	29952.00
Equity participation in subsidiary/ associate concern	-	-	-	-	9500000.00	650000.00
Share Application Money Repaid	-	-	1757100.00	-	-	-
Advance Given	-	-	-	-	281764100.00	178648000.00
Advance Taken/ Received Back	-	-	-	-	216299600.00	270320000.00
Interest Paid	-	-	-	-	-	414433.00
Rent Paid	-	-	-	-	-	-
Expenses incurred / reimbursed	-	-	-	-	-	76307.00
Dividend	-	2006397.00	-	359004.00	-	-
Remuneration	1140000.00	890968.00	-	-	-	-
Loan Taken	900000.00	-	-	-	3521000.00	50620500.00
Loan Repaid	900000.00	5305000.00	246000.00	1515000.00	600000.00	86280000.00
Security / Guarantees taken	-	-	-	-	-	-
Closing Balance						
Debtors	-	-	-	-	-	-
Creditors	-	-	-	-	-	59690.00
Inventory	-	-	-	-	-	-
Investment	-	-	-	-	10150000.00	650000.00
Fixed Assets	-	-	-	-	-	-
Unsecured loan	-	-	-	246000.00	10556500.00	7635500.00
Other Liability	93110.00	98044.00	-	-	-	-
Guarantee Outstanding	-	69783046.25	-	-	-	41000000.00
Security received	-	-	-	-	-	-
Advances Given	-	-	-	-	438885500.00	224648000.00
Advances Taken	-	-	-	-	419093000.00	270320000.00

* Net of sales return

The above transaction as well as related parties have been identified on the basis of information available with the company and the same has been relied upon by the auditors.


22 SEGMENT REPORTING
A. PRIMARY SEGMENT

The company operates only in two business segments viz. Oral hygiene products & Precious Metals Trading Activities.

Particulars	Oral Care Activities		Gold & Precious Metals Trading Activities		Total	
	Year ended 31.03.2009 (Rs.)	Year ended 31.03.2008 (Rs.)	Year ended 31.03.2009 (Rs.)	Year ended 31.03.2008 (Rs.)	Year ended 31.03.2009 (Rs.)	Year ended 31.03.2008 (Rs.)
	REVENUE					
Sales*	93433451.00	84640796.00	50119437.00	26377282.00	143552888.00	111018078.00
Total Sales	93433451.00	84640796.00	50119437.00	26377282.00	143552888.00	111018078.00
RESULTS						
Segment Result	(15603168.73)	(37689221.27)	7845488.01	(1053361.48)	(7757680.72)	(38742582.75)
Corporate Expenses						
Operating Profit/ (Loss)	(15603168.73)	(37689221.27)	7845488.01	(1053361.48)	(7757680.72)	(38742582.75)
Interest Expenses	701833.58	(4583407.03)	-	-	701833.58	(4583407.03)
Other Income	9490896.11	914863.80	119274.77	3741872.00	9610170.88	4656735.80
Profit/ (Loss) before Tax	(5410439.04)	(41357764.50)	7964762.78	2688510.52	2554323.74	(38669253.98)
Extraordinary Income	-	111193638.25	-	67042715.36	-	178236353.61
Income Tax/ Wealth Tax	-	-	-	-	(2777189.00)	(31509421.00)
Fringe Benefit Tax	-	-	-	-	(443500.00)	(311705.00)
Deferred Tax	-	-	-	-	1046523.00	(3855643.42)
Net Profit after Tax(Net)	-	-	-	-	380157.74	103890330.21
Other Information						
Segment Assets	702462182.26	600674049.47	153855683.29	205968112.63	856317865.55	806642162.10
Segment Liabilities	702462182.26	600674049.47	153855683.29	205968112.63	856317865.55	806642162.10
Capital Expenditure	451036857.51	-	-	-	451036857.51	-
Depreciation	8110833.00	7748516.00	-	269490.00	8110833.00	8018006.00
Non Cash Expenditure (Other than Depreciation)	-	-	-	-	-	-

Notes:-

- Segment have been identified in accordance with the Accounting Standard on Segment Reporting (AS-17) taking into account the organization structure as well as the different risks and return of these Segments.
- Segment information has been prepared in conformity with the accounting policies adopted for preparation and presenting the financial statement of the Company.
- All segment assets and liabilities as well as revenue and expenses are directly attributable to the segment.
- All unallocable assets and liabilities as well as revenue & expenses are treated separately.
- Capital expenditure includes capital advances.

B. SECONDARY SEGMENT

Segmental Revenue (as per geographical market).

The Company has considered geographical segment as secondary reporting segment for disclosure. For this purpose revenues are bifurcated based on sales in India and outside India.

	Sales Revenue*		Carrying Amount of Segment Asset		Cost to Acquire** Fixed Assets	
	Year ended 31.03.2009 (Rs.)	Year ended 31.03.2008 (Rs.)	Year ended 31.03.2009 (Rs.)	Year ended 31.03.2008 (Rs.)	Year ended 31.03.2009 (Rs.)	Year ended 31.03.2008 (Rs.)
	1. Outside India	9614060.00	6414613.00	1059503.99	351979.61	-
2. In India	133938828.00	104603465.00	14491599.67	31341472.51	133874190.31	18318937.00
Total	143552888.00	111018078.00	15551103.66	31693452.12	133874190.31	18318937.00

* Sales are net of returns

** Net of Exchange Fluctuation

C INTER SEGMENT SALES

Inter segment sales between operating segments are accounted for at market price. These transactions are eliminated in consolidation.

- The Company has entered into a Contract for Development of its property at N-108, Panchsheel Park, New Delhi with its associate Dr. Fresh Assets Limited. As per terms of the agreement 2 simplex and 4 duplex flats would be constructed, out of which 1 simplex & 1 duplex flats would be given to Dr. Fresh Assets Limited in full consideration of services rendered by them, the building has been completed during the year and 1 duplex that has been sold, proceeds of Rs. 49900000.00 received have been credited to Fixed Assets & Profit of Rs. 5387650.00 claimed as profit on sale of Fixed Assets.

24. Earning per share

	Current Period (Rs.)	Previous Period (Rs.)
Profit after tax before extraordinary items (A)	380157.74	-74346023.40
Profit after tax after extraordinary items (B)	380157.74	103890330.21
No. of equity shares (C)	5264553	5264553*
Earning per share before extraordinary items A/C	0.07	(14.12)
Earning per share after extraordinary items B/C	0.07	19.73

* Weighted average number of share have been restated on account of issue of bonus shares in terms of AS-20

Calculation of weighted average no. of shares for the year 2008 - 2009

	Share capital	No. of days	Weighted Average No. of Share
Shares capital at the beginning of the year	36929850	365 days	3692985
Increase in no of shares in pursuance to the scheme of amalgamation	15715680	365 days	1571568 *
			<u>5264553</u>

* Refer Note no. - 8

Calculation of weighted average no. of shares for the year 2007 - 2008

	Share capital	No. of days	Weighted Average No. of Share
Shares capital at the beginning of the year	36929850	365 days	3692985
Increase in no of shares in pursuance to the scheme of amalgamation	15715680	365 days	1571568*
			<u>5264553</u>

* Refer Note no. - 8

25. Amount to be credited to 'Investors Education and Protection Fund'

	Year ended 31.03.2009	Year ended 31.03.2008
(a) Unpaid dividend	7700.00	—
(b) Unpaid application money received for allotment of shares and due for repayment	—	—
(c) Unpaid matured deposits	—	—
(d) Unpaid matured debentures	—	—
(e) Interest accrued on a) and b) above	—	—

26. Additional information pursuant to the provisions of Part II and Part IV of Schedule VI of the Companies Act, 1956.

A. Capacities, Production, Turnover and Stocks

Production Capacity

Product	Unit	Installed Capacity*		Production	
		Year ended	Year ended	Year ended	Year ended
		31-03-2009	31-03-2008	31-03-2009	31-03-2008
Oral care Products	Pcs	50000000	50000000	17920930	19152605

Licensed capacity not indicated due to abolition of Industrial licenses as per Notification No. 477(E) dated 25th July, 1991 issued under the Industries (Development and Regulation) Act, 1951.

*Installed capacity being a technical matter, has been assessed by the management and relied on by the auditors.



B. (1) Particulars pertaining to Stocks, Sales of goods produced:

Item	Opening Stock		Turnover		Closing Stock	
	Quantity	Value (Rs.)	Quantity	Value (Rs.)	Quantity	Value (Rs.)
ORAL CARE PRODUCTS	1205928 (914024)	4811048.87 (4557647.55)	18263600 (18860701)	92075128.00 (83690255.00)	863258 (1205928.00)	2929961.64 (4811048.87)
OTHERS				1314732.00 (724379.00)		
	1205928.00 (914024.00)	4811048.87 (4557647.55)	18263600.00 (18860701.00)	93389860.00 (84414634.00)	863258 (1205928.00)	2929961.64 (4811048.87)

Previous year figures have been regrouped / rearranged wherever considered necessary

(2) Particulars pertaining to Stocks, Sales of goods traded:

Item	Unit	Opening Stock		Addition on Amalgamation		Purchase		Turnover		Closing Stock	
		Quantity	Value (Rs.)	Quantity	Value (Rs.)	Quantity	Value (Rs.)	Quantity	Value (Rs.)	Quantity	Value (Rs.)
ORAL CARE PRODUCTS	Pcs	37292.00 (35324.00)	415552.72 (378751.12)	- (-)	- (-)	- (12900.00)	- (245415.00)	1968.00 (10932.00)	43591.00 (214837.00)	35324.00 (37292.00)	378751.12 (415552.72)
T-SHIRTS	Pcs	- (-)	- (-)	- (-)	- (-)	- (144.00)	- (5760.00)	- (144.00)	- (11325.00)	- (-)	- (-)
GOLD & PRECIOUS METALS	Gms.	127770.570 (-)	150796798.00 (-)	- (3395.830)	- (3192080.00)	33273.000 (150320.570)	36476963.00 (174411387.00)	35460.000 (25945.830)	50119437.00 (26377282.00)	125583.570 (127770.570)	145005441.00 (150796798.00)
		151212350.72 (378751.12)	- (-)	- (3192080.00)	- (-)	36476963.00 (174662562.00)	- (-)	50163028.00 (26603444.00)	- (-)	145384192.12 (151212350.72)	

Previous year figures have been regrouped / rearranged wherever considered necessary

C. Raw materials consumed

Class of Goods	Unit	Quantity	Value(Rs.)
Nylon Bristles	Kg	15202.29 (65804.23)	9984333.96 (13288595.89)
San & Plastic Dana	Kg	167005.00 (472560.00)	13110430.15 (31346447.61)
Elastomer Rubber	Kg	35715.00 (33115.00)	4668049.87 (3915790.29)
PVC Sheet	Kg	62743.92 (68670.22)	5667685.16 (5417248.19)
	Pcs	563176.00 (854098.00)	233124.25 (89730.42)
Paper	Pcs	11464133 (10144349)	6890551.12 (5661394.11)
Dental Floss thread	Kg	662.95 (1655.53)	202796.48 (552717.29)
Others			3597233.32 (3644453.72)
			44354204.31 (63916377.53)
Less: sale of raw material		0	0.00 0.00
			44354204.31 (63916377.53)

D. Consumption of imported and indigenous material and percentage thereof :

Class of Goods	Imported		Indigenous		Total
	%	Value (Rs.)	%	Value (Rs.)	Value (Rs.)
Raw Materials	1.77%	786589.11	98.23%	43567615.20	44354204.31
	(6.07%)	(3880831.30)	(93.93%)	(60035546.23)	(63916377.53)
Stores, Spares & Packing Material	0.60%	46269.63	99.40%	7672726.52	7718996.15
	(1.96%)	(114134.14)	(98.04%)	(5723289.01)	(5837423.15)

E. F.O.B value of Exports **8787713.00**
(5813459.00)

F. Other Particulars

(a) C.I.F. Value of Imports		
Raw Material		394272.34 (2473721.00)
Packing Material		— (164040.00)
Stores & Spares		— (421505.00)
(b) Expenditure in Foreign Currency		
Travelling (Does not include cost of air tickets and other related expenditure paid in INR)		678760.67 (286218.28)
Repair & Maintenance		203529.00 (—)
Others		— (6357.05)
(c) Income from Services rendered		
Consultancy Services		500000.00 (—)

G. Previous year figures have been given in brackets.

**Balance Sheet abstract and Company's general business profile****I. REGISTRATION DETAILS**

REGISTRATION NO.	42302	STATE CODE	55
BALANCE SHEET DATE	31.03.2009		

II. CAPITAL RAISED DURING THE YEAR (AMOUNT IN RS.THOUSANDS).

PUBLIC ISSUE	NIL	RIGHT ISSUE	NIL
BONUS ISSUE	NIL	PRIVATE PLACEMENT	NIL

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (AMOUNT IN RS. THOUSANDS).

TOTAL LIABILITIES	336830	TOTAL ASSETS	336830
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SOURCE OF FUNDS

PAID UP CAPITAL	53057	SHARE APPLICATION MONEY	NIL	RESERVES & SURPLUS	246042
SECURED LOANS	8532	DEFF TAX LIAB	17618	UNSECURED LOANS	11581

APPLICATION OF FUNDS

NET FIXED ASSETS	211754	INVESTMENTS	10323
NET CURRENT ASSETS	114753	MISC EXPENDITURE	NIL
ACCUMULATED LOSSES	NIL		

IV. PERFORMANCE OF COMPANY (AMOUNT IN RS. THOUSANDS)

TURNOVER	140396	TOTAL EXPENDITURE	137842
PROFIT BEFORE TAX AFTER EXTRA ORDINARY ITEMS	2554	PROFIT AFTER TAX	380
EARNING PER SHARE AFTER EXTRA ORDINARY ITEMS (IN RUPEES)	0.07	DIVIDEND%	NIL

V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY (As per monetary terms)

PRODUCT DESCRIPTION	TOOTH BRUSH	ITEM CODE NO.(ITC CODE) :	960310
	GOLD & PRECIOUS METALS		710813
SERVICES DESCRIPTION	HEALTH CARE		801100

As per our report of even date annexed

For **B.K. SHROFF & CO.**
Chartered Accountants**Kavita Nangia**
Partner
M. No. 90378**Surender K. Gupta**
Company Secretary**Sumit Nanda**
Managing Director**Ankur Anand**
DirectorPlace : New Delhi
Dated : 25.08.2009



SUNEHARI EXPORTS LIMITED

Registered Office : B-1/E-24, Mohan Co-operative Industrial Area,
New Delhi - 110 044, India

ATTENDANCE SLIP

Folio No. _____

No. of shares held _____

I/We hereby record my/our presence at the 19th Annual General Meeting of the Company to be held at "Gandhi Peace Foundation", 221/ 223, Deendayal Upadhyaya Marg, New Delhi 110 003 on 29th September, 2009 at 11.30 a.m. or at any adjournment thereof.

Name of the Shareholder (in Block Letters) _____

Name of the Proxy _____
(to be filled only when shareholder is appointing proxy)

Signature of Member/Proxy

Note : Member attending the meeting must fill in this attendance slip and hand it over at the entrance duly signed.



SUNEHARI EXPORTS LIMITED

Registered Office : B-1/E-24, Mohan Co-operative Industrial Area,
New Delhi - 110 044, India

PROXY FORM

Folio No. _____

No. of shares held _____

I/We _____

R/o _____ being

a Member/Members of the above mentioned Company, hereby appoint Sh./Smt. _____

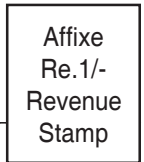
_____ R/o _____ failing

him, Sh./Smt. _____ R/o _____ as my/our Proxy

to attend and vote for me/us (in the vent of Poll) on my/our behalf at the 19th Annual General Meeting of the Company to be held at "Gandhi Peace Foundation", 221/ 223, Deendayal Upadhyaya Marg, New Delhi 110 003. 29th September, 2009 at 11.30 a.m. or at any adjournment thereof.

Signed this _____ day of _____ 2009.

Signature _____



NOTE :

1. Revenue Stamp of Re. 1/- is to be affixed on this form.
2. The form should be signed across the stamp as per specimen signature registered with the company.
3. The Proxies must reach the Registered Office of the Company at least 48 hours before the time fixed for holding the aforesaid meeting.
4. The person to be appointed as proxy need not to be a member of the company.

U.P.C.



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Registered Office : B-1/E-24,
Mohan Co-operative Industrial Area,
New Delhi - 110 044, India

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