

INDIA STUFFYARN LIMITED

(Formerly known As sunrise soya products limited)

31st ANNUAL REPORT (2015-2016)



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INDIA STUFFYARN LIMITED

(Formerly Known As Sunrise Soya Products Limited)

CORPORATE INFORMATION

CIN	:	L51909DL1985PLC021270
BOARD OF DIRECTORS	:	Babita Jain Managing Director Virendra Jain Director Deepu Singh Director Anil Director
STATUTORY AUDITORS	:	Sanjeev Gaurav & Associates (Chartered Accountants) F- 11, Bhagwati Complex, Opposite Shah Talkies Agra, Uttar Pradesh 2820021
REGISTRAR AND TRANSFER AGENT	:	Bigshare Services Pvt. Ltd. E4/8, First Floor, Jhandewalan Extension, New Delhi-110055
BANKERS	:	HDFC Bank Old Rajinder Nagar, New Delhi.
REGISTERED OFFICE	:	555, Double Storey, New Rajinder Nagar, New Delhi- 110060.
EMAIL	:	indiastuff yarn@gmail.com
INVESTORS HELPDESK & EMAIL	:	Babita Jain indiastuff yarn@gmail.com
WEBSITE	:	www.indiastuff yarn.in
CONTACT NO.	:	011-32060782

INDIA STUFFYARN LIMITED

(Formerly known as SUNRISE SOYA PRODUCTS LIMITED)

Regd. Office: 555, Double Storey, New Rajinder Nagar, New Delhi- 110060

CIN: L51909DL1985PLC021270

E-mail Id: indiastuff yarn@gmail.com, sunrisesoya1985@gmail.com

Website: www.indiastuff yarn.in

Ph. No.: 011-32060782

NOTICE

Notice is hereby given that the 31st Annual General Meeting of the Company will be held on **Saturday, 25th Day of June, 2016 at 12:00 P.M.** at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110005 to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date, together with the Directors’ Report and Auditors’ Report thereon as presented to the meeting, be and the same are hereby, approved and adopted.”

2. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT Mr. Virendra Jain (DIN: 00530078), Director of the Company, retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

3. **Ratification of appointment of Auditors**

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to sections 139 to 142 and other applicable provisions, of the Companies Act, 2013 and the rules made there under, as amended from time to time, the company here by ratified the appointment of M/s Sanjeev Gaurav & Associates, Chartered Accountants (FRN -017483C), as the auditors of the company, to hold office from the conclusion of this AGM till the date of 35th Annual General Meeting of the company to examine and audit the accounts of the company for the F.Y. 2016-17 at such remuneration as may be mutually agreed between the Board of directors and auditors.”

By Order of the Board of Directors

Place: New Delhi

Date: 18.05.2016

Babita Jain
Chairman & Managing Director
DIN: 00560562

Notes:

- (i) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE AT A POLL INSTEAD OF HIMSELF/HERSELF AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETE AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN (10) % OF THE TOTAL SHARE CAPITAL OF THE COMPANY.**
- (ii) Corporate Members intending to send their respective authorized representative are requested to send a duly certified copy of the Board/ Governing Body resolution authorizing such representative to attend and vote at the Annual General Meeting.
- (iii) 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.
- (iv) Pursuant to the provisions of Section 91 of the Companies Act, 2013 and listing agreement, the Register of Members and Share Transfer Books of the Company will remain closed from **19th June, 2016 to 25th June, 2016** (both days inclusive).
- (v) To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members who are holding shares in physical forms are requested to notify changes in their respective address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to Company's Registrar i.e Bigshare Services Pvt. Ltd. , E4/8, First Floor, Jhandewalan Extension, New Delhi-110055. Beneficial owners holding shares in electronic form are requested to intimate change in address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to their respective Depository Participants (DP). Members are requested to register/ update their e-mail addresses with the Registrar in case of shares held in physical form and with their respective Depository Participants in case shares are held in electronic form.
- (vi) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar.

- (vii) Electronic copy of the Annual Report for the financial year 2015-16 along with the Notice of the 31st Annual General Meeting of the Company (including Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Registrar/Depository Participant(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for the financial year 2015-16 along with Notice of the 31st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by other permissible modes.
- (viii) Members may also note that the Notice of the 31st Annual General Meeting and the Annual Report for the financial year 2015-16 will also be available on the Company's website www.indiastuff yarn.in and on the website of the Registrar www.bigshareonline.com for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on all working day. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by any permissible mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: indiastuff yarn@gmail.com
- (ix) Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility.
- (x) All documents referred to in the Notice are open for inspection at the registered office of the Company during normal business hours on all working day.
- (xi) The Register of Director and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which directors are interested under section 189 will be made available for inspection by members of the Company at the meeting.

Voting through electronics means:

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the 31st Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or www.indiastuff yarn.in.

The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file “**e-Voting.pdf**” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your “User ID” and “Password for e-voting”. Please note that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for e-voting.
2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com>
3. Click on “Shareholder - Login”.
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com.
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
6. Home page of remote “e-Voting” opens. Click on **e-Voting: Active Voting Cycles**.
7. Select **EVEN (E-Voting Event Number)** of Sunrise Soya Products Limited. Members can cast their vote online from **22nd June, 2016 (9:00 am)** till **24th June, 2016 (5:00 pm)**.
8. Now you are ready for “e-Voting” as “Cast Vote” page opens.
9. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm”, when prompted.
10. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail (tripathiastik@gmail.com) with a copy marked to evoting@nsdl.co.in.

General instructions:

- a. **The e-voting period commences on 22nd June, 2016 (9:00 am) till 24th June, 2016 (5:00 pm).** During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the **cut-off date** i.e. 18th June, 2016 may obtain the login ID and password by sending a request at evoting@nsdl.co.in.
- c. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- d. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- e. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of 18th June, 2016.
- f. M/s Astik Tripathi & Associates, Practising Company Secretary (COP No. 10384) has been appointed by the Company to act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- g. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- h. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- i. The results declared along with the Scrutinizer's Report shall be placed on the Company's website viz., www.indiastuff yarn.in and on the website of NSDL on or before **Monday, 27th June, 2016**.

All the documents referred to in the accompanying Notice will be available for inspection at the Registered Office of the Company during business hours on all working days up to date of declaration of the result of the 31st Annual General Meeting of the Company.

Other information:

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- Please note that if you have opened 3-in-1 account with ICICI Group i.e. bank account and demat account with ICICI Bank Limited and trading account with ICICI Securities Limited, you can access e-Voting website of NSDL through their website viz.; www.icicidirect.com for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website www.icicidirect.com. Please note that in case you are not able to login through the ICICI direct website, you can also access the e-Voting system of NSDL by using your existing user ID and password for the e-voting system of NSDL.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

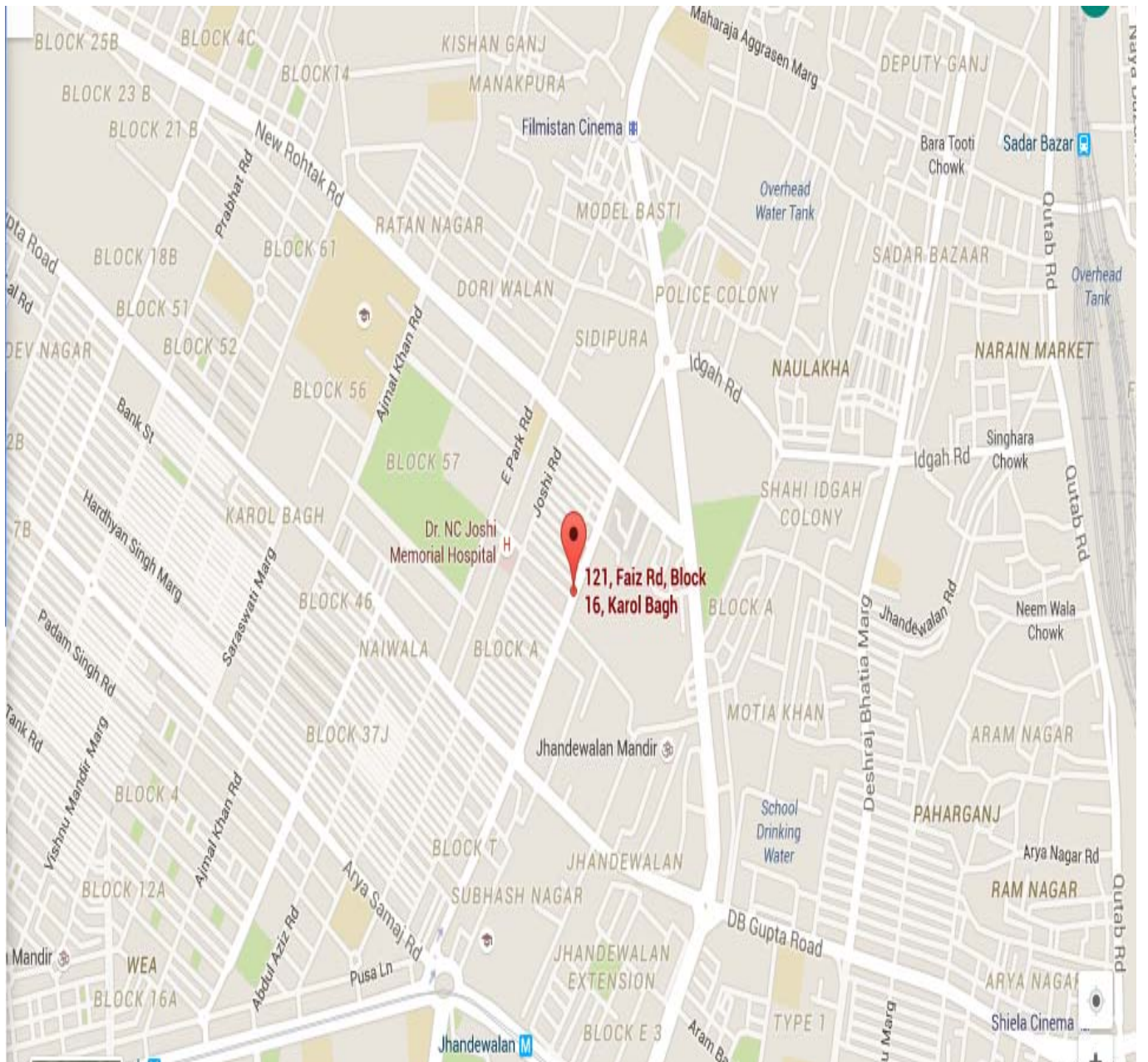
MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.

By Order of the Board of Directors

**Place: New Delhi
Date: 18.05.2016**

**Babita Jain
Chairman & Managing Director
DIN: 00560562**

Here we are given below the route map for the purpose of company's AGM venue:



DIRECTOR'S REPORT



To
The Members
India Stuff yarn Limited

The Directors have pleasure in presenting before you the 31st Annual Report on the business and operations of the Company alongwith the Audited Financial Statement for the financial year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS:

Financial Result of the Company for the year under review alongwith the figures for previous year are as follows:

Particulars	(in ₹)	
	31st March, 2016	31st March, 2015
Total Income	70,047,428	7,571,310
Profit before Tax	94,745	246,636
Less: Provision for Tax		
Current Tax	30,875	46,994
MAT Credit Entitlement	-	(46,944)
Earlier Year tax	-	-
Deferred Tax	-	-
Net Profit after Tax	63,870	246,636
Total Assets	9,817,749	9,686,869
Total Liabilities	9,817,749	9,686,869

OPERATIONAL PERFORMANCE:

During the financial year 2015-16, the Company has recorded revenue of ₹ **7,00,47,428/-**. The Company has earned net profit of ₹ **63,870/-** during the year as compared to profit ₹ 2,46,636/- in the last year. The Directors are optimistic about future performance of the Company.

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary company.

SHARE CAPITAL:

The paid up share capital as on 31st March, 2016 was ₹ 56,80,000/-. There has been no change in the equity share capital of the company during the year.

DIVIDEND:

As the company kept the profits for investment in better projects it regret not to recommend any dividend. But the directors are hopeful better result in ensuring future.

DEPOSITS:

During the year, the Company has not invited/accepted any deposits under Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees and Investment covered under the provisions of section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

INTERNAL CONTROL SYSTEM:

The company has in place well defined and adequate internal controls commensurate with the size of the company and same were operating throughout the year. The company has inhouse internal audit functions.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM:

Pursuant to the provision of section 177(9) & (10) of the Companies Act, 2013. The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy. The Whistle Blower Policy is available on the website of the Company i.e. www.indiastuff yarn.in

CORPORATE SOCIAL RESPONSIBILITY:

Company does fall into the criteria defined under Companies Act, 2013 for applicability of corporate social responsibility.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

RE-APPOINTMENT OF DIRECTOR:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Virender Jain, Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board of Directors recommends their re-appointment.

INDEPENDENT DIRECTORS:

The Independent Directors hold office for a fixed term of five years and are not liable to retire by rotation.

The Independent Directors have submitted their disclosure to the board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of the Companies Act, 2013 as well as SEBI (LODR) Regulations, 2015.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and relevant Regulation of the SEBI (LODR) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration, Stakeholders' Relationship Committee and Risk Management Committees.

KEY MANAGERIAL PERSONNEL:

There has been no change in the Key Managerial Personnel of the Company during Previous year and Mrs. Babita Jain continues to act as Managing Director (KMP) of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provision of section 134(5) of the Companies Act, 2013 the Board confirms and submits the Director's Responsibility Statement:

- in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed;
- The Directors had 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 of the Company for the year under review;
- The Directors have taken proper & sufficient care of the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for prevention & detecting fraud & other irregularities;

- The Directors have prepared the accounts for the year ended 31st March, 2016 on a going concern basis.
- The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- The directors had devised proper system to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

MEETINGS:

(a) BOARD MEETING

The Board of Directors duly meets 12 times during the financial year from 1st April, 2015 to 31st March, 2016. The dates on which meetings were held are as follows:

1st April, 2015, 16th May, 2015, 27th May, 2015, 9th July, 2015, 5th August, 2015, 17th August, 2015, 23rd October, 2015, 4th November, 2015, 16th November, 2015, 13th January, 2016, 29th January, 2016, 18th February, 2016.

The periodicity between two Board Meetings was within the maximum time gap as prescribed in the Listing Agreement / Companies Act, 2013.

The composition of the Board of Directors, their attendance at Board Meetings and last Annual General Meeting is as under:

Name of Director	Designation	Category	Number of Board Meetings during the year		Attendance of Last AGM
			Held	Attended	
Virender Jain	Director	Non- Executive & Promoter	12	12	YES
Babita Jain	Managing Director	Executive & Promoter	12	12	YES
Deepu Singh	Director	Non- executive & Independent	12	12	YES
Anil	Director	Non- executive & Independent	12	12	YES

(b) COMMITTEE MEETINGS

(i) AUDIT COMMITTEE

The Audit Committee comprises four members of which two including Chairman of the Committee are Independent Director. During the Year Four Audit Committee Meeting were convened and held.

Meetings of the Committee:

The Committee met 4 times on 27th May, 2015, 5th August, 2015 and 4th November 2015, 29th January, 2016 during the financial year ended March 31, 2016.

The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors/Chief Financial Officer are invited to the meeting as and when required.

Name of Members	Category/Designation	No. of Meetings	
		Held	Attended
Deepu Singh	Chairperson	4	4
Babita Jain	Member	4	4
Virender Jain	Member	4	4
Anil	Member	4	4

(ii) NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee comprises four members of which two including Chairman of the Committee are Independent Director. During the Year Three Nomination & Remuneration Committee Meeting were convened and held.

Meetings of the Committee:

The Committee met 3 times on 01st April, 2015, 17th August, 2015 and 11th February 2016 during the financial year ended March 31, 2016.

The Minutes of the Meetings of the Nomination & Remuneration Committee are discussed and taken note by the board of directors.

Name of Members	Category/Designation	No. of Meetings	
		Held	Attended
Deepu Singh	Chairperson	3	3
Babita Jain	Member	3	3
Virender Jain	Member	3	3
Anil	Member	3	3

(iii) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee comprises four members of which two including Chairman of the Committee are Independent Director. During the Year Four Stakeholders' Relationship Committee Meeting were convened and held.

Scope of the Committee:

The scope of the Shareholders/ investors Grievance Committee is to review and address the grievance of the shareholders in respect of share transfers, transmission, non-receipt of annual report, non-receipt of dividend etc, and other related activities. In addition, the Committee also looks into matters which can facilitate better investor's services and relations.

Meetings of the Committee:

The Committee met 4 times on 16th May, 2015, 17th August, 2015, 5th October, 2015, 6th January, 2016 during the financial year ended March 31, 2016.

The Minutes of the Meetings of the Stakeholders' Relationship Committee are discussed and taken note by the board of directors.

Name of Members	Designation	No. of Meetings	
		Held	Attended
Mr. Deepu Singh	Chairman	4	4
Mrs. Babita Jain	Member	4	4
Mr. Anil	Member	4	4

Compliance Officer:

NAME OF THE COMPLIANCE OFFICER	Mrs. Babita Jain
CONTACT DETAILS	555, Double Storey, New Rajinder Nagar, New Delhi- 110060
E- MAIL ID	indiastuff yarn@gmail.com

(iv) RISK MANAGEMENT COMMITTEE:

The Risk Management Committee comprises four members of which two including Chairman of the Committee are Independent Director. During the Year Four Risk Management Committee Meeting were convened and held.

Scope of the Committee:

The Committee constituted to understand and assess various kinds of risks associated with the running of business and suggesting/implementing ways and means for eliminating/minimizing risks to the business of the Company and periodic review of the management control procedures/tools used to mitigate such risks.

Meetings of the Committee:

The Committee met 2 times on 9th July, 2015 and 29th January, 2016 during the financial year ended March 31, 2016.

The Minutes of the Meetings of the Risk Management Committee are discussed and taken note by the board of directors.

Name of Members	Category/Designation	No. of Meetings	
		Held	Attended
Deepu Singh	Chairperson	2	2
Babita Jain	Member	2	2
Virender Jain	Member	2	2
Anil	Member	2	2

(c) SHAREHOLDERS MEETING

There is only one Share Holder Meeting (Annual General Meeting) held on 11th Day of September, 2015.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of contracts or arrangements with related parties for the financial year 2015-16 are annexed herewith to the financial statements in Form No. AOC -2.

AUDITORS:

(a) STATUTORY AUDITORS:

To Appoint auditor M/s Sanjeev Gaurav & Associates as Statutory Auditors of the company for a period of 4 years commencing from the conclusion of this Annual General Meeting till, the conclusion of 35th Annual General Meeting subject to ratification at every Annual General Meeting on such remuneration as may be fixed in this behalf by the Board of Directors of the Company.

A Certificate from the Auditors has been received to the effect that their appointment, if made, would be within the limits prescribed under section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to section 139(1), section 141(2) and section 141(3) of the companies Act, 2013, and the provisions of Companies (Audit and Auditors) Rules, 2014.

The Auditors have given an audit report on financial of 2015-16 and annexed herewith marked as **Annexure-I**.

(b) SECRETARIAL AUDITORS:

The Company has appointed M/s A. Upadhyay & Associates, Company Secretaries to hold the office of the Secretarial Auditors and to conduct the Secretarial Audit and the Secretarial Audit Report is annexed herewith marked as **Annexure-II** to this report in Form No. MR-3.

There is a qualification in the report that company did not appoint Chief Financial Officer and Company Secretary.

The Management, Clarified that, it is in the search of suitable candidate for the post of Chief Financial Officer and Company Secretary.

(c) APPOINTMENT OF INTERNAL AUDITOR:

The Company has appointed Mr. Piyush Jain as an Internal Auditor of the Company for the financial year 2015-16. Mr. Piyush Jain placed the internal audit report to the Company which is self explanatory and need no comments.

ENHANCING SHAREHOLDER VALUE:

Our Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders.

LISTING OF SHARES

The Company has got Listed 5,68,000 Equity Shares of ₹ 10/- each on Metropolitan Stock Exchange of India Limited (MSEI) on 1st June, 2015 vide its notice no. MSEI/LIST/3052/2015 which has effected from 3rd June, 2015

Further, the shares of the company are also listed on Delhi Stock Exchange Limited (DSE) but as per SEBI circular WTM/PS/45/MRD/DSA/NOV/2014 dated 19th November, 2014, DSE has been derecognized as Stock Exchange.

ALTERATION IN NAME & OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION

The company has changed its name which involved alteration of memorandum of association as per Section 13 of Companies Act 2013.

The company inserted new clauses 5-7 to III (A) of the Memorandum of Association of the company relating to textiles business by passing special resolution with the consent of members through postal ballot vide notice dispatched on 16th November, 2015.

Thereafter, with approval of Registrar of companies, NCT of Delhi & Haryana, company has obtained new certificate of incorporation consequent upon change of name of company from "Sunrise Soya Products Limited" to "India Stuff yarn Limited" on dated 4th January, 2016

CORPORATE GOVERNANCE:

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosures requirement) Regulation, 2015, report on Corporate Governance is not applicable as the Company is within the prescribed limit that the paid up Share Capital of the Company is ₹ 56,80,000/- (Rupees Fifty Six Lakh Eighty Thousand Only) and Net worth is ₹ 96,16,507/- (Rupees Ninety Six Lakh Sixteen Thousand Five Hundred Seven Only).

MANAGEMENT DISCUSSION ANALYSIS REPORT:

The Management Discussion and Analysis Report is a part of Corporate Governance Report, Hence, applicability of this report is also not applicable to the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:

The Company does not fall under any of the industries covered by the Companies (Accounts) Rules, 2014. Hence, the requirements of disclosure in relation to the conservation of energy, technology absorption, foreign exchange earnings & outgo are not applicable to it.

	Particulars	Current Year 2015-16	Previous Year 2014-2015
A.	Conservation of Energy	Nil	Nil
B.	Technology Absorption	Nil	Nil
C.	Foreign Exchange Earnings & Outgo	Nil	Nil

EXTRACT OF THE ANNUAL RETURN:

The extract of the Annual Return for the financial year 2015-16 is being attached with the Directors report in Form No. MGT-9 marked as **Annexure-III**.

PARTICULARS OF EMPLOYEES:

None of the employee was drawing in excess of the limits by the Companies Act, 2013 and rules made there under which needs to be disclosed in the directors report.

DEMATERILISATION OF SHARES:

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN- INE137S01014 has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates. 77.93% of the Company's Paid-up Share Capital is in dematerialized form as on 31st March, 2016 and balance 22.07% is in physical form.

HEALTH, SAFETY AND ENVIRONMENT PROTECTION:

The Company has complied with all the applicable environmental law and labour laws. The Company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The policy is available on the website of the company i.e. www.indiastuff yarn.in

The following is a summary of sexual harassment complaints received and disposed off during the year 2015-16.

- No of complaints received : NIL
- No of complaints disposed off : N.A.

DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY:

The assets of the Company are adequately insured against the loss of fire, riot, earthquake, terrorism, loss of profits, etc other risks which considered necessary by the management. The Company has been addressing the various risks impacting the Company and policy of the Company on risk management is continuously reviewed by Management of the Company.

For and on behalf of the Board of Directors

Place: New Delhi
Date: 18.05.2016

Babita Jain
Chairman & Managing Director
DIN: 00560562

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
INDIA STUFFYARN LIMITED
(Formerly Known as Sunrise Soya Products Limited)

Report on the Financial Statements

We have audited the accompanying financial statements of **INDIA STUFFYARN LIMITED (Formerly Known as Sunrise Soya Products Limited)**, which comprise the Balance Sheet as at 31 March 2016 and the Statement of Profit and Loss for the year then ended and Cash Flow Statement for the year ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 –

- (i) In the case of Balance Sheet, of the State of Affairs of the Company as at 31st March 2016.
- (ii) In the case of Profit and Loss Account, of the Profit of Rs. 94,745/- for the year ended on that date and
- (iii) In case of Cash Flow Statements, on the Cash Flow for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "a" statement on the matters Specified in paragraphs 3 and 4 of the Order,
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as

on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.

- f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- i. The Company has no pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

**For SANJEEV GAURAV & ASSOCIATES
(Chartered Accountants)
Firm Registration No. : 017483C**

**CA Gaurav Agarwal
Partner
(Membership No.: 415745)**

**Place: New Delhi
Date: 18.05.2016**

Annexure A

The annexure a referred to in paragraph 1 of the our Report of Even date to the members of INDIA STUFFYARN LIMITED on the Accounts of the Company for the year ended 31st March, 2016

(i) Fixed Assets

There is no Fixed Assets in the company during the financial year

(ii) Inventories

In our opinion and explanation given to us company has regularly verified its inventory at reasonable intervals by the management and there is no material discrepancies were noticed.

(iii) Secured or unsecured Loans

The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. So Further provisions of clause do not apply.

(iv) The company has complied with the provision of section 185 & 186 in respect of loans, investments, guarantees, and security.

(v) In our opinion and according to the Information & Explanation given to us, The Company has not accepted deposits under the provisions of sections 73 to 76 are not applicable or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.

(vi) We have been informed that the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

(vii) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

(viii) Since the company has not taken any loan or borrowing from a financial institution, bank, Government or dues to debenture holders hence the default in repayment of dues to banks, financial institutions, and Government does not arise.

(ix) In our opinion and according to the Information & Explanation given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans so the clause is not applicable for the company.

- (x) Based on the procedure performed and the information and explanation given to us, we report that no fraud on or by the company has been noticed or reported during the year, nor we have been informed of such cases by the management.
- (xi) In our opinion and according to the information and Explanation given to us company has not pay or provides managerial remuneration during the year therefore in accordance with the requisite approval is not mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) The company is not a Nidhi company hence the provision related to the the Nidhi Company is not applicable.
- (xiii) The company does not have not any related Party Transaction during the financial year.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The company is not an NBFC hence the company is not to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For SANJEEV GAURAV & ASSOCIATES
(Chartered Accountants)
Firm Registration No. : 017483C

CA Gaurav Agarwal
Partner
(Membership No.: 415745)

Place: New Delhi
Date: 18.05.2016

INDIA STUFFYARN LIMITED**(Formerly Known As SUNRISE SOYA PRODUCTS LIMITED)****BALANCE SHEET AS AT 31-03-2016****(IN ₹)**

PARTICULARS	NOTE NO.	AS AT 31ST MARCH, 2016	AS AT 31ST MARCH, 2015
I <u>EQUITY AND LIABILITIES</u>			
1 <u>Shareholders Funds</u>			
(A) Share Capital	2	56,80,000	56,80,000
(B) Reserves And Surplus	3	40,00,377	39,36,507
2 <u>Current Liabilities</u>			
(A) Other Current Liabilities	4	1,19,321	23,368
(B) Short Term Provision	5	18,051	46,994
TOTAL		98,17,749	96,86,869
II <u>ASSETS</u>			
1 <u>Non Current Assets</u>			
(A) Non Current Investment	6	22,88,750	22,88,750
(B) Long-Term Loans And Advances	7	40,700	53,524
2 <u>Current Assets</u>			
(A) Stock in Trade	8	37,45,219	25,77,843
(B) Cash And Cash Equivalent	9	37,43,080	47,66,752
TOTAL		98,17,749	96,86,869

*Schedules referred to above and notes attached there to form an integral part of Balance Sheet***IN TERMS OF OUR REPORT OF EVEN DATE ATTACHED****FOR SANJEEV GAURAV & ASSOCIATES****(Chartered Accountants)****FRN. 017483C****FOR INDIA STUFFYARN LIMITED****CA. GAURAV AGARWAL****(Partner)****M. NO. 415745****BABITA JAIN**
(Managing Director)**DIN:- 00560562****VIRENDRA JAIN**
(Director)**DIN:- 00530078****PLACE : NEW DELHI****DATE:18.05.2016**

INDIA STUFFYARN LIMITED

(Formerly Known As SUNRISE SOYA PRODUCTS LIMITED)

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2016

(IN ₹)

PARTICULARS	NOTE NO.	CURRENT PERIOD 2015-2016	PREVIOUS PERIOD 2014-2015
Revenue From Operations	10	7,00,47,428	75,66,027
Other Income	11	-	5,283
Total Revenue		7,00,47,428	75,71,310
Purchase of Shares	12	6,98,33,265	70,21,051
Change in stock in trade	13	(11,67,376)	(37,222)
Employee Benefits Expenses	14	5,28,000	33,000
Other Expenses	15	7,58,794	3,07,846
Total Expenses		6,99,52,683	73,24,674
Profit Before Tax		94,745	2,46,636
Tax Expense			
Current Tax		30,875	46,994
MAT Credit Entitlement		-	(46,994)
Deferred Tax		-	-
Profit (Loss) For The Period		63,870	2,46,636
Earning Per Equity Share			
Basic		0.11	0.43
Diluted		0.11	0.43

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

IN TERMS OF OUR REPORT OF EVEN DATE ATTACHED

FOR SANJEEV GAURAV & ASSOCIATES

(Chartered Accountants)

FRN. 017483C

FOR INDIA STUFFYARN LIMITED

CA. GAURAV AGARWAL

(Partner)

M. NO. 415745

BABITA JAIN

(Managing Director)

DIN:- 00560562

VIRENDRA JAIN

(Director)

DIN:- 00530078

PLACE : NEW DELHI

DATE:18.05.2016

INDIA STUFFYARN LIMITED**(Formerly Known As SUNRISE SOYA PRODUCTS LIMITED)****CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2016**

(₹ In Lacs)

	2015-16	2014-15
A. CASH FLOWS FROM OPERATION ACTIVITIES :		
Net Profit Before Tax And Extraordinary Items	0.95	2.47
Adjustments For :		
Decrease In Current Assets	(11.67)	(0.27)
Increase/Decrease In Current Liabilities	0.96	(0.22)
Net Cash From Operating Activities	(9.76)	1.98
Less: Direct Tax Paid	(0.47)	(0.07)
	(10.23)	1.91
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Sale of Investments	-	5.00
Purchases of Investment	-	-
Net Cash from Investment Activities	-	5.00
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Receipt Against Loans & Advances Given	-	39.50
Net Cash From In Financing Activities	-	39.50
NET INCREASE IN CASH AND CASH EQUIVALENTS	(10.23)	46.41
CASH & CASH EQUIVALENTS (Opening Balance)	47.67	1.26
CASH & CASH EQUIVALENTS (Closing Balance)	37.44	47.67

NOTE : NEGATIVE FIGURES HAVE BEEN SHOWN IN BRACKETS.

**IN TERMS OF OUR REPORT OF EVEN DATE ATTACHED
FOR SANJEEV GAURAV & ASSOCIATES**

(Chartered Accountants)

FRN. 017483C

FOR INDIA STUFFYARN LIMITED**CA. GAURAV AGARWAL**

(Partner)

M. NO. 415745

BABITA JAIN

(Managing Director)

DIN:- 00560562

VIRENDRA JAIN

(Director)

DIN:- 00530078

PLACE : NEW DELHI

DATE : 18.05.2016

NOTES TO THE FINANCIAL STATEMENTS

Note1: SIGNIFICANT ACCOUNTING POLICIES

a) Basis for Preparation of Accounts :

The Financial Statements of the Company are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") in India, mandatory accounting standards, as specified in the Companies (Accounting Standards) Rules, 2014 and the provisions of the Companies Act, 2013, to the extent applicable, and as adopted consistently by the Company.

All assets and liabilities have been classified as current or non-current as per the criteria set out in the Revised Schedule VI to the Companies Act, 2013. Based on the nature business the Company has ascertained its operating cycle as 12 months for the purpose of current – noncurrent classification of assets and liabilities.

b) Use of estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revisions to the accounting estimates are recognized prospectively in the current and future years.

c) Investment:

Long-term investments are stated at cost. Provision of diminution in the value of long-term investments is made only if; such a decline is other than temporary in the opinion of the management. As in case of Company such decline is presumed to be temporary hence no provision has been created.

Current Investments are carried at lower of cost and market value/ fair value, computed category wise.

d) Accounting of Inventories:

- (i) Finished goods, goods for trade and stores, spares, etc. are valued at cost or net realizable value, whichever is lower. Materials and supplies held for use in production of finished goods are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.
- (ii) Goods in transit are valued at cost to date.
- (iii) 'Cost' comprises all costs of purchase. The cost formulae used is either 'first in first out', or 'specific identification', or the 'average cost', as applicable.

e) Revenue Recognition

- (i) Revenue/Income and Cost/Expenditure are generally accounted for on accrual as they are earned or incurred, except in case of significant uncertainties. However, where the ultimate collection of the same lacks reasonable certainty revenue recognition is postponed to extent of uncertainty.
- (ii) Sale of goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods and are recognized net of discounts, rebates.
- (iii) Dividend income on investments is accounted for as and when the right to receive the same is established.

f) Employee Benefits

Company do not follow the provision of the accounting Standard-15 "Employee benefits" as the company do not have employee more than 10 personnel's. So it is the policy of the company that any kind of provision mentioned in the AS -15 will not be entertained. And the company does not make provision for gratuity also.

In case the company's employee limits goes beyond the prescribed limits then AS-15 for Employee benefits will be taken into consideration.

g) Provisions, contingents Liabilities and contingent Assets:

- (i) A Provision is recognized when the company has present obligation as a result of past event and it is probable that outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.
- (ii) Contingent Liabilities are disclosed separately by way of note to financial statements after careful evaluation by the managements of the facts and legal aspects of the matter involved in case of:
 - (a) a present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
 - (b) A possible obligation, unless the probability of outflow of resources is remote.
- (iii) Contingent Assets are neither recognized, nor disclosed in the financial statements.

h) Taxation

Provision for current tax is made in accordance with and at the rates specified under the Income-Tax Act, 1961, in accordance with Accounting Standard 22 –‘Accounting for taxes on Income’, issued by the Institute of Chartered Accountant of India.

i) Earnings per share :

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

j) Cash and Cash equivalents:

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand and highly liquid investments that are readily convertible into known amount of cash.

Notes to Financial Statements

NOTE 2. SHARE CAPITAL

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Authorised Share Capital 1,200,000 (Previous Year 1,200,000) Equity Share of ₹ 10 Each	1,20,00,000	1,20,00,000
	1,20,00,000	1,20,00,000
Issued, Subscribed & Paid up Share Capital Shares at the end of the Accounting Period 568,000 (Previous Year 568,000) Equity Shares of ₹10/-	56,80,000	56,80,000
	56,80,000	56,80,000

- 2.1 The company has only one class of equity Shares having Par Value of ₹ 10 per Share. All these Shares have Same right & preferences with respect to payment of dividend, repayment of Capital & Voting.
- 2.2 The company has no shareholder of 5% of the Total Paid up Capital.
- 2.3 The reconciliation of the number of Shares outstanding is set out Below:

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Equity Shares at the beginning of the year	5,68,000	5,68,000
Add : Issued during the year	-	-
Equity Shares at the end of the Year	5,68,000	5,68,000

Notes to Financial Statements

NOTE 3: RESERVES & SURPLUS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Surplus		
At The Beginning Of The Accounting Period	39,36,507	36,89,871
Additions During The Year (Balance In Statement Of Profit & Loss)	63,870	2,46,636
At The End Of The Accounting Period	<u>40,00,377</u>	<u>39,36,507</u>
Total	40,00,377	39,36,507

NOTE 4 : OTHER CURRENT LIABILITIES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Expenses Payable	1,19,321	23,368
Grand Total	1,19,321	23,368

NOTE 5 : SHORT TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Provision for Taxation	18,051	46,994
Grand Total	18,051	46,994

Notes to Financial Statements

NOTE 6: NON CURRENT INVESTMENT

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Unquoted Equity Shares		
Modipon Estates Pvt. Ltd. of ₹ 10/- each	60,000	60,000
Modi Insurance Consultants Pvt. Ltd. of ₹ 10/-	9,31,250	9,31,250
Net Across Holdings & Invest Pvt. Ltd. of ₹ 10/-	9,97,500	9,97,500
Status Mark Finvest Ltd. of ₹ 10/- each	3,00,000	3,00,000
Grand Total	22,88,750	22,88,750

* Aggregate Amount of Unquoted Shares

22,88,750

22,88,750

NOTE :7 LONG TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Other Loans & Advances		
MAT Credit Entitlement	40,700	53,524
Grand Total	40,700	53,524

NOTE : 8 STOCK IN TRADE

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Stock in Trade (in respect of goods acquired for trading)	37,45,220	25,77,843
Grand Total	37,45,220	25,77,843

Notes to Financial Statements

NOTE : 9 CASH & CASH EQUIVALENTS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Cash in Hand	2,69,603	1,58,777
Bank balance with Current Account	34,73,477	46,07,975
Grand Total	37,43,080	47,66,752

NOTE : 10 REVENUE FROM OPERATION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Sale of Fabric	7,00,47,428	50,00,000
Sale Of Shares	-	25,66,027
Grand Total	7,00,47,428	75,66,027

NOTE : 11 OTHER INCOME

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Interest On Refund	-	158
Profit on sale of Investments	-	5,000
Other income	-	125
Grand Total	-	5,283

NOTE : 12 PURCHASES OF TRADED GOODS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Purchase of fabrics	6,98,33,265	70,21,051
Grand Total	6,98,33,265	70,21,051

Notes to Financial Statements

NOTE : 13 CHANGES IN STOCK IN TRADE

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
At the beginning of the Accounting Period	25,77,843	25,40,621
At the end of the Accounting Period	37,45,220	25,77,843
Grand Total	(11,67,376)	(37,222)

NOTE : 14 EMPLOYEE BENEFITS EXPENSES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Salary Expenses	5,28,000	33,000
Total	5,28,000	33,000

NOTE : 15 OTHER EXPENSES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Advertisement Expenses	77,741	57,320
Audit Remuneration	18,892	5,618
Bank Charges	229	100
Meeting expenses	24,479	-
Conveyance exp.	14,231	-
General Expenses	4,750	-
Interest on Taxes	5,186	-
Listing Compliance Charges	30,375	96,633
ROC Compliance Charges	29,200	39,550
Legal & Professional Charges	1,27,311	66,292
Processing fees	3,93,260	-
Postage Charges	12,958	10,800
Printing & Stationery	20,182	31,533
Grand Total	7,58,794	3,07,846

16. Previous year's figures have been reworked, regrouped, rearranged & reclassified wherever necessary to confirm to the current year presentation.

17. In the opinion of Board of Director, the current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.

18. As per the Provision of AS-13, Accounting of investment, Shares held for trading should be valued at cost or market price whichever is lower, so that the company has valued it's currently purchased all stock in trade at less value that is cost.

19. Payment to Auditors:	31.03.2016	31.03.2015
Audit Fee:	₹ 9,160/-	₹ 5,618/-
Tax Audit Fees	₹ 9,732/-	-

20. Segment Reporting: The Company's business activity falls within single primary/secondary business segment viz., Finance Activity. The disclosure requirement of Accounting Standard (AS) – 17 "Segment Reporting" issued by the Institute of Chartered Accountant of India, therefore is not applicable.

21. Related Party Disclosures : As per Accounting Standard 18 on Related Party disclosures issued by the Institute of Chartered Accountants of India, the nature and volume of transactions of the Company. During the year the company has no related parties' transaction.

22. Earnings per Share as per "AS- 20" issued by the Institute of Chartered Accountants of India:

Particulars	(In ₹)	
	Year ended March 31, 2016	Year ended March 31, 2015
Profit/(Loss) after taxation as per Profit and Loss Account (in `)	63,870	246,636
Weighted average number of Equity Shares outstanding during the year	568000	568000
Nominal value of Equity shares (in `)	10/-	10/-
Basic earnings per share (in `)	0.11	0.43
Diluted earnings per share (in `)	0.11	0.43

23. Micro and Small Scale Business Industries:-

There are no Micro, Small and Medium Enterprises, to whom the company owes dues which outstanding for more than 45 days as at 31st March, 2016. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with company.

**IN TERMS OF OUR REPORT OF EVEN DATE ATTACHED
FOR SANJEEV GAURAV & ASSOCIATES
(Chartered Accountants)
FRN. 017483C**

FOR INDIA STUFFYARN LIMITED

**CA. GAURAV AGARWAL
(Partner)
M. NO. 415745**

**BABITA JAIN
(Managing Director)
DIN:- 00560562**

**VIRENDRA JAIN
(Director)
DIN:- 00530078**

**PLACE : NEW DELHI
DATE:18.05.2016**

Form No. AOC-2

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

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

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

(a) Name(s) of the related party and nature of relationship: NIL

(b) Nature of contracts/arrangements/transactions: NIL

(c) Duration of the contracts / arrangements/transactions: NIL

(d) Salient terms of the contracts or arrangements or transactions including the value: NIL

(e) Justification for entering into such contracts or arrangements or transactions: NIL

(f) Date of approval by the Board: NIL

(g) Amount paid as advances: NIL

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL

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

(a) Name(s) of the related party and nature of relationship: NIL

(b) Nature of contracts/arrangements/transactions: NIL

(c) Duration of the contracts / arrangements/transactions: NIL

(d) Salient terms of the contracts or arrangements or transactions including the value: NIL

(e) Date(s) of approval by the Board: NIL

(f) Amount paid as advances, if any: NIL

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2016
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the
Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
INDIA STUFFYARN LIMITED
(Formerly known as Sunrise Soya Products Limited)
555, Double Storey, New Rajinder Nagar,
New Delhi-110060

Date of Incorporation: 21/06/1985
Authorized Share Capital: **1,20,00,000.00**
Paid up Share Capital: **56,80,000.00**

We have conducted the secretarial audit of the compliance of applicable statutory provisions **India Stuff yarn Limited Limited** hereinafter referred to as ("**the company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **India Stuff yarn Limited (Formerly Known as Sunrise Soya Products Limited)** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st Day of March, 2016 ('Audit Period')** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **India Stuff yarn Limited (Formerly Known as Sunrise Soya Products Limited) ('The Company')** for the financial year ended on **31st Day of March, 2016** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the company during the audit period)
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India. **(Not applicable to the company during the audit period)**
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s),

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

- 1. Company has not complied with the provisions of Section 203 (iii) of Companies Act, 2013 for appointment of Chief Financial Officer during the audit period.**
- 2. The company has not appointed Company Secretary during the audit period as per the provisions of section 203(1) of the Companies Act, 2013 and rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting however, Company does not have proof of payment of sitting fee to the directors.

Majority decision is carried through while the dissenting members views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

A. Upadhyay & Associates

Date: 18.05.2016
Place: New Delhi

Abhimanny Upadhyay
(Proprietor)
M. No. 5921
C P No. 4729

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure- A

**The Members,
INDIA STUFFYARN LIMITED
(Formerly known as Sunrise Soya Products Limited)
555, Double Storey, New Rajinder Nagar,
New Delhi-110060**

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

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

A. Upadhyay & Associates

**Date: 18.05.2016
Place: New Delhi**

**Abhimanny Upadhyay
(Proprietor)
M. No. 5921
C P No. 4729**

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31/03/2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L01111DL1985PLC021270
ii.	REGISTRATION DATE	21/06/1985
iii.	NAME OF COMPANY	INDIA STUFFYARN LIMITED (Formerly known as SUNRISE SOYA PRODUCTS LIMITED)
iv.	CATEGORY OF COMPANY	Company limited by shares
V	SUB-CATEGORY OF COMPANY	Indian Non-Government Company
vi.	ADDRESS OF COMPANY	555, Double Storey, New Rajinder Nagar, New Delhi- 110060
vii.	LISTED/UNLISTED	Listed
viii.	NAME & ADDRESS OF RTA	Bigshare Services Pvt Ltd 4E/8, First Floor, Jhandewalan Extension, New Delhi- 110055

II. PRINCIPAL BUSINESS ACTIVIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Dealing in Wholesale of Textiles	46411	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –NIL

S.N.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	%OF SHARES HELD	APPLICABLE SECTION
		NIL			

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

i. Category-wise share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	-	45400	45400	7.99	45400	-	45400	7.99	0
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	-	45400	45400	7.99	45400	-	45400	7.99	0
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-

Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	59600	59600	10.49	34050	25550	59600	10.49	0
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh or 2 lakh	-	77000	77000	13.49	363200	99800	463000	1381.51	0
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh or 2 lakh	-	386000	386000	67.56	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	522600	522600	92.01	397250	125350	522600	92.01	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	522600	522600	92.01	397250	125350	522600	92.01	0
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	568000	568000	100	442650	125350	568000	100	0

**B.
Shareholding
of Promoters**

Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	

Virendra Jain	11350	2.00	-	11350	2.00	-	0
Priti Jain	11350	2.00	-	11350	2.00	-	0
Surender Kumar Jain	11350	2.00	-	11350	2.00	-	0
Babita Jain	11350	2.00	-	11350	2.00	-	0
TOTAL	45400	8.00	-	45400	8.00	-	0

C. Change in Promoters' Shareholding (please specify, if there is no change):

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	45400	7.99	45400	7.99
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the End of the year	45400	7.99	45400	7.99

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

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	113600	20.00	113600	20.00
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the End of the year (or on the date of separation, if separated during the year)	113600	20.00	113600	20.00

**Shareholding of Directors
and Key Managerial
Personnel:**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	34050	5.99	34050	5.99
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the End of the year	34050	5.99	34050	5.99

INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

vi. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to managing Director, Whole -time Directors and / or Manager:
BABITA JAIN (MANAGING DIRECTOR)

S.No	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	-----	----	----	
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income -tax Act,1961 (b) Value of perquisites u/s 17(2) Income tax Act, 1961 (c) Profit in lieu of salary under section 17(3) Income tax Act,1961	BABITA JAIN (MD)	-	-	-	Rs. 60,00,000 /- Per Annum
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - As % of profit - others, Specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	Rs. 60,00,000 /- Per Annum 50,000/-
	Ceiling as per the Act	-	-	-	-	-

B. Remunerations to others Director

	Particulars of Remuneration	Name of Director				Total Amount
		-----	-----	-----	-----	
	1. Independent Directors					
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, Please specify 	-	-	-	-	-
	Total (1)	-	-	-	-	-
	2. Other Non - Executive Directors					
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, please specify 	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B) = (1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SL. No.	Particulars of Remuneration	Key Managerial Personnal			
		CEO	Company Secretary	CFO	Total
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income -tax Act,1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	-	-	-	-
	(c) Profit in lieu of salary under section 17(3) Income tax Act,1961	-	-	-	-

2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of profit - Others specify.....	-	-	-	-
5.	Others, Please specify	-	-	-	-
	Total	-	-	-	-

(vii) PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

C. OTHER OFFICERS IN DEFAULT

Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**FOR INDIA STUFFYARN LIMITED
(Formerly Known as Sunrise Soya Products Limited)**

**VIRENDRA JAIN
DIRECTOR
DIN: [00530078](#)**

**BABITA JAIN
MANAGING DIRECTOR
DIN: [00560562](#)**

**DATE: 18.05.2016
PLACE: NEW DELHI**

INDIA STUFFYARN LIMITED

(Formerly known as SUNRISE SOYA PRODUCTS LIMITED)

Regd. Office: 555, Double Storey, New Rajinder Nagar, New Delhi- 110060

CIN: L51909DL1985PLC021270

E-mail Id: indiastuff yarn@gmail.com, sunrisesoya1985@gmail.com

Website: www.indiastuff yarn.in

Ph. No.: 011-32060782

ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the 31st Annual General Meeting of the Company being held on **Saturday, the 25th Day of June, 2015 at 12:00 P.M.** at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110005 and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

- Note:**
1. The copy of Annual Report may please be brought to the Meeting Hall.
 2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
 3. Please note that no gifts will be distributed at the meeting.

INDIA STUFFYARN LIMITED

(Formerly known as SUNRISE SOYA PRODUCTS LIMITED)

Regd. Office: 555, Double Storey, New Rajinder Nagar, New Delhi- 110060

CIN: L51909DL1985PLC021270

E-mail Id: indiastuff yarn@gmail.com, sunrisesoya1985@gmail.com

Website: www.indiastuff yarn.in

Ph. No.: 011-32060782

Form No. MGT-11

Proxy form

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

CIN: L51909DL1985PLC021270

Name of the company: India Stuff yarn Limited

(Formerly Known as Sunrise Soya Products Limited)

Registered office: 555, Double Storey, New Rajinder Nagar, New Delhi-110060

Name of Member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id:

DP ID :

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

1. Name :	Address :
E-mail Id :	Signature :

or failing him

2. Name :	Address :
E-mail Id :	Signature :

or failing him

3. Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual general meeting of the company, to be held on 31st Annual General Meeting of the Company on **Saturday, the 25th Day of September, 2016 at 12:00 P.M.** at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, Delhi-110005 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions
Ordinary Business	
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended March 31, 2015.
2	Ordinary Resolution that Mr. Virendra Jain, retires by rotation and being eligible, offers himself for re-appointment, as a Director of the Company.
3	Ordinary Resolution under Section 139 of the Companies Act, 2013 for re-appointment of M/s Sanjeev Gaurav & Associates, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration.

Signed this day of..... 20.....

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

If Undelivered, Please return to:

INDIA STUFFYARN LIMITED

**555, Double Storey, New Rajinder Nagar,
New delhi-110060.**