



SURYA MARKETING LIMITED

29TH ANNUAL REPORT
FINANCIAL YEAR 2013-2014

CORPORATE INFORMATION

BOARD OF DIRECTORS

- Kailash Chand Upreti
- Ankit Modi
- Diwakar Joshi
- Virender Singh Rana

COMPANY SECRETARY/ COMPLIANCE OFFICER

Ms. Rakhi Nagpal

BANKERS

Punjab National Bank

STATUTORY AUDITORS

M/S Kumar Anoop & Co.

Chartered Accountants,
Room No-220, 2nd Floor, D-355,
Shari Laxmi House
Vikas Marg, Laxmi Nagar, New
Delhi – 110092

CORPORATE IDENTIFICATION NUMBER (CIN):

L29130DL1985PLC021802

REGISTERED OFFICE

House No.4346, Ground Floor, Gali
No. 4C, Ansari Road, Darya Ganj,
New Delhi – 110002

E-mail: suryamarket@yahoo.com

Website: www.suryamkt.com

REGISTRAR AND TRANSFER AGENT

*Beetal Financial & Computer Services
Private Limited*

Beetal House, 3rd Floor,
99 Maidangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi – 110062

Tel: 011- 29961281

Fax: 011- 29961284

E-mail: beetal@rediffmail.com

Website: www.beetalfinancial.com

CONTENT OF ANNUAL REPORT

<u>S. No</u>	<u>CONTENT</u>	<u>PAGE NO.</u>
1.	Notice	4
2.	Directors' Report	9
3.	Corporate Governance	13
4.	Management Discussion And Analysis Report	24
5.	Auditors Report	26
6.	Balance Sheet	31
7.	Statement of Profit & Loss	33
8.	Notes to Account	35
9.	Cash Flow Statement	48
10.	Attendance slip	50
11.	Proxy form	50

NOTICE OF 29TH ANNUAL GENERAL MEETING

To,
All Member,
Surya Marketing Limited

Notice is hereby given that 29th Annual General Meeting of the Shareholders of SURYA MARKETING LIMITED will be held on Monday, 16th June, 2014 at 11:00 A.M at House No. 4346, Ground Floor, Gali No. 4C , Ansari Road, Daryaganj, New Delhi – 110002 to transact the following Business:

ORDINARY BUSINESS:

1. To receives consider and adopt the audited Balance sheet of the Company as at March 31, 2014 , the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
2. To appoint a director in place of Mr. Ankit Modi, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s Kumar Anoop & Co., Chartered Accountants FRN 021412N, as Statutory Auditors of the Company to hold the office form the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

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

"RESOLVED THAT in accordance to the provision of Section 160 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, Mr. Kailash Chand Upreti be and is hereby appointed as Director of the Company."

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

"RESOLVED THAT pursuant to the provisions of Section 197 and 203 of the Companies Act, 2013 and other provision if applicable read with Schedule V of the Act, the appointment of Mr. Kailash Chand Upti as Whole time Director of the Company w.e.f. 01.01.2014 for a period of 5 Years on the remuneration and terms and conditions as given below, be and is hereby approved, confirmed and ratified:-

a) Remuneration

Rs. 20,000/- p.m. (Rupees Twenty Thousand Only) with such annual increments

/ increases as may be decided by the Board of Directors from time to time.

a. Perquisites

Free use of the Company's car for Company's work along with driver.
Telephone, telefax and other communication facilities at Company's cost for Official purpose.

Subject to any statutory ceiling/s, the appointee may be given any other allowances, perquisites, benefits and facilities as the Remuneration Committee / Board of Directors from time to time may decide.

c) Valuation of perquisites

Perquisites/allowances shall be valued as per the Income Tax rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

d) Minimum remuneration

In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the appointee shall subject to the approval of the Central Government, if required, be paid remuneration by way of salaries and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.

e) Other terms

The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors as it may, in its discretion, deem fit within the maximum amount payable to the appointee in accordance with the provisions of the said Act or any amendments made therein or with the approval of the Central Government, if required.

RESOLVED THAT any one of the Directors of the Company be and is hereby authorized to do all such acts and deeds, matters or things as may be deemed necessary, appropriate, expedient or desirable to give effect to above resolution or otherwise considered by it in the best interest of the Company."

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

"RESOLVED THAT in accordance to the provision of Section 160 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, Mr. Diwaker Joshi be and is hereby appointed as Director of the Company."

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

"RESOLVED THAT in accordance to the provision of Section 160 of the Companies Act, 2013 and all other applicable provisions of the Companies Act,

2013, Mr. Virender Singh Rana be and is hereby appointed as Director of the Company.”

Date: 15th May, 2014

Place: New Delhi

**By Order of the Board
For Surya Marketing Limited
Sd/-
Kailash Chand Upreti
Director
(06782078)**

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. proxy instrument should be lodged with the company at its registered office not less than 48 hours before the commencement of the meeting.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business under item no. 4, 5, 6 & 7 as stated above is annexed hereto.
3. The Register of Members and Share Transfer Books of the company will remain closed from 11th June, 2014 to 13th June, 2014 (both days inclusive) for AGM purpose.
4. Members are requested to notify any change in their addresses to the Company's Registrar and Share Transfer Agent i.e Beetal Financial & Computer Services Private Limited, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062, Tel.: +91-44-2996 1281/83, Fax: +91-44-2996 1284, Email: beetal@rediffmail.com; Website: www.beetalfinancial.com
5. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.
6. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the Meeting.
7. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the Meeting.

In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. A brief profile of Mr. Diwaker Joshi, Mr. Virender Singh Rana and Mr. Ankit Modi is given below in terms of the provisions of Clause 49 of the Listing Agreement.

Mr. Diwakar Joshi, aged 43 Years, is the Independent Director of our Company. He is Commerce graduate and has 10 years in the field of Accounts and Finance. He has been on the board of Our Company since, January, 2014, details of other Directorship and Chairmanship have been mentioned in Corporate Governance Report.

Mr. Virender Singh Rana, aged 28 years is a Independent Director of our Company. He has completed his graduation in arts. He possess 4 years of experience various aspect of Marketing sector. He has been on the board of Company since December, 2013, details of other Directorship and Chairmanship have been mentioned in Corporate Governance Report.

Mr. Ankit Modi aged 30 years, is Non - Executive Director of our Company. He is Bachelor in Business Administration. He possess more than 2 years of experience in the field of finance, capital markets and related activities. The Board has the advantage of his wide experience in the financial services field. He has been on the board of Company since August, 2009, details of other Directorship and Chairmanship have been mentioned in Corporate Governance Report.

Date: 15th May, 2014

Place: New Delhi

By Order of the Board
For **Surya Marketing Limited**
Sd/-
Kailash Chand Upreti
Director
(06782078)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM 4 & 5:

Mr. Kailash Chand Upreti was appointed as an Additional Director with effect from 15.12.2013. As per provisions of section 260 of the Companies Act 1956, he hold office upto the date of this ensuing Annual General Meeting of the Company. Pursuant to Section 160 of the Companies Act, 2013] the Company has received notice along with the deposit as prescribed, from him offering his candidature for appointment as director of the Company.

Mr. Kailash Chand Upreti was appointed as Whole time Director with effect from 01/01/2014, subject to the approval of Members at the ensuing Annual General Meeting and subject to the approval of the Central Government, if any, for a period of five(5) years.

The Board recommends these resolutions for your approval.

Mr. Kailash Chand Upreti is interested in these resolutions to the extent of his appointment.

None of the remaining Directors and their relatives is concerned or interested in the proposed resolutions.

ITEM NO. 6

Mr. Diwakar Joshi, who was appointed as an Additional Director of the Company with effect from January 1, 2014, in terms of Section 260 of the Companies Act, 1956, he holds office until the date of the Annual General Meeting of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Diwakar Joshi for the office of the Director under the provisions of Section 160 of the Companies Act, 2013.

Mr. Diwakar Joshi is an eminent Professional and bring rich and varied experience to the Board. The Board of Directors recommends the resolution set out in Item no. 6 of the Notice for approval of the Members.

None of the Directors of the Company, except Mr. Diwakar Joshi, is in any way concerned or interested in this resolution.

ITEM NO. 7

Mr. Virender Singh Rana, who was appointed as an Additional Director of the Company with effect from December 15, 2013, in terms of Section 260 of the Companies Act, 1956, he holds office until the date of the Annual General Meeting of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Virender Singh Rana for the office of the Director under the provisions of Section 161 of the Companies Act, 2013

The Board of Directors recommends the resolution set out in Item no. 7 of the Notice for approval of the Members.

None of the Directors of the Company, except Mr. Virender Singh Rana, is in any way concerned or interested in this resolution.

Date: 15th May, 2014

Place: New Delhi

By Order of the Board
For **Surya Marketing Limited**
Sd/-
Kailash Chand Upreti
Director
(06782078)

THE DIRECTORS' REPORT

Dear Shareholders,

Yours Directors have pleasure in presenting the 29th Annual Report and Audited Accounts of Surya Marketing Limited ('the Company') for the year ended 31st March, 2014 ('the financial year').

FINANCIAL HIGHLIGHTS

The summarized performance of the Company for the years 2013-14 and 2012-13 is given below:

Particulars	For Financial Year Ended 31st March, 2014 (Rs. In Lacs)	For Financial Year Ended 31st March, 2013 (Rs. In Lacs)
Total Income	128.81	14.50
Total Expenditure	124.26	13.94
Profit before Depreciation and Tax	4.55	0.56
Less: Depreciation	1.37	0.03
Profit after Depreciation but before Tax	3.17	0.52
Less: Current Tax	1.00	0.16
Add: Excess Provision of Income Tax of Previous years	0.00	0.00
Profit / (Loss) After Tax	2.17	0.36
Proposed Dividend	0.00	0.00
Tax on Dividend	0.00	0.00
Transferred to Statutory Reserves	0.00	0.00

FINANCIAL PERFORMANCE

During the year under review, your Company has recorded a total income of Rs. 128.81 Lacs, against Rs. 14.50 Lacs in the previous year, with a total increase of Rs. 114.31 Lacs. Net Profit before Taxation for the financial year ended March 31, 2014 increased from Rs. 0.52 Lac to Rs. 3.17 Lac which is increase of Rs. 2.65 Lac from the previous year. Consequently, the Profit after Tax increased from Rs. 0.37 Lac to Rs. 2.17 Lac an increase of Rs. 1.8 Lac.

DIVIDEND

In consideration of future prospects of the Company, Your Board of Directors has decided to plough back the profits into the business operations of the Company.

PUBLIC DEPOSIT

Your Company has not accepted any deposits from the public during the year under review.

INCREASE IN EQUITY SHARE CAPITAL

During the year under review, the Company has increased its authorized equity Share capital from Rs. 1,00,00,000 (Rupees One crore only) consisting 10,00,000 Equity shares of Rs. 10/- each to Rs. 3,50,00,000 (Rupees three crore fifty lacs only) consisting 35,00,000 equity shares of Rs. 10/- each.

Also, the Company has issued and allotted 835500, 744000, 425000, 518500 equity shares of Rs, 10/- each on 22th August, 2013, 24th August, 2013, 16th November, 2013 and 19th November, 2013 respectively and accordingly, the Equity Paid up Share capital stand increased to Rs. 3,02,30,000 (Rupees three Crores two lacs thirty thousand only) consisting 3023000 equity shares of Rs. 10/- each.

DIRECTORS

In accordance with Section 256 of the Companies Act, 1956 read with the Articles of Association of the Company, Mr. Ankit Modi, Director of the Company, retire by rotation and being eligible offer himself for re-appointment at the ensuing Annual General Meeting.

Also, Mr. Diwaker Joshi was appointed as an additional director by the Board of Directors in its meeting held on 1st January, 2014 and Mr. Virender Singh Rana and Mr. Kailash Chand Upreti were appointed as Additional Directors by the Board of Directors in its meeting held on 15th December, 2013 and the Company has received notices under Section 160 of the Companies Act, 2013 proposing their candidature of for the office of the Director.

Also, during the year under review, Mr. Jai Kumar, Mr. Parag Mittal and Mr. Anurag Garg resigned from the Board.

LISTING OF EQUITY SHARES ON BSE LIMITED

During the year under review, Your Company has applied for listing of its equity shares on the platform of BSE Limited.

STATUTORY AUDITORS

The Statutory Auditors M/s Kumar Anoop & Co., Chartered Accountants, holds office until the conclusion of the ensuing Annual General Meeting and the Company has a letter.

The Company has received letter from them to the effect that their appointment, if made, would be in accordance with the Act and that they are not disqualified for such re-appointment.

A Board of directors of the company has recommended their appointment in the ensuing Annual General Meeting.

INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

PARTICULARS OF EMPLOYEES

The provision of Section 217(2A) of the Companies Act, 1956 are not applicable as no Employee of the Company draws remuneration to the extent laid down therein.

CHANGE IN REGISTERED OFFICE

During the year under review, Company changed its registered office to House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002

SUBSIDIARY COMPANIES

The Company does not have any subsidiary.

CONSOLIDATED FINANCIAL STATEMENTS

Since there is no subsidiary of the Company at present, hence no consolidated financial statements have been prepared.

ENERGY CONSERVATION MEASURES, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 217(1) (e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are not applicable to the Company. Therefore, the information relating to conservation of energy or technology absorption etc. is not given. There has been no foreign exchange earnings and outgo during the year under Report.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- a. in the preparation of the annual accounts for the year ended March 31 2014, 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 were reasonable and prudent so as to give a true and fair view of the State of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

- d. the Directors have prepared the annual accounts of the Company on a 'going concern' basis.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of the provisions of Clause 49 of the Listing Agreement, Management Discussion and Analysis Report is presented in the separate section and forms an integral part of the Annual Report.

CORPORATE GOVERNANCE

In terms of the provisions of clause 49 of the Listing Agreement, a report on corporate governance forms part of this Annual Report and a Certificate from the Statutory Auditors of the Company on the compliance with Corporate Governance requirements is attached to the Report on Corporate Governance.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation of the co-operation and assistance received from Shareholders, Bankers, regulatory bodies and other business constituents during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, resulting in successful performance of the Company during the year.

Sd/-
Kailash Chand Upreti
Director
Din No.: 06782078

By Order of the Board
For Surya Marketing Limited
Sd/-
Ankit Modi
Director
Din No.: 02684835

Place: New Delhi
Date: 15th May, 2014

CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is to achieve business excellence, enhance long term values for its stakeholders, maintaining excellent relations across all levels and proper compliance with all applicable legal and regulatory requirements.

2. BOARD OF DIRECTORS

Board Procedure:

The Directors of the Company are informed about the Agenda of the Board Meetings and Committee Meetings, containing relevant information / supporting data, as required well in advance, to enable them to take informed decisions. Statutory Auditors are also requested to attend the Board or Committee meeting as and when required. Matters discussed at Board Meeting generally relate to Company's performance, approval of related-party transactions, general notice of interest of Directors, review of the meeting of Committees of the Board and compliance with their recommendation, suggestion, compliance of any regulatory, statutory or listing requirements, etc.

Composition, Category of Directors and their other directorship as on 31st March, 2014.

Name of the Director	Category of Directorship	No. of Directorship in other Public & Pvt. Ltd. Companies
Kailash Chand Upreti	Executive Director	3
Ankit Modi	Non-Executive Director	NIL
Diwakar Joshi	Independent Director	3
Virender Singh Rana	Independent Director	3

Board Meetings & Attendance:

During the year ended 31st March, 2014, Sixteen (16) Board Meetings were held on 20th May, 2013; 15th July, 2013; 20th July, 2013; 14th August, 2013; 22nd August, 2013; 24th August, 2013; 29th August, 2013; 04th September, 2013; 14th November, 2013; 16th November, 2013; 19th November, 2013; 15th December, 2013; 01st January, 2014; 07th January, 2014, 13th January, 2014 and 13th February, 2014

The details of directors and their attendance record at the Board Meeting held during the year under review are as follows:

Name	Category	No. of Meetings Attended	No. of Membership In Boards of Other Companies	Attendance of each Director At last AGM	No membership committee in other Limited Companies*	Chairmanship committee in other Limited Companies*
Mr. Parag Mittal #	Non Executive Director	9	4	Present	1	1
Mr. Jai Kumar#	Non Executive Director	10	2	Present	2	2
Mr. Anurag Garg#	Non Executive Director	8	11	Present	Nil	Nil
Mr. Kailash Chand Upreti **	Executive Director	5	3	NA	2	2
Mr. Ankit Modi	Non Executive and Non Independent Director	15	Nil	Present	Nil	Nil
Mr. Diwaker Joshi**	Non Executive and Independent Director	4	3	NA	2	2
Mr. Virender Singh Rana**	Non Executive and Independent Director	3	3	NA	2	2

*Membership / Chairman of only Audit Committee and Shareholders' / Investors' Grievance Committee in Public limited companies have been considered.

Mr. Parag Mittal, Mr. Jai Kumar and Mr. Anurag Garg resigned on 20th November, 2013, 1st January, 2014 and 15th December, 2013 respectively.

** Mr. Kailash Chand Upreti, Mr. Diwaker Joshi and Mr. Virender Singh Rana joined the Board on 15th December, 2013, 1st January, 2014 and 15th December, 2013 respectively.

3. AUDIT COMMITTEE

Terms of Reference:

In terms of the provisions of Clause 49 of Listing Agreement, the Audit Committee has been formed which reviews reports and meets statutory auditors as and when required and discusses their findings, suggestions, observations and other related matters. It also reviews major accounting policies followed by the Company.

Composition:

The committee presently comprises following three (3) directors. Mr. Diwakar Joshi is the Chairman of the Audit Committee. The Company Secretary is the Secretary of our Audit Committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Diwakar Joshi	Chairman	Independent
2.	Virendra Singh Rana	Member	Independent
3.	Kailash Chand Upreti	Member	Whole-time Director

Role of Audit Committee

The terms of reference of the Audit Committee are given below:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient, and credible.
6. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
7. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
8. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - (a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - (b) Changes, if any, in accounting policies and practices and reasons for the same
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management
 - (d) Significant adjustments made in the financial statements arising out of audit findings
 - (e) Compliance with listing and other legal requirements relating to financial statements
 - (f) Disclosure of any related party transactions
 - (g) Qualifications in the draft audit report.
9. Reviewing, with the management, the quarterly financial statements before submission to the board for approval

10. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
12. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
13. Discussion with internal auditors any significant findings and follow up there on.
14. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
15. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
16. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
17. To review the functioning of the Whistle Blower mechanism, in case if the same is existing.
18. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
19. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.
20. Mandatorily reviews the following information:
 - (a) Management discussion and analysis of financial condition and results of operations;
 - (b) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - (c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - (d) Internal audit reports relating to internal control weaknesses; and
 - (e) The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee
21. Review the Financial Statements of its Subsidiary company, if any.
22. Review the composition of the Board of Directors of its Subsidiary company, if any.

23. Review the use/application of funds raised through an issue (public issues, right issues, preferential issues etc) on a quarterly basis as a part of the quarterly declaration of financial results. Further, review on annual basis statements prepared by the Company for funds utilized for purposes other than those stated in the offer document.

In addition, to carry out such other functions/powers as may be delegated by the Board to the Committee from time to time.

COMPOSITION AND ATTENDANCE AT MEETINGS:

During the year ended on 31st March, 2014, the composition of Audit Committee and the attendance record of the members at the meeting were as follows:

Name of the Member	Designation	No of Meetings Attended
Mr. Diwakar Joshi	Chairman	1
Mr. Virender Singh Rana	Member	1
Mr. Kailash Chand Upreti	Member	1

3. SHAREHOLDERS' / INVESTOR'S GRIEVANCES COMMITTEE

Your Company has constituted an Investors Grievance Committee to redress the complaints of the shareholders. The committee currently comprises of three (3) Directors. Mr. Diwakar Joshi is the Chairman of the Shareholders/ Investors Grievance Committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Diwakar Joshi	Chairman	Independent
2.	Virendra Singh Rana	Member	Independent
3.	Ankit Modi	Member	Non-Executive & Non Independent

Role of Shareholders/Investors Grievance Committee

The Shareholders / Investors Grievance Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

5. NAME, DESIGNATION AND ADDRESS OF THE COMPLIANCE OFFICER

Ms. Rakhi Nagpal

Company Secretary and Compliance Officer,

Surya Marketing Limited

House No.4346, Ground Floor, Gali No. 4C

Ansari Road, Darya Ganj, New Delhi – 110002

Tel: 91-11-3231 9242; Fax: 91-11-3231 9242

Email Id: suryamarket@yahoo.com

STATUS OF COMPLAINTS RECEIVED, RESOLVED AND PENDING AS ON 31ST MARCH, 2014

Number of Shareholders' Complaints received during the year	NIL
Number of Shareholders' Complaints resolved during the year	NIL
Number of Shareholders' Complaints Pending at the end of the year	NIL

6. GENERAL BODY MEETINGS

The details of Annual General Meetings held during the last three years are as follows:

YEAR	DAY, DATE AND TIME	VENUE	SPECIAL RESOLUTION
2010-11	Friday, 30 th September, 2011, at 11.00 a.m.	J-745 First Floor, Ganesh Nagar, Shakarpur Delhi - 110092	No
2011-12	Saturday, 29 th September, 2012 at 2:30 p.m.	U-202, 3 rd Floor, Vikas Marg, Shakarpur, New Delhi – 110092	No
2012-13	Monday, 30 th September, 2012 at 11.00 a.m.	U-202, 3 rd Floor, Vikas Marg, Shakarpur, New Delhi – 110092	No

No Special Resolution was passed during the last three Annual General Meeting of the Company and No Special resolution was passed by Postal Ballot.

7. DISCLOSURES

Related Party Transaction

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

7.1 Statutory Compliance, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

7.2 Whistle Blower Policy

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy. The Directors of the Company affirms that no personnel have been denied access to the Audit Committee.

7.4 Reconciliation of Share Capital Audit

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

7.5 Non-Mandatory Requirements

The Company does not comply with the non-mandatory requirements.

8. MEANS OF COMMUNICATION

All material information about the company is promptly submitted to the Delhi Stock Exchange Ltd. where the Company's shares are listed and Quarterly, Half-Yearly and Annual Financial Results are being sent to the exchange for the information of the shareholders and published in the Newspapers.

The financial results are also displayed on the Company's website i.e. www.suryamkt.com

9. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting

Date, time and Venue	16 th June, 2014 at 11.00 A.M. at the registered office of the Company at H. No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi – 110002
Financial year	1 st April, 2013 to 31 st March, 2014
Date of Book Closure	11 th June, 2014 to 13 th June, 2014
Stock Exchange	Delhi Stock Exchange Limited

Financial Calendar

Tentative calendar of events for the financial year 2014-15 (April to March) is as under:

Adoption of Quarterly Financial Results for:

Results for the quarter ending June 30, 2014 : By 14th of August, 2014.

Results for the quarter ending September 30, 2014: By 14th of November, 2014.

Results for the quarter ending December 31, 2014 : By 14th of February, 2015.

Results for the quarter ending March 31, 2015 : By 30th of May, 2015

MARKET PRICE DATA

Since the equity shares are listed on the Delhi Stock Exchange Limited, the market Price of the Company's' equity shares are not available.

10. Listing at Stock Exchanges Stock Exchange

The Equity Shares are listed on the Delhi Stock Exchange Limited and Listing fees as applicable has been paid to the Stock Exchange upto date.

11. REGISTRAR AND TRANSFER AGENT

M/s Beetal Financials & Computer Services Pvt. Ltd

Beetal House, 3rd Floor, 99 Maidangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi – 110062

Tel: 011- 29961281

Fax: 011- 29961284

E-mail: beetal@rediffmail.com

Website: www.beetalfinancial.com

12. SHARE TRANSFER SYSTEM

Shares held in Physical form are processed by the Registrar and Share Transfer Agent in the prescribed manner and if the documents are complete in all respects, are transferred within the timeframe under the applicable provisions of law.

13. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2014

<u>Share or Debenture holding of nominal value of</u>		<u>Share holders</u>		<u>Share Amount</u>	
<u>Rs.</u>	<u>Rs.</u>	<u>Number</u>	<u>% to total</u>	<u>In Rs.</u>	<u>% to Total</u>
Upto – 5000		432	67.61	426600	1.41
5001 – 10000		3	0.47	28000	0.09
10001 – 20000		1	0.16	16000	0.05
20001 – 30000		26	4.07	710000	2.35
30001 – 40000		2	0.31	70100	0.23
40001 - 50000		37	5.79	1850000	6.12
50001 – 100000		63	9.86	5940000	19.65
100001 and above		75	11.74	21189300	70.09
Total		639	100.00	30230000	100.00

14. BROAD SHAREHOLDING PATTERN AS ON 31ST MARCH, 2014

PROMOTER AND PROMOTER GROUP	NO OF SHAREHOLDER	SHARES
INDIAN		
INDIVIDUAL	3	8000
BODY CORPORATE	1	182930
TOTAL	4	190930
PUBLIC	NO OF SHAREHOLDER	SHARES
BODY CORPORATE	1	320000
INDIVIDUALS	565	2153370
HINDU UNDIVIDED FAMILY	69	358700
TOTAL	635	2832070
GRAND TOTAL	639	3023000

15. DEMATERIALIZATION OF SHARES AND LIQUIDITY

Your company has entered into Tripartite Agreement with both the depositories i.e. NSDL and CDSL and out of total 3023000 Equity Shares 1909400 equity shares are in Demat form.

Date: 15th May, 2014
Place: New Delhi

By Order of the Board
For Surya Marketing Limited
Sd/-
Kailash Chand Upreti
Director
(06782078)

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, this is to confirm that all the Members of the Board have affirmed compliance with the Code of Conduct for the year ended 31st March, 2014.

**By Order of the Board
For Surya Marketing Limited
Sd/-
Kailash Chand Upreti
Director**

**Date: 15th May, 2014
Place: New Delhi**

CEO / CFO CERTIFICATE

I, Kailash Chand Upreti, Executive Director certify to the Board that:

- (a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2014 and that to the best of my 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) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's Code of Conduct.
- (c) I 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 I 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) I 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) there are no instances of significant fraud of which we 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/-
Kailash Chand Upreti
Director**

**Date: 15/05/2014
Place: New Delhi**

**AUDITORS' CERTIFICATE REGARDING COMPLIANCE WITH THE
CONDITIONS OF CORPORATE
GOVERNANCE**

**TO
THE MEMBERS
SURYA MARKETING LIMITED**

We have examined the compliance of the conditions of Corporate Governance procedures implemented by SURYA MARKETING LIMITED for the year ended on March 31, 2014, as stipulated in Clause 49 of the Listing Agreement entered into with the Delhi Stock Exchange Limited.

The Compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of 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 Kumar Anoop & Company
Chartered Accountants
Sd/-
Anoop Kumar
{Prop.}
M No.:508958
FRN: 021412N**

**Date: 15/05/2014
Place: New Delhi**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR THE FINANCIAL YEAR 2013-2014

Business Analysis

During the year under review, your Company has recorded a total income of Rs. 128.81 Lacs, against Rs. 14.50 Lacs in the previous year, with a total increase of Rs. 114.31 Lacs. Net Profit before Taxation for the financial year ended March 31, 2014 increased from Rs. 0.52 Lac to Rs. 3.17 Lac which is increase of Rs. 2.65 Lac from the previous year. Consequently, the Profit after Tax increased from Rs. 0.36 Lac to Rs. 2.17 Lac an increase of Rs. 1.8 Lac.

Internal Control System and their adequacy

The Company has proper internal control systems for the various functional areas. The check and control measure are effective and adequate.

The detail of Financial Performance and operational performance is mentioned in the Directors Report.

Cautionary Statement

Management Discussion and Analysis Report detailing the company's objectives and expectation may have forward looking statement within the meaning of applicable securities law and regulations. Actual result may differ from those expressed or implied depending upon the government regulation, change in government policies, Tax implications, economic development within India and Overseas.

Company's Outlook

The company has taken various initiatives for increase of business, product portfolio. Presently, we are doing business in domestic market but we are exploring possibilities of export of our products to the western countries.

Future Outlook

Tremendous boom in Marketing industry is basically due to increase of consumption of household products. Due to significant increase in income levels, the consumption pattern has also changed. The life style of individuals is changing and they are preferring products under premium segment. Despite temporary setback for few months due to global meltdown, Indian economy had recovered faster than expected. The adverse impact of western financial meltdown is not acutely felt due to domestic industry and consumption.

Your company has taken various initiatives for increase of business, product portfolio. Presently, We are doing business in domestic market but we are exploring possibilities of Marketing of other products to the western countries, where we had been doing

business about a decade ago. We are also exploring the possibilities of leasing out an industrial unit on enhance our productivity and launching of quality products in the market.

**Sd/-
Kailash Chand Upreti
Director**

**By Order of the Board
For Surya Marketing Limited
Sd/-
Ankit Modi
Director**

**Place: New Delhi
Date: 15th May, 2014**

M/s Kumar Anoop & Co.
Chartered Accountants

Room No- 220, 2nd Floor,
D-355, Shri Laxmi House Vikas
Marg Laxmi Nagar, New Delhi-
110092

INDEPENDENT AUDITOR'S REPORT

To,
THE MEMBERS
SURYA MARKETING LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **M/s SURYA MARKETING LIMITED** ("the Company). Which comprise the balance sheet as at 31st March 2014, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of these financial statements that give true and fair view of the financial position, financial performance and cash flows of the company in accordance with accounting standard referred to in sub section (3G) of section 211 of companies Act 1956 ("the Act"). This responsibility includes the design, implementation and maintenances of internal control relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the standards on auditing issued by the Institute of chartered accountant of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement whether due to fraud or error. In making those risk assessments the auditor considers internal control relevant to the Company's

Preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management as well as evaluating the overall presentation of the financial statements.

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

OPINION

In our opinion, and to the best of our information and according to the explanation given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

In the case of balance sheet , the state of affairs of the company as at March 31, 2014, the case of statement of profit and loss of the profit for the year ended on that date,

and

In the case of the cash flow statement, of the cash flows of the company for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the companies (auditor's report) order, 2003 ("the Order") issued by the Central government of India in terms of sub-section (4a) of section 227 of the Act, we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the order.

As required by the section 227(3) of the act, we report that :

We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of the audit.

In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books.

The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this report are in agreement with the books of account.

In our opinion, the balance sheet, statement of profit and loss, and the cash flow statement comply with the accounting standards referred to in sub-section (3C) of section 211 of companies act 1956.

On the basis of written representation received from the directors as on 31st March 2014, and taken on record by the board of directors, none of the directors is disqualified as on 31st March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of Companies Act, 1956.

**For Kumar Anoop & Company
Chartered Accountants**

Sd/-

Anoop Kumar

{Prop.}

M No.:508958

FRN: 021412N

Date: 15/05/2014

Place: New Delhi

ANNEXURE TO THE AUDITOR'S REPORT

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) According to the information and explanations given to us, the company has formulated a regular programme of verification by which all the assets of company shall be verified in a phased manner, which in my opinion, is reasonable having regard to the size of the company and nature of its assets. To the best of my knowledge, no material misstatement is noticed on verification conducted during the year as compared with the book records.
(c) There was no disposal during the year of fixed assets.
2. (a) The company does not have any Inventories during the year, therefore clauses (b) and (c) are not applicable.
3. The company has not taken/granted any loans secured or unsecured from companies, firms or other parties listed in the register maintained u/s 301 of the companies act 1956 in terms of subsection (6) of the section 370 of the companies act, 1956 the provisions of the section are not applicable to a company on or after the commencement of the companies (amendment) act, 1999.
4. In respect of loans & advances, the company in the nature of advances given by the company, the parties are generally re-paying the principal amount as stipulated and have also been regular in paying of interest where applicable.
5. In our opinion and according to the information and explanation given to us, there is adequate internal control procedure commensurate with the size of the company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sales of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
6. Based on the audit procedures applied by us and according to the information and explanation provided by the management, we are of the opinion that there are no transactions that need to be entered into the registers management under section 301 of the Companies Act, 1956.
7. The company has not accepted any deposit from the public. Therefore the provisions of Section 58A, & 58AA of the Companies Act, 1956, and the Rules framed there under do not apply.
8. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
9. To the best of our knowledge and according to the information given to us, the Central Government has not prescribed the maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for the company.
- 10.(a) According to the books and records as produced and examined by us in accordance with generally accepted auditing practices in India and also based on management representations the provident funds Act and employees state

insurance Act is not applicable to the company, undisputed statutory dues in respect of income tax and other material statutory dues have generally been regularly deposited by the company during the year with the appropriate authorities in India.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth-tax, sales tax, customs and excise duty were outstanding , as at 31st March, 2014 for a period of more than six months from the date they become payable.

(c) According to the records of the company, there are no dues of sales tax, income tax, customs tax/ wealth tax, excise duty/ cess which have not been deposited on account of any dispute.

11. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures & other similar securities.
12. According to the information and explanation given to us the company has not given any guarantee for loan taken by other from banks or financial institutions.
13. According the information and explanation given to us and as shown by the records examined by us there were no dues payable to financial institutions or banks.
14. The company has not taken any term loan during the year.
15. In our opinion, the company is not a chit fund or a nidhi, mutual benefit fund or society therefore the provision of clause 4 (xiii) of the companies (Auditor's report) Order 2003 are not applicable to the company.
16. Based on the information and explanation given to us and on an overall examination of the books of accounts as on 31.03.2014, we report that no funds raised on short term basis have used for long- term investments by the company and vice versa.
17. Based on the audit procedure performed and the information and explanation given to us by the management we report that the company has not made any preferential allotment of shares during the year.
18. The company has no outstanding debentures during the period under audit.
19. As per the information and explanation given to us and on the basis of examination of records, no material fraud on or by the company was noticed or reported during the year.

**For Kumar Anoop & Company
Chartered Accountants**

Sd/-

Anoop Kumar

{Prop.}

M No.:508958

FRN: 021412N

Date: 15/05/2014

Place: New Delhi

SURYA MARKETING LIMITED

Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj.
Delhi - 110002

CIN: L29130DL1985PLC021802

Balance Sheet as at 31st March, 2014

(Amount in Rs.)

Particulars	Note No	As at 31.03.2014	As at 31.03.2013
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	1	30,230,000.00	5,000,000.00
(b) Reserves and Surplus	2	(128,661.08)	(345,561.00)
(c) Money received against share warrants		-	-
<u>(2) Share application money pending allotment</u>			
(a) Share Application Maoney		-	-
<u>(3) Non-Current Liabilities</u>			
(a) Long-term borrowings	3	-	-
(b) Deferred tax liabilities (Net)	4	50,740.00	2,333.00
(c) Other Long term liabilities	5	-	998,970.00
(d) Long term provisions	6	-	-
<u>(4) Current Liabilities</u>			
(a) Short-term borrowings	7	14,660,000.00	-
(b) Trade payables	8	8,766,150.00	-
(c) Other current liabilities	9	81,530.00	21,030.00
(d) Short-term provisions	10	60,497.38	13,780.00
Total		53,720,256.30	5,690,552.00
II.Assets			
<u>(1) Non-current assets</u>			
<u>(a) Fixed assets</u>			
(i) Tangible assets	11	651,526.02	33,975.00
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	12	-	319,100.00
(c) Deferred tax assets (net)	13	-	-
(d) Long term loans and advances	14	-	4,230,153.00
(e) Other non-current assets	15	880,904.09	-
<u>(2) Current assets</u>			
(a) Current investments	16	5,500,000.00	-
(b) Inventories	17	-	-
(c) Trade Receivables	18	6,763,020.00	850,720.00
(d) Cash and Cash Equivalents	19	1,095,220.20	256,604.00
(e) Short-term loans and advances	20	38,732,713.00	-

(f) Other Current Assets	21	96,873.00	-
Total		53,720,256.30	5,690,552.00

NOTES TO ACCOUNTS

29

Notes referred to above and notes attached there to form an integral part of Balance Sheet.

As per our report of even date attached.

For and on behalf of the Board of Directors

**For Kumar Anoop & Co.
(Chartered Accountants)**

SURYA MARKETING LIMITED

Sd/-

Anoop Kumar

Prop.

Membership No. : 508958

Firm No.: 021412N

Sd/-

Kailash Chand Upreti

(Director)

DIN: 06782078

Sd/-

Ankit Modi

(Director)

DIN: 02684835

Sd/-

**Rakhi Nagpal
Company Secretary**

PLACE : New Delhi

DATE : 15/05/2014

SURYA MARKETING LIMITED

Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj.
Delhi - 110002

CIN: L29130DL1985PLC021802

Profit and Loss statement for the year ended 31st March, 2014

Amount in Rs.

Particulars	Note No	As at 31.03.2014	As at 31.03.2013
I. Revenue from operations	22	12,850,720.00	1,450,720.00
II. Other Income		30,900.00	-
III. Total Revenue (I +II)		12,881,620.00	1,450,720.00
<u>IV. Expenses:</u>			
Cost of materials consumed	23	10,929,860.00	1,198,970.00
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	-	-
Employee benefit expense	25	616,677.00	60,000.00
Financial costs	26	2,350.00	-
Depreciation and amortization expense	27	137,813.98	3,775.00
Other expenses	28	877,430.80	135,830.00
Total Expenses		12,564,131.78	1,398,575.00
V. Profit before exceptional and extraordinary items and tax.	(III - IV)	317,488.22	52,145.00
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		317,488.22	52,145.00
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		317,488.22	52,145.00
X. Tax expense:			
(1) Current tax		60,497.38	13,780.00
Less: MAT Credit Entitlement		(8,316.09)	
(2) Deferred tax		48,407.00	2,333.00
(3) Income tax Adjustment		-	-
(4) Deferred tax Adjustment		-	-
XI. Profit(Loss) from the operations.	(IX-X)	216,899.92	36,032.00
XII. Profit/(loss) from discontinuing operations			
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) balance transferred to Balance Sheet. (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		216,899.92	36,032.00
XVI. Earning per equity share:			

(1) Basic		0.12	0.07
(2) Diluted		0.12	0.07

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement

**For Kumar Anoop & Co.
(Chartered Accountants)**

**Sd/-
Anoop Kumar
Prop.
Membership No. : 508958
Firm No.: 021412N**

For and on behalf of the Board of Directors

SURYA MARKETING LIMITED

Sd/-	Sd/-	Sd/-
Kailash Chand Upreti (Director) DIN: 06782078	Ankit Modi (Director) DIN: 02684835	

**Sd/-
Rakhi Nagpal
Company Secretary**

**PLACE : New Delhi
DATE : 15/05/2014**

SURYA MARKETING LIMITED

Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj. Delhi
- 110002

CIN: L29130DL1985PLC021802

Notes Forming Part of the Balance Sheet

Note : 1 Share Capital

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	AUTHORIZED CAPITAL 35,00,000 Equity Shares (PY '10,00,000 Equity Shares) of Rs. 10/- each.	35,000,000.00	10,000,000.00
2	ISSUED 30,23,000 Equity Shares (PY 5,00,000 Equity Shares) of Rs. 10/- each.	30,230,000.00	5,000,000.00
3	SUBSCRIBED & PAID UP CAPITAL 30,23,000 Equity Shares (PY 5,00,000 Equity Shares) of Rs. 10/- each.	30,230,000.00	5,000,000.00
	Total	30,230,000.00	5,000,000.00
Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	(a) Share Application Maoney	-	-
	Total	-	-

A) Reconciliation of Number of Shares:

Particulars	As at 31.03.2014		As at 31.03.2013	
	Number	Amounts	Number	Amounts
<i>Shares outstanding at the beginning of the year</i>	500,000.00	5,000,000.00	500,000.00	5,000,000.00
<i>Shares Issued during the year</i>	2,523,000.00	25,230,000.00	-	-
<i>Shares bought back during the year</i>	-	-	-	-
<i>Shares outstanding at the end of year</i>	3,023,000.00	30,230,000.00	500,000.00	5,000,000.00
Total	3,023,000.00	30,230,000.00	500,000.00	5,000,000.00

B) Details of Shareholders holding more than 5% Shares

Particulars	As at 31.03.2014	
	No. of Shares held	% of Holding
Mallaya Properties Private Limited	182,930	6.05%
Esteem Bio Organic Food Processing Ltd	320,000	10.59%

Note : 2 Reserve & Surplus

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
	Surplus (Profit & Loss Account):		
	Reserve & Surplus	(345,561.00)	(381,593.00)
	Current Year Profit & Loss A/C	216,899.92	36,032.00
	Total	(128,661.08)	(345,561.00)

Note : 3 Long Term Borrowings

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Bonds / Debentures	-	-
2	Term Loan		
	- From Bank	-	-
	- From Other Parties	-	-
3	Deferred Payment Liabilities	-	-
4	Deposit	-	-
5	Loans & Advances From Related Parties	-	-
6	Long Term Maturities of Finance lease obligation	-	-
7	Loans From Directors	-	-
8	Other Loans	-	-
	Total	-	-

Note : 4 Defferred Tax Liabilities (Net)

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Defferred Tax Liability	50,740.00	2,333.00
	Total	50,740.00	2,333.00

Note : 5 Other Long Term Liabilities

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Trade Creditors	-	998,970.00
2	Others	-	-
	Total	-	998,970.00

Note : 6 Long Term Provisions

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Provision from Employment Benefit	-	-
2	Other	-	-
	Total	-	-

Note : 7 Short Term Borrowings

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Loan Repayable on Demand		
	- From Bank	-	-
	- From Other Parties	14,660,000.00	-

2	Loans & Advances From Related Parties	-	-
3	Deposits	-	-
4	Others	-	-
	Total	14,660,000.00	-

Note : 8 Trades Payable

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Trade Creditors	8,766,150.00	-
	Total	8,766,150.00	-

Note : 9 Other Current Liabilities

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Audit Fees Payable	5,000.00	10,000.00
2	Listing Fees Payable	11,030.00	11,030.00
3	Expenses Payable	13,000.00	-
4	Salary Payable	52,500.00	-
	Total	81,530.00	21,030.00

Note : 10 Short Term Provisions

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Provision From Employees Benefit		
2	Others		
	Provision For Income Tax	60,497.38	13,780.00
	Total	60,497.38	13,780.00

Note : 12 Non Current Investment

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Investment in Property	-	-
2	Investment in Equity Instrument		
3	Other Investment		
	Investments (Non-Current)	-	319,100.00
4	Investment in Mutual Fund		
5	Investment in Partnership Firm		
	Total	-	319,100.00

**Note : 13 Deferred Tax Assets
(Net)**

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
	Deffred Tax		
	Total	-	-

Note : 14 Long Term Loans and Advances

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
I)	Capital Assets		
	a) Secured, Considered		
	<u>Good :</u>	-	-
	b) Unsecured, Considered		
	<u>Good :</u>	-	-
	c) Doubtful	-	-
II)	Security Deposit		
	a) Secured, Considered		
	<u>Good :</u>	-	-
	b) Unsecured, Considered		
	<u>Good :</u>	-	-
	c) Doubtful	-	-
III)	Loans & Advances to related parties	-	-
IV)	Other Loans & Advances	-	4,230,153.00
	Total	-	4,230,153.00

Note : 15 Other Non Current Assets

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Long Term Trade Receivables		
	a) Secured, Considered		
	<u>Good :</u>	-	-
	b) Unsecured, Considered		
	<u>Good :</u>	-	-
	c) Doubtful	-	-
2	Others		
	Misc Expenditure	310,788.00	
	MAT Credit Entitlement	8,316.09	
	Security Deposit	561,800.00	
	Total	880,904.09	-

Note :16 Current Investment

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Investment in Equity Angels Enterprises Limited 50,000 Equity Shares of Face Value of Rs. 10/-	- 500,000.00	-
	Satkar Finlease Limited 500,000 Equity Shares of Face Value of Rs. 10/-	5,000,000.00	
2	Investment in Preference Shares	-	-
3	Investment in Govt Securities	-	-
4	Investment in debentures & Bonds	-	-
5	Investment in Mutual Fund	-	-
6	Investment in Partnership Firm	-	-
7	Others	-	-
	Total	5,500,000.00	-

Note : 17 Inventories

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Stock-in-Trade	-	-
	Total	-	-

Note : 18 Trade Receivables

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	<u>Outstanding for more than six months</u>		
	<u>a) Secured, Considered Good :</u>		
	<u>b) Unsecured, Considered Good :</u>		
	<u>c) Doubtful</u>		
2	<u>Others</u>		
	<u>a) Secured, Considered Good :</u>		
	<u>b) Unsecured, Considered Good :</u>		
	<u>c) Doubtful</u>	6,763,020.00	850,720.00
	Total	6,763,020.00	850,720.00

Note : 19 Cash & Cash Equivalent

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Cash-in-Hand		
	Cash Balance	333,587.00	256,604.00
	Sub Total (A)	333,587.00	256,604.00
2	Bank Balance		
	Bank Balance (With Schedule Bank)		
(i)	Balance With Scheduled Banks	761,633.20	-
(ii)	Balance With Scheduled Banks		
	Sub Total (B)	761,633.20	-
3	Cheques on Hand		
	(C)	-	-
	Total [A + B + C]	1,095,220.20	256,604.00

Note :20 Short Terms Loans and Advances

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Loans & Advances from related parties		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	<u>c) Doubtful</u>	-	-
2	Others		
	Loans & Advances	37,329,586.00	-
	Total	37,329,586.00	-

Note : 21 Other Current Assets

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Advance Income Tax	-	-
2	TDS	96,873.00	-
	Total	96,873.00	-

SURYA MARKETING LIMITED
CIN: L29130DL1985PLC021802

Note : 11 Fixed Assets

S. No	Particulars	Rate	Gross Block			Depreciation				Net Block		
			Value as on 01.04.2013	Addition during the year	Deduction during the year	Value as on 31.03.2014	Value as on 01.04.2013	Addition during the year	Deduction during the year	Value as on 31.03.2014	WDV as on 28.02.2014	WDV as on 31.03.2013
I	<u>Tangible Assets</u>											
	- Computer	40.00%	37,750.00	451,100.00	-	488,850.00	3,775.00	107,013.56	-	110,788.56	378,061.44	33,975.00
	Furniture & Fixture	18.10%	-	283,265.00	-	283,265.00	-	27,879.32	-	27,879.32	255,385.68	-
	Mobile	13.91%	-	21,000.00	-	21,000.00	-	2,921.10	-	2,921.10	18,078.90	-
	SUB TOTAL (A)		37,750.00	755,365.00	-	793,115.00	3,775.00	137,813.98	-	141,588.98	651,526.02	33,975.00
II	<u>Intangible Assets</u>											
	-											
	SUB TOTAL (B)		-	-	-	-	-	-	-	-	-	-
III	<u>Capital Work-in-progress</u>											
	-											
	SUB TOTAL (C)		-	-	-	-	-	-	-	-	-	-
IV	<u>Intangible Assets Under Development</u>											
	-											
	SUB TOTAL (D)		-	-	-	-	-	-	-	-	-	-
	Total [A + B + C + D] (Current Year)		37,750.00	755,365.00	-	793,115.00	3,775.00	137,813.98	-	141,588.98	651,526.02	33,975.00
	(Previous Year)		37,750.00	-	-	-	-	-	-	-	-	-

SURYA MARKETING LIMITED

CIN: L29130DL1985PLC021802

Notes Forming Part of the Profit & Loss Statement

Note : 22 Income

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	<u>INCOME</u>		
	Revenue From Operation	12,850,720.00	1,450,720.00
	Total (A)	12,850,720.00	1,450,720.00
2	<u>INCOME (OTHERS)</u>		
	Other Income	30,900.00	-
	Income Tax Refund	-	-
	Total (B)	30,900.00	-
	Total (A) + (B)	12,881,620.00	1,450,720.00

Note : 23 Cost of Material Consumed

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Purchases	10,929,860.00	1,198,970.00
	Total	10,929,860.00	1,198,970.00

Note : 24 Change in Inventories

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Opening Stock	-	-
2	Closing Stock	-	-
	Total	-	-

Note : 25 Employment Benefit Expenses

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Salaries & Wages	541,030.00	60,000.00
2	Staff Welfare Expenses	75,647.00	-
	Total	616,677.00	60,000.00

Note :26 Financial Cost

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Bank Expenses	2,350.00	-
	Total	2,350.00	-

Note : 27 Depreciation & Amortised Cost

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
1	Depreciation	137,813.98	3,775.00
	Total	137,813.98	3,775.00

Note : 28 Other Expenses

Sr. No	Particulars	As at 31.03.2014	As at 31.03.2013
	<u>Administrative Expenses:</u>		
	Audit Fees	5,000.00	5,000.00
	Advertisement Expenses	63,372.00	45,720.00
	Business Promotion Exp.	109,044.00	-
	Telephone & Travelling Charges	87,389.00	-
	Custodian Fees (CDSL)	126,970.00	-
	Custodian Fees (NDSL)	2,248.00	-
	Professional Charges	62,264.00	-
	Listing Fees	25,843.00	16,540.00
	Office Expenses	72,074.00	9,870.00
	Misc. Exps.	51,659.00	43,090.00
	Postage & Courier	1,500.00	550.00
	Printing and Stationary	8,990.00	7,560.00
	Legal & Filing Fees	94,380.80	7,500.00
	Accounting Exp.	89,000.00	-
	Preliminary Expenses		
	Written off	77,697.00	-
	Total	877,430.80	135,830.00

SURYA MARKETING LIMITED

CIN: L29130DL1985PLC021802

Notes Forming Part of the Balance Sheet

Note : 29 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

A- SIGNIFICANT ACCOUNTING POLICIES

1 Basis of Accounting

The financial statements are prepared under the historical cost convention on the concept of a going concern, in accordance with the Generally Accepted Accounting Principles and mandatory Accounting Standards as notified under the Companies (Accounting Standards) Rules, 2006 and as per the provisions and presentational requirements of the Companies Act, 1956.

2 Changes in Accounting policies

The accounting policies adopted are consistent with those of previous financial year. The management assures that there has been no change in accounting policies as compared to that of previous year which would have any significant effect on these financials.

3 Recognition of Income

Export Sales represents invoiced Value of goods Sold. Other Income is recognised and accounted for on accrual basis unless otherwise stated.

4 Tangible Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

4 (A)- Depreciation on tangible fixed assets

No Depreciation has been provided on Land.

5 Taxes on Income

Current tax is determined and provided for on the amount of taxable income at the applicable rates for the relevant financial year. Deferred Tax Assets and Liabilities (DTA/ DTL) are recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods. The DTA is recognised only to the extent that there is reasonable certainty of sufficient future profits against which such DTA can be realised.

6 **Contingent Liability**

The contingent liabilities, if any, are disclosed in the Notes to Accounts. Provision is made in the accounts, if it becomes probable that there will be outflow of resources for settling the obligation.

7 **Events occurring after the balance sheet date**

Adjustments to assets and liabilities are made for events occurring after the balance sheet date to provide additional information materially affecting the determination of the amounts of assets or liabilities relating to conditions existing at the balance sheet date.

8 **Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the year/ period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year/ period.

9 **Use of estimates**

The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting year. Actual results could differ from those estimates. Any revision to accounting estimates is recognised respectively in current and future periods.

10 **Foreign Currency Transaction**

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year end are translated at the rate ruling at the year end rate.

B- NOTES TO THE ACCOUNTS

- 1) The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

- 2) Reconciliation of Nos. Of Shares

PARTICULARS	2013-14	2012-13
Number of Equity Shares at the beginning	500,000	500,000
Add:- Number of Shares Issued	2,523,000	-
Number of Equity Shares at the end	3,023,000	500,000

- 3) Below are the name of the shareholders holding more than 5% of Shares of the company

Name	2013-14		
	Class of	No. of Share Holding	% of Holding

	Share		
(i) Mallaya Properties Private Limited	Equity	182,930	6.05%
(ii) Esteem Bio Organic Food Processing Ltd	Equity	320,000	10.59%

4) All the investments made by the company are valued at Cost .

5)

Managerial Remuneration: -

6) The inventories of the company are valued as per cost price and market price which ever is less.

7) Deferred tax arising on account of timing difference and which are capable of reversal in one or more subsequent periods is recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are recognised unless there is virtual certainty with respect to the reversal of the same in future years.

8) The revised Schedule VI as notified under the companies Act,1956, has become applicable to the company for the presentation of its financial statements for the year ending March 31st, 2013. The adaptation of the revised Schedule VI requirements has significantly modified the presentation and disclosures which have been complied with in these financial statements Previous year figures have been reclassified in accordance with current year requirements.

9) All schedules annexed to and form integral part of the Balance Sheet and Profit & Loss Account.

10) Minimum Alternative Tax (MAT) is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal Income Tax during the specified period.

11) Value of Import on CIF Basis Nil

12) Earnings in Foreign Exchange (FOB Value) Nil

13) Expenditure in Foreign Currency Nil

14) The Company has no employee to whom the provisions of section 217 (2A) of the Companies Act, 1956 are applicable.

15) *Earning Per Share:*

Particulars	As at 31.03.2014
Net profit after tax available for Equity Shareholders (Rs.) (A)	216899.92
Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	1803894.52
Dilutive potential Equity Shares (Nos.)	0.00
Dilutive shares outstanding (Nos.) (C)	1803894.52
Nominal value per Equity Shares (Rs./ Share)	10

Basic Earnings per share (Rs./ Share) (A) / (B)	0.12
Diluted Earnings per share (Rs./ Share) (A) / (C)	0.12

As per our report of even date attached.

**For Kumar Anoop & Co.
(Chartered Accountants)**

**Sd/-
Anoop Kumar
Prop.
Membership No. : 508958
Firm No.: 021412N**

**For and on behalf of the Board of Directors
SURYA MARKETING LIMITED**

**Sd/-
Kailash Chand Upreti
(Director)
DIN: 06782078**

**Sd/-
Ankit Modi
(Director)
DIN: 02684835**

**Sd/-
Rakhi Nagpal
Company Secretary**

**PLACE : New Delhi
DATE : 15/05/2014**

SURYA MARKETING LIMITED

Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj. Delhi
- 110002

CIN: L29130DL1985PLC021802

Cash Flow Statement For the Year Ending 31-Mar-2014

Particulars	Amounts Rs.	Amounts Rs.
Particulars	31.03.14	31.03.13
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	317,488	52,145
2. <u>Adjustment for:</u>		
<u>Add:</u> Depreciation & Amortisation Expenses	137,814	3,775
<u>Less:</u> Profit on Sale of Investment	(30,900)	
Operating Profit before Working capital changes	424,402	55,920
3. <u>Working Capital Changes:</u>		
Decrease (Increase) in Trade & Other Receivables	(5,912,300)	(850,720)
Decrease (Increase) in Inventories	-	-
Decrease (Increase) in Other Current Assets	(96,873)	-
Decrease (Increase) in Other Non Current Assets	(872,588)	-
Increase (Decrease) in Trade & Other Payables	8,766,150	-
Increase (Decrease) in Other Long Term Liabilities	(998,970)	998,970
Increase (Decrease) in Other Liabilities	60,500	5,000
Net Changes in Working Capital	945,919	153,250
<u>Cash Generated from Operations</u>	1,370,321	209,170
<u>Adjustment of Taxes</u>	13,780	-
Net Cash Flow from Operating Activities (A)	1,356,541	209,170
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase of Fixed Assets	(755,365)	(37,750)
Decrease / (Increase) In Short Term Loan & Advances	(38,732,713)	
Decrease / (Increase) In Long Term Loan & Advances	4,230,153	
(Increase) / Decrease in Non Current Investment	(5,500,000)	

Sale of Investment	350,000	-
Net Cash Flow from Investing Activities (B)	(40,407,925)	(37,750)
<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of share capital and Proceeds from Share Application Money	25,230,000	-
Preliminary Expenses incurred	-	-
Increase / (Decease) in Short Term Liabilities	14,660,000	
Net Cash Flow from Financing Activities (C)	39,890,000	-
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	838,616	171,420
Cash and cash equivalents at the beginning of the year / Period	256,604	85,184
Cash and cash equivalents at the end of the year/ Period	1,095,220	256,604
* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard (AS) – 3 on Cash Flow Statements" issued by the Institute of Chartered of Accountants of India.		

As per our report of even date attached.
For Kumar Anoop & Co.

For Kumar Anoop & Co.
(Chartered Accountants)

Sd/-
Anoop Kumar
Prop.
Membership No. : 508958
Firm No.: 021412N

For and on behalf of the Board of Directors
SURYA MARKETING LIMITED

Sd/-
Kailash Chand Upreti
(Director)
DIN: 06782078

Sd/-
Ankit Modi
(Director)
DIN: 02684835

Sd/-
Rakhi Nagpal
Company Secretary

PLACE : New Delhi
DATE : 15/05/2014

ATTENDANCE SLIP
SURYA MARKETING LIMITED

Regd. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road,
Darya Ganj, New Delhi – 110002
L29130DL1985PLC021802

Name & Address of the Shareholder

.....
.....

Ref.Folio No.

No. of Shares held :

DP ID CL ID

I hereby record my presence at the **29th Annual General Meeting** of the Company held on Monday, the 16th June, 2014 at 11.00 A.M .at House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi – 110002

Name of the Shareholder / Proxy Present -----

Note: Shareholders /Proxy holder wishing to attend the meeting should bring the attendance slip to the meeting and hand over the same at the entrance duly signed.

.....(TEARHERE).....

PROXY FORM
SURYA MARKETING LIMITED

Regd. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road,
Darya Ganj, New Delhi – 110002
L29130DL1985PLC021802

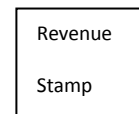
I/We..... Of..... being a member/members of SURYA MARKETING LIMITED hereby appoint.....of.....of failing himof as my/our proxy to vote for me/us and on my /our behalf at the **29th Annual General Meeting** of the Company to be held on Monday, the 16th June, 2014 at 11.00 A.M. at House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi – 110002 or any adjournment thereof.

Signed this Day of 2014

Ref.Folio No.

Signature

No.of Shares



-
- 1 The proxy need not be a member of the Company
 - 2 The proxy must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.

BOOK POST

Mr./Mrs

If not delivered, please return to :

SURYA MARKETING LIMITED

CIN: L29130DL1985PLC021802

Registered office:

House No.4346, Ground Floor, Gali No. 4C, Ansari Road,
Darya Ganj, New Delhi – 110002