

RICHIRICH INVENTURES LIMITED

29th

ANNUAL REPORT
2014-15

RICHIRICH INVENTURES LTD

BOARD OF DIRECTORS	:	Shri Ashok.M.Chhajed (DIN 02336676) Smt Renu A. Jain (DIN 00094290) Shri Ashok A. Jain- Non Executive Director (Din 00094224) Sumit Saurabh- Independent Director (DIN 07243150) Vikram Singh Bhati - Independent Director (DIN 07243145)
AUDITORS	:	Deepak S.L.Agarwal& Co. Narayan Niwas CHS, Office No.24 Second Floor, 149/151 Dadiseth Agiary Lane Mumbai-400002
INTERNAL AUDITOR'S	:	S. S. Padhi & Associates 704, White Rose, Vishwajeet Meadows Morivali Pada, Ambarnath East, Thane -421501
BANKERS	:	Canara Bank
REGISTERED OFFICE	:	G-1 Madhu Milan Building, Ground Floor, H.M Patil Marg, Shivaji Park, Dadar-West, Mumbai- 400028
REGISTRAR & SHARE TRANSFER AGENT	:	Adroit Corporate Services P Ltd. Jafferbhoy Industrial Estate, Makwana Lane, Marol Naka, Andheri-East, Mumbai 400 059

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NOTICE FOR TWENTY NINTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of the company will be held at 12.00 P.M. on **Tuesday, 29th day of September, 2015**, at G-1 Madhu Milan Building, Ground Floor, H.M Patil Road, Shivaji Park, Dadar-West, Mumbai-400028 to transact the following:

ORDINARY BUSINESS:

1. **To Consider and Adopt**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution

“RESOLVED THAT the Audited Balance Sheet & Profit & statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2015 along with the Auditor’s Report and the Directors’ Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.”

2. No dividend declared on equity shares for the financial year ended March 31,2015.

3. To appoint a Director in place of Shri Ashok Chhajed, who retires by rotation as per the Articles of Association and being eligible, offers himself for re-appointment.

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

“RESOLVED THAT, pursuant to the provisions of Section 139 of the Companies Act, 2013 and Rules made there under, M/s. Deepak SL Agarwal & Co., Chartered Accountants, Mumbai, bearing ICAI Registration No. 123094W, be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the Thirtieth Annual General Meeting on a remuneration as may be fixed by the Board of Directors of the Company.

SPECIAL BUSINESS:

5. To Consider and if thought fit, to pass with or without modification(s) the following resolutions as an **Ordinary Resolution:**

“RESOLVED that pursuant to the provisions of Section 149 and 152 read with the Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made there under (including any statutory amendments(s) or re-enactment thereof for the time being in force) and pursuant to the Clause 49 of the listing Agreement with Stock Exchanges, Mr. Sumit Saurabh, (holding DIN 07243150) appointed as Additional Director of the Company under Section 161(1) of the Act and Article 101 (c) of the Article of Association of the Company and whose term of office expires at the Annual General Meeting, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five years with effect from 25/07/2015”

6. To Consider and if thought fit, to pass with or without modification(s) the following resolutions as an **Ordinary Resolution:**

“RESOLVED that pursuant to the provisions of Section 149 and 152 read with the Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made there under (including any statutory amendments(s) or re-enactment thereof for the time being in force) and pursuant to the Clause 49 of the listing Agreement with Stock Exchanges, Mr. Vikram Singh Bhati, (holding DIN 07243145) appointed as Additional Director of the Company under Section 161(1) of the Act and Article 101 (c) of the Article of Association of the Company and whose term of office expires at the Annual General Meeting, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five years with effect from 25/07/2015”

For & On behalf of the Board of Directors

Place: Mumbai
Date: 25th July, 2015

Ashok.M.Chhajed
Director
DIN: 02336676

Notes:

1. A Member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote instead of himself / herself and proxy need not to be a member. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. A person shall not act as proxy for more than Fifty (50) members and holding in the aggregate not more than ten percent of total share capital of the company carrying voting right. A person holding more than 10 percent of the total share capital of the company carrying voting right may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. The shares of the company are now compulsorily traded in Demat & therefore members are advised to dematerialize their shares through depository participants.
4. Members are requested to bring their copy of the annual report at the time of attending the annual general meeting.
5. Members holding shares in more than one folio are requested to intimate for consolidation of folios.
6. Please always quote your folio number while corresponding with the company.
7. The register of member will be closed for this annual general meeting from **Tuesday 1st September 2015 to Tuesday 15th September,2015** (both days inclusive)
8. Shareholders having any queries on accounts are requested to send 10 days in advance of the date of the Annual General Meeting to the company to enable it to collect the relevant in formations
9. In view of Circular No.17/95/2011 CL-V dated 20-05-2011 from the Government of India Ministry of Corporate Affairs, New Delhi all the shareholders are requested to register their e-mail ID with the Company's Registrar & Share Transfer Agent M/s Adroit Corporate Services Private Limited for the purpose of service of documents u/s 20 of the Companies Act, 2013 by e-mode instead of other modes of services
10. In compliance with the provisions of SECTION 110 OF THE COMPANIES ACT, 2013 and in compliance with the provisions of section 108 of the Companies Act,2013, and Rule 20 of the Companies (Management and Administration) Rules,2014, the Company is pleased to provide members the facility to exercise their right to vote at the 29th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL)

Voting through electronic means

Instruction for e-voting

The complete detail of the instruction for e-voting is annexed to this notice.

Registered Folio no. /D.P ID no./ Client ID no.	Number of shares held

Dear Members,

Subject: Instruction for e-voting

The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting for AGM. The instructions for e-voting are as under:

Pursuant to the provision of Section 108 of the Companies Act, 2013, read with the Companies (management and Administration) Rule, 2014, the company is pleased to offer e-voting facility, additionally, to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 29th Annual General Meeting to be held on Tuesday, 29th day of September, 2015 at 12.00 noon. The Company has engaged the services of Central Depository Securities Limited (CDSL) to provide the e-voting facility.

The e-voting facility is available at the link <http://www.evotingindia.com>

The electronic voting particulars are set out below:

Electronic Voting Event Number (EVEN)	User ID	Password
150805033		

- (i) The voting period begins on 24/09/2015 at 10.30 A.M. and ends on 26/09/2015 at 6.30 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) 22/09/2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of Richirich Inventures Limited.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

General Instruction:

1. The voting period begins on Thursday, **24th September, 2015 and ends on Saturday, 26th September, 2015**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form as on the **cut-off date of 22nd September, 2015**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently
2. Members have option to vote either through e-voting or through Assent/Dissent Form. If a member has opted for e-voting, then he/she should not vote by Assent/Dissent Form also and vice-a-versa. However, in case members cast their vote both via physical ballot (Assent/Dissent Form) and e-voting, then e-voting will prevail and voting done by physical ballot (Assent/Dissent Form) shall be treated as invalid.
3. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2015 (cut-off date).

4. Mr. Mohd.Shakeel Kayamkhani Proprietor of M/s M.S. KAYAMKHANI & ASSOCIATES, Practicing Company Secretaries (Membership No. 27495 CP No. 11607) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
5. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
6. The Results shall be declared on or after the AGM of the Company. The results will be communicated to Stock Exchanges it shall also be displayed at the company's website www.richirichinventures.com under 'Investor's Corner'.
7. All the material documents referred to in the Notice will be made available for inspection by the members at the registered office of the Company during working hours on any working days (except Saturday and Sunday).

Invitation to participate in the Green Initiative launched by the Ministry of Corporate Affairs

The green initiative circulars issued by Ministry of Corporate Affairs (MCA) as well as Clause 32 of the Listing Agreement executed with the stock exchanges permits sending of soft copies of annual reports to all those Members who have registered their email addresses for the purpose.

The Companies Act, 2013 has also recognised serving of documents to any Member through electronic mode. In terms of the Circular No NSDL/CIR/II/10/2012 dated March 9, 2012 issued by National Securities Depository Limited, email addresses made available by the Depository for your respective Depository Participant accounts as part of the beneficiary position downloaded from the Depositories from time to time will be deemed to be your registered email address for serving notices/documents including those covered under Sections 101 and 136 of the Companies Act, 2013 read with Section 20 of the Companies Act, 2013 and the underlying rules relating to transmission of documents in electronic mode. In light of the requirements prescribed by the aforesaid circulars, for those Members whose Depository Participant accounts do not contain the details of their email address, printed copies of the Notice of Annual General Meeting and Annual Report for the year ended March 31, 2015 would be dispatched.

The Notice of Annual General Meeting and the copies of audited financial statements, directors' report, auditors' report, etc. will also be displayed on the website www.richirichinventures.com of the Company and the other requirements as applicable will be duly complied with. Members holding shares in electronic mode are requested to ensure to keep their email addresses updated with the Depository Participants. Members holding shares in physical mode are also requested to register their e-mail address with our Registrar & Share Transfer Agent - M/s. Adroit Corporate Services Private Limited, 19/20, Jafferbhoy industrial Estate, Makwana Road, Marol Naka Andheri (East), Mumbai-400059 such registration of e-mail address may also be made with the Company at its Registered Office as per the address mentioned above or at the E-mail ID: richagro@yahoo.co.in. Any changes in the E-mail address may also be communicated from time to time.

EXPLANATORY STATEMENTS U/S. 102 OF THE COMPANIES ACT, 2013:

As required by Section 102 of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos.5 to 6 of the accompanying Notice dated 25th July 2015

Ordinary Resolution:**Item: 5**

Mr. Sumit Saurabh, (holding DIN 07243150) appointed as Additional Director of the Company under Section 161(1) of the Act and Article 101 (c) of the Article of Association of the Company and whose term of office expires at the Annual General Meeting, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five years with effect from 25/07/2015

Nature of Duties

Mr. Sumit Saurabh appointing as a Independent Director of the Company hence he is authorize to act as an independent director.

Remuneration:

Independent Director shall be entitled to get remuneration as decided by the Board of Directors.

Item: 6

Mr. Vikram Singh Bhati, (holding DIN 07243145) appointed as Additional Director of the Company under Section 161(1) of the Act and Article 101 (c) of the Article of Association of the Company and whose term of office expires at the Annual General Meeting, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five years with effect from 25/07/2015

Nature of Duties

Mr. Vikram Singh Bhati appointing as a Independent Director of the Company hence he is authorize to act as an independent director.

Remuneration:

Independent Director shall be entitled to get remuneration decided by the Board of Director

ANNEXURE TO ITEMS 3, 5 & 6 OF THE NOTICE

Detail of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting

(in pursuance of Clause 49 of Listing Agreement)

Name of the Director	Shri Ashok M Chhajer	Shri Sumit Saurabh	Shri Vikram Singh Bhati
Date of Birth	24/08/1959	16/02/1987	25/07/1992
Nationality	Indian	Indian	Indian
Date of appointment			
on the Board	12/12/2008	25/07/2015	25/07/2015
Qualifications	B. Com	B. Com	B. Com
Expertise	Wide experience in the field of design and project management in Real Estate	Accounts, Taxation & finance	Accounts
Number of Shares held in the company	328177 Equity Shares	Nil	NIL
List of directorship in other companies	NIL	Nil	NIL
Chairman/Member of the committees of the boards of companies in which he is Director	NIL	NIL	NIL
Relationship between Directors inter-se	Nil	NIL	NIL

DIRECTOR'S REPORT

To
The Members of the Company

The Directors present the Annual Report on the business and operations of your company for the year 2014-2015.

FINANCIAL HIGHLIGHTS:**(Rs. in Lakhs)**

Particulars	2014-15	2013-14
Income from Operations	19.46	18.54
Profit (Loss) before Extra-Ordinary Items	7.20	3.06
Profit/(Loss) before depreciation	7.33	12.28
Depreciation	0.13	9.22
Profit/Loss before Tax	7.20	3.06
Provision for Income Tax & FBT	0.00	0.00
Profit/Loss after Tax	7.20	3.06
Balance Brought Forward	(44.08)	(47.14)
Balance Carried to B/sheet	(36.88)	(44.08)

DIVIDEND:

In view of brought forwarded losses the directors regret their inability to declare the dividend to conserve the resources.

REVIEW OF PERFORMANCE:

The company is taking various initiatives for new business. The Directors are exploring the business avenues in the field of Real Estate. The books of account are being re-arranged in respect of depreciation on fixed Assets in terms of Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

The detail forming part of the extract of the Annual Return in form MGT-9 as required under Section 92 of Companies Act, 2013, is marked as Annexure-A which is annexed hereto and forms part of the Directors' Report.

POSTAL BALLOT

During the year the company had taken the consent of the members through the postal ballot u/s 110 of the companies Act, 2013. Directors place a vote of thanks to the member for their active cooperation.

DIRECTORS

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Shri Ashok Chhajed, Director retires by rotation and being eligible, offers himself for re-appointment.

DECLARATION BY INDEPENDENT DIRECTORS

Sumit Saurabh and Shri Vikram Singh Bhati are Independent Director on the board of the Company. The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and clause 49 of Listing Agreement with the Stock Exchange.

DEPOSITS

Your Company has not accepted deposits falling within the provisions of Section 73 to 76 of the Companies Act, 2013 during the year under review.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, court, tribunals impacting the going concern status and Company's operations in future.

INTERNAL CONTROL AND SYSTEMS

The Company has adequate internal control procedures commensurate with its size and nature of business. The objective of these procedures is to ensure efficient use and protection of the Company's resources, accuracy in financial reporting and due compliance of statutes and corporate policies and procedures.

Internal Audit is conducted periodically across all locations by firms of Chartered Accountants who verify and report on the efficiency and effectiveness of internal controls. The adequacy of internal control systems and reviewed by the Audit Committee of the Board in its periodical meetings.

INTERNAL FINANCIAL CONTROL SYSTEM

The Company has robust and comprehensive Internal Financial Control system commensurate with the size scale and complexity of its operations. The system encompasses the major processes to ensure reliability of financial reporting, compliance with policies, procedures, laws, and regulations, safeguarding of assets and economical and efficient use of resources.

The policies and procedures adopted by the company to ensures the orderly and efficient conduct of its business and adherence to the company's policies, prevention and detection of frauds and errors, accuracy and completeness of the records and the timely preparation of reliable financial information.

The Internal Auditors and the Management Audit Department continuously monitors the efficiency of Internal Financial Control system with the objective of providing to the Audit Committee and the Board of Directors, an effectiveness of the organization's risk management with regard to the Internal Financial Control system.

Audit Committee meets regularly to review reports submitted by the internal auditors. The Audit Committee also meet the Company's Statutory Auditors to ascertain their views on the financial statement, including the financial reporting system and compliance to accounting policies and procedures followed by the Company.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

In compliance with the provision of Section 177(9) of the Companies Act, 2013 and clause 49 of the Listing Agreement, the Company has framed a Vigil Mechanism/Whistle Blower Policy to deal with unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy, if any. The Vigil Mechanism/ Whistle Blower Policy have also been uploaded on the website of the Company.

Auditors & Auditor's Report:**Statutory Auditor:**

M/s Deepak S.L. Agarwal & Co. Chartered Accountants the retiring auditors of the company have expressed their willingness to the effect that their re-appointment, if made would be within the prescribed limits specified under section 139 of the companies act, 2013. Therefore members are requested to appoint them as auditors of the company.

The notes on accounts referred to in the Auditors' Report are self-explanatory and, therefore, do not call for any further comments.

Secretarial Auditor:

Pursuant to the provision of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s M.S. KAYAMKHANI & ASSOCIATES, Practicing Company Secretaries to conduct Secretarial Audit of the Company for the Financial Year 2014-15. The secretarial Audit Report for the Financial Year ended 31st March, 2015 is annexed herewith and marked as Annexure-Bⁿ The Report is self-explanatory and do not call for any further comments.

PARTICULARS OF EMPLOYEES:

There is no employee having remuneration in accordance with the provisions of section 217(2A) of the companies Act 1956 read with the companies (Particulars of employee) Rules 1975 as amended.

MANAGEMENT DISCUSSION & ANALYSIS REPORT:

In terms of clause 49 of the listing agreement with the stock exchange, Management discussion & analysis report is enclosed and forms part of the report.

CORPORATE GOVERNANCE:

Report on corporate governance in compliance with clause 49 of listing agreement with the stock exchange is given in Annexure I. Certificate from the statutory Auditors confirming compliance is given in Annexure II.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The policy has set guidelines on the Redressal and enquiry process that is to be followed by complainants and the ICC, whilst dealing with issues related to sexual harassment at the work place towards any women employees. All women employees (permanent, temporary, contractual and trainees) are covered under this policy. All employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological. The Policy has also been uploaded on the website of the Company.

The following is a summary of sexual harassment issues raised, attended and dispensed during the year 2014-15:

- No. of complaints received: Nil
- No. of complaints disposed off: Nil
- No. of cases pending for more than 90 days: Nil
- Nature of action taken by the employer or District Officer: Nil

RELATED PARTY TRANSACTION:

All transactions entered with Related Parties during the financial year were on an arm's length basis and were in the ordinary course of business and the provision of Section 188 of the Companies Act, 2013 are not attracted. Thus, disclosure in Form AOC-2 is not required. Further, there are no materially significant related party transactions during the year under review made by the Company with promoters, Directors, Key Managerial personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The transactions which entered into pursuant to the omnibus approval so granted along with a statement giving details of all related party transactions is placed before the Audit Committee.

BOARD EVALUTION

Pursuant to the provision of the Companies Act, 2013 and Clause 49 of Listing Agreement, the Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the working of various committees. The Directors also carried out the evaluation of the chairman and the non-Independent Directors, the details of which are covered in the Corporate Governance Report.

CRITERIA FOR EVALUATION OF DIRECTOR

For the purpose of proper evaluation, the Directors of the Company have been divided into 3 (three) Categories i.e. Independent, Non-executive and Executive.

The criteria for evaluation includes factors such as engagement, strategic planning and vision, team spirit and consensus building, effective leadership, domain knowledge, management qualities, team work abilities, result/achievement understanding and awareness, motivation/commitment/diligence, integrity/ethics/values and openness/receptivity.

RESPONSIBILITY STATEMENT:

As required u/s 134(5) of the companies Act, 2013 your director confirms that in the preparation of the annual accounts:

- 1) The applicable accounting standards have been followed along with proper explanation relating to material departures.
- 2) Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, 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 the profit/loss of the company for that period.
- 3) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4) The annual accounts have been prepared on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

As required under rule 3 of the companies (Disclosure of Particulars in the report of board of directors) Rules 1998, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are **Nil**.

LISTING AGREEMENT:

The securities of the company are listed with the Stock Exchange, Mumbai. The company has paid the annual listing fees.

CASH FLOW STATEMENT

In conformity with the provision of Clause 32 of the Listing Agreement(s) the cash flow statement for the year ended 31st March 2015 is annexed hereto.

CAUTIONARY STATEMENT

Statement in this report, particularly those which relate to Management Discussion & Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable law or regulation. Actual results could however differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include global and domestic demand-supply conditions, finished goods prices, raw materials and fuels cost & availability, transportation costs, change in government regulations and tax structure, economic developments within India and the countries with which the Company has business contacts and other factors such as litigation and industrial relations.

ACKNOWLEDGEMENT:

The management is grateful to the government authorities, Bankers, Vendors, for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

For & on behalf of the Board of Directors

Place: Mumbai

Date: 25th July, 2015

Ashok.M.Chhajed

Director

DIN: 02336676

RICHIRICH INVENTURES LTD

ANNUAL DECLARATION BY CEO/CFO

The Board has formulated a Code of Conduct for all Directors and Senior Managers of the Company. It is hereby affirmed that all Directors and Senior Managers have complied with the Code of Conduct framed by the Company and a confirmation to this effect for the year 2014-15 has been obtained from all Directors and senior managers. There is no instance of non-compliance.

By Order of the Board of Directors

Place: Mumbai
Date: 25th July, 2015

Ashok.M.Chhajed
Director
DIN: 02336676

DECLARATION ON CODE OF CONDUCT

This is to confirm that the Board of Director of the Company has laid down a Code of Conduct for its members and senior management personnel of the Company. The same has also been posted on the Company's website. It is further confirmed that all the Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended 31st March 2015 as envisaged in Clause 49 of listing Agreement with Stock Exchange.

For RICHIRICH INVENTURES LIMITED

Place: Mumbai
Date: 25th July, 2015

Ashok M. Chhajed
Director
DIN: 02336676

Annexure 'A'

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

of

RICHIRICH INVENTURES LIMITED

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

I. REGISTRATION & OTHER DETAILS:

1. CIN	L65990MH1986PLC039163
2. Registration Date	07/03/1986
3. Name of the Company	RICHIRICH INVENTURES LIMITED
4. Category/Sub-category of the Company	Public Limited/ Limited By Shares
5. Address of the Registered office & contact details	G-1, Madhu Milan Building, Ground Floor. H M Patil Road, Shivaji Park, Dadar West, Mumbai-400028. Telephone No. 24464151. Email Id: richagro@yahoo.co.in
6. Whether listed company	Yes
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	Adroit Corporation Services Private Limited 19/20, Jaferbhoy Industrial Estate, Makawana Road, Marol Naka, Andheri (E), Mumbai-400059

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	To Deal with all consumer, commercial and industrial items etc.	6390	0
2	To carry on the business of millers, cake and corn merchant, meal manufacturers etc. etc	9113	0
3	To construct, improve, maintain, develop, work, manage, carryout Control any buildings, offices, factories, works, and mills etc.	8200	0
4	To invest and deal with the moneys for company in such manner as may from time be determined, but not as an investment company.	8049	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

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

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

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year the year
	Demat	Physical	Total Shares	% of Total	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	78623	300	78923	1.64	78923	0	78923	1.64	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other									
f-1) Directors	308169	0	308169	6.42	324084	0	324084	6.75	0.33
f-2) Directors Relatives	648315	0	648315	13.51	653563	0	653563	13.62	0.11
Total shareholding of Promoter (A)	1035407	300	1035407	21.57	1056570	0	1056570	22.01	0.44
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)									
i-1) Directors relatives	239917	0	239917	5	239917	0	239917	5	0
Sub-total (B)(1):-	239917	0	239917	5	239917	0	239917	5	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	315910	0	315910	6.58	299004	0	299004	6.23	-0.35

RICHIRICH INVENTURES LTD

ii) Overseas	0	0	0	0	0				
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	1098673	971435	2070108	43.13	1044917	882435	1927352	40.15	-2.98
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	510616	282400	793016	16.52	560090	370000	930090	19.38	2.86
c) Others (specify)									
c-1) Non Resident Indian (Individual)	17390	0	17390	0.36	18890	0	18890	0.39	0.03
c-2) Clearing Members	75	0	75	0	0	0	0	0	0
c-3) Directors	328177	0	328177	6.84	328177	0	328177	6.84	0
Sub-total (B)(2)-	2270841	1253835	3764593	73.43	2251078	1252435	3503513	72.99	-0.44
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2510758	1253835	3764593	78.43	1922901	1252435	3743430	77.99	-0.44
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	3545865	1254135	4800000	100	3547565	1252435	4800000	100	0

B) Shareholding of Promoter

S. NO	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	
1	Ashok Jain (HUF)	185051	3.86	0	185051	3.86	0	0
2	Ashok kumar Annraj Jain	180109	3.75	0	196024	4.08	0	0.33
3	Harsha Jawaharlal Jain	400	0.01	0	400	0.01	0	0
4	Jawari Lal Jain	200	0	0	200	0	0	0
5	Kalpesh Ashokkumarji Jain	77856	1.62	0	77856	1.62	0	0
6	Kalpesh Jain Huf.	24800	0.52	0	24800	0.52	0	0
7	Krutika Ashokkumarji Jain	87550	1.82	0	87550	1.82	0	0
8	Manoj Jain Huf	35711	0.74	0	35711	0.74	0	0
9	Manoj Jain	400	0.01	0	400	0.01	0	0
10	Pusa Investments Pvt. Ltd.	78923	1.64	0	78923	1.64	0	0.01
11	Rajkanwar Annraj Jain	209997	4.37	0	215245	4.48	0	0.11
12	Rajul Jawahar Jain	600	0.01	0	600	0.01	0	0
13	Renu Ashokkumarji Jain	128060	2.67	0	128060	2.67	0	0
14	Shivani Jain	18900	0.39	0	18900	0.39	0	0
15	Vaibhav Jain	6850	0.14	0	6850	0.14	0	0
	Total	1035407	21.57	0	1056570	22.01	0	0.44

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

SN	Particulars	Name of Promoter's	As on Date	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
1	At the beginning of the year	Pusa Investment Pvt. Ltd	1/4/2014	78623	1.64	78623	1.64
	Date wise Increase / Decrease in Promoters Shareholding during the year		25/04/2014	300	0.01	78923	1.64
	At the end of the year		31/03/2015	0	0	78923	1.64
2	At the beginning of the year	Ashok Jain HUF	1/4/2014	185051	3.86	185051	3.86
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	
	At the end of the year		31/03/2015	0	0	185051	3.86
3	At the beginning of the year	Manoj Jain	1/4/2014	35711	0.74	35711	0.74
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	
	At the end of the year		31/03/2015	0	0	35711	0.74
4	At the beginning of the year	Jawari Lal Jain	1/4/2014	200	0	200	0
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	
	At the end of the year		31/03/2015	0	0	200	0
5	At the beginning of the year	Ashok kumar Annraj Jain	1/4/2014	180109	3.75	180109	3.75
	Date wise Increase / Decrease in Promoters Shareholding during the year		25/07/2014	500	0.01	180609	3.76
			1/8/2014	152	0	180761	3.77
			5/9/2014	2200	0.05	182961	3.81
			12/9/2014	5	0	182966	3.81
			19/09/2014	700	0.01	183666	3.83
			30/09/2014	530	0.01	184196	3.84
			10/10/2014	259	0.01	184455	3.84
			31/10/2014	1441	0.03	185896	3.87
			21/11/2014	500	0.01	186396	3.88
			28/11/2014	1132	0.02	187528	3.91
			12/12/2014	-600	0.01	186928	3.89
			31/12/2014	1400	0.03	188328	3.92
			9/1/2015	500	0.01	188828	3.93
			16/01/2015	1255	0.03	190083	3.96
			23/01/2015	500	0.01	190583	3.97
			13/02/2015	500	0.01	191083	3.98
			6/3/2015	1316	0.03	192399	4.01
			13/03/2015	3270	0.07	195669	4.07
			20/03/2015	355	0.01	196024	4.08
			At the end of the year	31/03/2015	0	0	196024
6	At the beginning of the year	Manoj Jain	1/4/2014	400	0.01	400	0.01
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	
	At the end of the year		31/03/2015	0	0	400	0.01

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SN	Particulars	Name of Promoter's	As on Date	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
7	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Rajkanwar Jain	1/4/2014	209397	4.37	209997	4.37
			11/4/2014	2206	0.05	212203	4.42
			2/5/2014	500	0.01	212703	4.43
			9/5/2014	143	0	212846	4.43
			23/05/2014	707	0.01	213553	41.45
			30/05/2014	100	0	213653	4.45
			6/6/2014	200	0	213853	4.46
			30/06/2014	380	0.01	214233	4.46
			11/7/2014	103	0	214336	4.47
			18/07/2014	909	0.02	215245	4.48
31/03/2015	0	0	215245	4.48			
8	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Kalpesh Jain HUF	1/4/2014	24800	0.52	24800	0.52
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	24800	0.52
9	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Renu Ashok kumarji Jain	1/4/2014	128060	2.67	128060	2.67
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	128060	2.67
10	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Rajul Jawaharlal Jain	1/4/2014	600	0.01	600	0.01
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	600	0.01
11	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Kalpesh Ashok kumarji Jain	1/4/2014	77856	1.62	77856	1.62
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	77856	1.62
12	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Harsha Jawaharlal Jain	1/4/2014	400	0.01	400	0.01
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	400	0.01
13	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Krutika Ashok kumarji Jain	1/4/2014	87550	1.82	87550	1.82
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	87550	1.82
14	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Vaibhav Manoj Jain	1/4/2014	6850	0.14	6850	0.14
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	6850	0.14
15	At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year At the end of the year	Shivani Jain	1/4/2014	18900	0.39	18900	0.39
			Nil	Nil	Nil	Nil	Nil
			31/03/2015	0	0	18900	0.39

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

SN	For Each of the Top 10 Shareholders	Folio No.	Name of Shareholder's	As on Date	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
1	At the beginning of the year	12049400 00002693	Motilal Salecha	01/04/2014	157623	3.28	157623	3.28
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2015	0	0.00	157623	3.28
2	At the beginning of the year	12013300 00317041	Balmukund Nathulaji Gattani HUF	01/04/2014	81447	1.70	81447	1.70
	Date wise Increase / Decrease in Promoters Shareholding during the year.			10/10/2014 31/10/2014	200	0.00	81647	1.70
	At the end of the year			31/03/2015	0	0.00	81747	1.70
3	At the beginning of the year	IN3008291 0904940	Vikram J. Mehta	01/04/2014	71464	1.49	71464	1.49
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2015	0	0.00	71464	1.49
4	At the beginning of the year	12012100 00052974	Saroj Bafna	01/04/2014	65168	1.36	65168	1.36
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2015	0	0.00	65168	1.36
	Date wise Increase / Decrease in Promoters Shareholding during the year.			23/05/2014	1750	0.04	50388	1.05
				20/06/2014	451	0.01	50839	1.06
				22/08/2014	2250	0.05	53089	1.11
				27/02/2015	3600	0.07	56689	1.18
At the end of the year	31/03/2015	0	0	56689	1.18			
6	At the beginning of the year	IN3032121 0006352	Peekay Holdings Pvt Ltd	1/4/2014	56000	1.17	56000	1.17
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2015	0	0	56000	1.17
7	At the beginning of the year	12027000 00125724	My Shares And Stock Brokers Private Limited	1/4/2014	55573	1.16	55573	1.16
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2015	0	0	55573	1.16

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SN	For Each of the Top 10 Shareholders	Folio No.	Name of Shareholder's	As on Date	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
8	At the beginning of the year	12038400	K Ashok Mehta	1/4/2014	53606	1.12	53606	1.12
	Date wise Increase / Decrease in Promoters Shareholding during the year.	00614662		Nil	Nil	Nil	Nil	Nil
9	At the beginning of the year	120494000	Vikas Ashok Chhajed	31/03/2015	0	0	53606	1.16
	Date wise Increase / Decrease in Promoters Shareholding during the year.	0001592		1/4/2014	47000	0.98	47000	0.98
10	At the beginning of the year	IN300513	Nehal Dharmendra Kapadia	31/03/2015	0	0	47000	0.98
	Date wise Increase / Decrease in Promoters Shareholding during the year.	14516172		1/4/2014	46299	0.96	46299	0.96
11	At the beginning of the year	120169000	Sapna Piyush Chhajed	31/03/2015	0	0	46299	0.96
	Date wise Increase / Decrease in Promoters Shareholding during the year.	0004798		1/4/2014	45450	0.95	45450	0.95
12	At the beginning of the year	IN300773	Radico Exports Pvt Ltd	31/03/2015	0	0	45450	0.95
	Date wise Increase / Decrease in Promoters Shareholding during the year.	10037064		1/4/2014	44900	0.94	44900	0.94
	At the end of the year			31/03/2015	0	0	44900	0.94

E) Shareholding of Directors and Key Managerial Personnel:

SN	Name	Name of Key managerial Person/ Director	As on Date	Shareholding at the beginning of the year (31/03/2014)		Cumulative Shareholding during the year (31/03/2015)	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	At the beginning of the year	Ashok Mohan raj Chhajed	1/4/2014	328177	6.84	328177	6.84
	Date wise Increase/Decrease in Promoters Shareholding during the year.		NIL	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2015	0	0	328177	6.84

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V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount (31/03/2014)	0	796834	0	796834
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	796834	0	796834
Change in Indebtedness during the financial year				
* Addition	0	0	0	0
* Reduction	0	402847	0	402847
Net Change	0	402847	0	402847
Indebtedness at the end of the financial year				
i) Principal Amount (31/03/2015)	0	393987	0	393987
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	393987	0	393987

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	
		Ashok M Chhajed	Renu Jain
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) Profits 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-Sitting Fees	0	25000
	Total (A)	-	25000
	Ceiling as per the Act	-	25000

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors Ashok Jain	Total Amount
1	Independent Directors		
	Fee for attending board committee meetings		
	Commission	0	0
	Others, please specify	0	0
	Total (1)	0	0
2	Other Non-Executive Directors		
	Fee for attending board committee meetings	25000	25000
	Commission	0	0
	Others, please specify	0	0
	Total (2)	0	0
	Total (B)=(1+2)	25000	25000
	Total Managerial Remuneration	25000	25000
	Overall Ceiling as per the Act		25000

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

SECRETARIAL AUDIT REPORT**For the financial year ended on 31st March, 2015***[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,
RICHIRICH INVENTURES LIMITED
G-1, Madhu Milan Building, Ground Floor,
H. M. Patil Marg, Shivaji Park, Dadar (West),
Mumbai – 400 028 Maharashtra, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RICHIRICH INVENTURES LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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 March, 2015 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 **RICHIRICH INVENTURES LIMITED** for the financial year ended on 31st March, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (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) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
 - (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;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) The Listing Agreements entered into by the Company with PQR Stock Exchange.
- During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:
1. The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
 2. In respect of pending Court Proceeding, Company has prosecuted Under Section 162 (1) at The Additional Chief Metropolitan Magistrate, 37th Court, Esplanade, Mumbai. Company is in the process to solve the matter.
 3. In respect of SAST Compliance Company had filed Form D with BSE and same intimation given to MGT-14 base on our audit and information provide by company at the time of audit.

For M. S. KAYAMKHANI & ASSOCIATES
Company Secretaries
Sd/
Mohd Shakeel Kayamkhani
Proprietor

Date: 25th July, 2015
Place: Mumbai

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.

To,

The Members,

RICHIRICH INVENTURES LIMITED

G-1, Madhu Milan Building, Ground Floor,

H. M. Patil Marg, Shivaji Park, Dadar (West),

Mumbai – 400 028 Maharashtra, India

Our 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 processes 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 processes 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 representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For M. S. KAYAMKHANI & ASSOCIATES

Company Secretaries

Sd/

Mohd Shakeel Kayamkhani

Proprietor

Date: 25th July, 2015

Place: Mumbai

ANNEXURE TO THE DIRECTOR'S REPORT {Continued}

Report on Corporate Governance

Company's philosophy on code of governance

1. Good corporate practice enables the board to direct control the affairs of a company in an efficient manner and to achieve its ultimate goal of maximizing shareholders value and the goodwill of the company. Your company is committed towards achieving the highest standards of corporate governance and has always been at the forefront to benchmark its internal systems and policies. Your company has implemented the guidelines in conformity with the requirements stipulated by SEBI under clause 49 of the listing agreement. Given below is the report of directors on compliance of the corporate governance code in your company.

2. Board of directors:

Name of director	Category	Attendance at Board Meeting	Attendance also at AGM	Membership of other Boards
Ashok A. Jain	Non-Executive	5	Yes	0
Renu Jain	Executive	5	Yes	1
Ashok M Chhajed	Executive	5	Yes	0

Four Board meetings held during the year on **19/04/2014, 12/07/2014, 28/10/2014, 31/01/2015 and 23/03/2015.**

3. Audit Committee:

The terms of reference to audit committee covers all the matters specified for audit committee under clause 49 of the listing agreement and section 177 of the companies Act 2013.

Name of Director	Category	Position	No. of Meeting Attended
Shri Ashok A Jain	Non- Executive	Chairman	2
Shri Ashok M Chhajed	Executive	Member	2

The Committee met on 26/04/2014 and 17/01/2015 during the year. In order to comply with the listing requirements the Board has appointed Shri. Ashok M Chhajed as a member of the Audit Committee till another Independent Director is appointed on the Board of the Company.

This Committee broadly covers the matters specified for Audit Committee under Clause 49 of the Listing agreement as well as in Section 177 of the Companies Act, 2013. This committee reviewing:

- The Company's financial reporting process and the disclosure of its financial information.
- The quarterly and annual financial statements with primary focus on accounting policies and practices, compliance with accounting standards and legal requirements.
- The adequacy of internal control systems and audit function.
- Recommending the appointment and removal of statutory auditors, fixation of audit fee and also to approve payment for other services.

4. Remuneration Committee:

The board of directors has constituted remuneration committee.

Name of Director	Category	Position	No. of Meeting Attended
Shri Ashok A Jain	Non- Executive	Chairman	2
Shri Ashok M Chhajed	Executive	Member	2

The Committee met on 26/04/2014 and 17/01/2015 during the year. In order to comply with the listing requirements the Board has appointed Shri. Ashok M Chhajed as a member of the Committee till another Independent Director is appointed on the Board of the Company.

Remuneration paid to directors: Nil

The remuneration/sitting fee was paid to directors during the year.

The company has not granted any stock option to its directors.

5. Shareholder/Investors Grievance Committee:

- i. Ashok Jain : Non-Executive Director ii Shri Ashok M Chhajed : Director

After compulsory Demat the physical transfers have reduce substantially. No major Share transfer or Investor's complaint were pending as on 31.03.15. Company's **73.91 % of the** paid-up equity share capital has been dematerialized up to 31-03-15.

6. Details of Shareholders/Investors Grievance Committee

The composition, powers and functions of the Committee meets the requirements of Listing Agreement. The Committee met during the year on 26/04/2014 & 19/12/2014.

Name of Director	Category	Position	No. of Meeting Attended
Shri Ashok A Jain	Non- Executive	Chairman	2
Shri Ashok M Chhajed	Executive	Member	2

General Body Meeting:

Details of the last three Annual General Meetings held

Year	Location	Date	Time
2011-12	at Regd office	14-03-13	10.00 A.M
2012-13	at Regd office	28-09-13	10.00 A.M
The resolutions including special resolutions were passed by show of hands.			
2013-14	at Regd office	30-09-14	12.00 P.M
The resolutions including special resolutions were passed by Ballot Box and e-voting.			

7. Disclosures:

There were no transactions of the company of material nature with the promoters, the directors, or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the company at large.

The company has complied with all statutory requirements relating to capital markets and has been no penalties/strictures imposed on the company during the last three years on this account.

Details of related party transactions:-

There are no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company that require separate disclosures. A list of related party transactions as required by the Accounting Standards (AS) 18 issued by the institute of Chartered Accounts of India, forms part of note 15 to the accounts. These transactions do not attract the provision of Section 188 of Companies Act, 2013.

*** Peculiarly relationship or transaction of the Non-Executive Director:-**

There is no material peculiarly transaction with any Non-Executive as well as independent Director of the Company that requires a separate disclosure.

*** Details on the use of proceeds from public issue, right issue, preferential issue etc:-**

No funds have been raised through issue of equity or debt in the form of public or right or preferential issues during the year under review.

*** Disclosure of Accounting Transactions:-**

The Company has followed all mandatory accounting standards.

*** Vigil Mechanism/ Whistle Blower Policy:**

In Compliance with provision of Section 177(9) of the Companies Act, 2013 and Clause 49 of Listing Agreement the Company has

framed a Vigil Mechanism/ Whistle Blower Policy and the same has also been placed in the website of the Company. None of the employees of the Company has been denied access to the Audit Committee.

*** Detail of Compliance with mandatory requirements and adoption of non-mandatory requirements**

The Company has complied with all the applicable mandatory requirements. The Company has not adopted the non-mandatory requirements of the Listing Agreement except that relating to the appointment of separate post of Chairman and CEO.

8. Prevention of Insider Trading

The Company has adopted a Code of Conduct for prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code require pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of the Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading Window is closed. All Board Directors and the designated employees have confirmed compliance with the code.

9. Means of Communication:

The company sends quarterly results as required under the listing agreement to the stock exchange for general information and for putting on their website.

Disclosures with regard to shareholding pattern, change in major shareholding etc. are also periodically sent to the stock exchange as required under SEBI take-over regulations.

The Management Discussion & Analysis (M D & A) is a part of this report.

10. General Shareholders Information:

a) Date, time and venue of AGM: **On 29th September, 2015 at 12.00 P.M** at G-1 Madhu Milan Building

Ground Floor, H.M Patil Road, Shivaji Park, Dadar-West, Mumbai-400028

b) Date of Book- Closure Tuesday 01st September, 2015 to Tuesday 15th September 2015 (both days inclusive).

c) Financial Calendar : 2015-2016 (tentative)

1st Quarter Results ending June 30, 2015 : Last week of July, 2015.

2nd Quarter Results ending September 30, 2015 : Last week of October, 2015.

3rd Quarter Results ending December 31, 2015 : Last week of January, 2016.

4th Quarter Results ending March 31, 2016 : Last week of April, 2016.

Annual General Meeting for the year ending March 31, 2016 : Before end September, 2016.

d) The share of the company is listed on the "The Stock Exchange, Mumbai".

e) BSE Stock Code: 519230

f) ISIN Code of company's Share is INE 102C01020

g) Market Price Data: Traded at BSE (Period April 2014 to March 2015) (In Rs.)

	Apr	May	June	July	Aug.	Sept	Oct	Nov	Dec	Jan	Feb	March
High	5.44	4.20	4.51	4.30	4.00	3.86	3.46	3.00	2.70	2.85	3.36	3.68
Low	3.81	3.12	3.41	3.15	3.36	3.33	2.85	2.57	2.45	2.45	2.76	2.95

11. a) Registrar & Share Transfer Agent:

Adroit Corporate Services P Ltd

Jafferbhoy Ind. Estate Makwana Road

Marol Naka, Andheri-East, Mumbai 400 059

Telephone No. 022-2859 4060 /2859 6060 Fax No. 022-2850 3748

b) Share Transfer System:

The shares of the company are compulsorily traded in the Demat form. For physical transfers all valid transfer deeds received by either the company or its Share & Transfer Agents are registered with the approval of the committee in about

4 weeks time. The deficient transfer documents are returned to the sender with objection memos for making good. All valid transfers are registered with share certificates duly transferred in the name of sender are sent to them.

12. Distribution Schedule of shareholding as on 31-03-2015.

No. of Equity Shares	Share holders		No. of Shares	
	Number	% of Holders	Number	% of Shares
0-100	1887	40.32	178338	03.72
101-500	2006	42.06	612931	12.77
501-1000	487	10.41	382857	07.98
1001-2000	130	02.78	204582	04.26
2001-3000	47	01.00	117941	02.46
3001-4000	23	00.49	83498	01.74
4001-5000	17	00.36	80423	01.68
5001-10000	25	00.53	181502	03.78
10001-20000	17	00.36	240251	05.01
20001-50000	25	00.53	838836	17.48
50001 and above	16	00.34	1878841	39.14
Total	4680	100.00	4800000	100.00

Categories of Shareholders as on 31.03.2015

Category	31.03.2015	
	% of Shareholding	No. of Shares
Promoters/Associates	22.01	1056570
Individuals	59.92	2876332
Domestic Companies	6.23	299004
Director & Relative	11.84	568094
TOTAL	100	4800000

On the basis of category		
Category	No. of Shares held	% of total shares
Promoters/Associates	1056570	22.01
Public	3743430	77.99
Total	4800000	100.00

INFORMATION PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT

1. Listing of Shares: The Company's shares are listed at the Stock Exchange, Mumbai.
2. Listing fees to Bombay Stock Exchange have been paid up to 2015-16.

MANAGEMENT DISCUSSION & ANALYSIS REPORT {MDAR}

A. Industry Structure and developments:

The company was a part of agro based solvent extraction industry, till the year 2003. Thereafter since then company is struggling with the old matters i.e. to settle the dues of creditors, consolidating the remaining of the company's resources, settlements out of courts with the creditors of the company etc.

During the year 2009-10 the Company under the leadership of Director Shri Ashok.M.Chhajed had taken a new

initiative of launching 'PROPERTY EX', a new area of business with great enthusiasm to deal in corporate services, advisory services real estate broking services, property management and HR management services.

The company had developed a real estate broker's network to buy, sale, and lease the property which offers corporate services, advisory services real estate broking services, property management and HR management services under the portal www.propertyex.in.

But unfortunately, the expectations from the venture did not turn up, leaving the director with heavy losses. Company had appointed 108 franchisees across Mumbai city but response was very negative and therefore the business of Property-ex was closed prematurely, after incurring heavy losses.

At present company is engaged in fund & non-fund based activities but not as an Investment Company by utilizing their experience of trade, and industry. Therefore to say company at present in the service sector, and other activities of the company are yet to be settled.

B. Opportunities:

As stated above, the company with the available resources and pending dues is exploring the new business ventures in the Real Estate/ Agro based or any other line of business in coming time.

C. Once bitten twice shy, since the company has lost its major part of capital, do not want to take any aggressive move with the growing competition and unstable policies and practice in the trade and industry.

D. The company has requisite internal control systems commensurate with the size, in all financial and functional areas.

Annexure: II

Auditor's Certificate on Corporate Governance under the Listing Agreement

The Members of RICHIRICH INVENTURES LTD

We have examined the compliance of conditions of corporate governance procedures by the RICHIRICH INVENTURES LIMITED for the year ended 31st March 2015 as stipulated in clause 49 of the Listing agreement of the said company with the stock exchange in India with the relevant records and documents maintained by the company and furnished to us and the report on Corporate Governance as approved by the board of directors.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination has been limited to procedures and implementation thereof, and adopted by the company for ensuring the compliance of conditions of corporate governance. It is neither an audit nor expression of opinion on the financial statement of the company.

In our opinion and to the best of our information and according to the explanations given to us, I certify that the company has complied with the conditions of corporate governance as stipulated in above mentioned Listing agreements except in the following four cases,

1. The company has not appointed any independent director on the board of the company.
2. In absence of Independent directors and delay in recommendations of audit committee a qualified and Independent Audit committee not been maintained during the year.

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 Deepak S.L Agarwal & Co
Chartered Accountants
FRN 123094W

Place: Mumbai
Date: 29/05/2015

CA Deepak Agarwal
Proprietor
Mem. No. 110579

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
Richirich Inventures Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **RICHIRICH INVENTURES LIMITED** ("the Company") which comprise the Balance Sheet as at 31st March, 2015, and the Statement of Profit and Loss and 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

The Company's board of Directors is responsible for the matter in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation 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 Accounting Standards specified under Section 133 of the Act, read with the 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 judgment and estimates that are reasonable and prudent; and design, implementation and maintenance of 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 accounts the provision of the Act the accounting and auditing standards and matters which are required to be included in the audit report under the provision of the Act and Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10). Those standards require that we comply with ethical requirements and plan & perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the Auditor's judgment including the assessment of the risk 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 statement that give true and fair 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 Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that our 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:

- a) In the case of Balance Sheet, of the state of affairs of the company as at March 31, 2015.
- b) In the case of Profit & Loss Account, of the Profits for the year ended on that date; and
- c) In the case of Cash flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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 purpose of our audit;
- b) in our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books[and proper returns adequate for the purpose of our audit have been received from the branches not visited by us]
- c) the Balance Sheet, Statement of Profit & Loss, and Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
- d) in our opinion, the aforesaid financial statement 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 31March , 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of section 164(2) of the Act.
- f) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:
 - i. The Company did not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long term contract including derivative contracts for which there were any materials foreseeable losses.
 - iii. There were no amount which required to be transferred to investor Education and Protection Fund by the Company

Place: Mumbai
Date: 29/05/2015

For Deepak S.L Agarwal & Co
Chartered Accountants
FRN 123094W
CA Deepak Agarwal
Proprietor
Mem. No. 110579

ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in Paragraph 3 of our Report of even date)

- (i) In respect of its fixed assets.
 - (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) Fixed assets have been physically verified during the year by the management and no discrepancies with respect to book records were noticed on such verification.
- (ii) In respect of its inventories:
 - (a) The Company does not have inventory during the year. Hence this clause is not applicable to the Company.

- (iii) The Company has received Interest Free Loans from one director of Rs 3, 93,987/- to parties covered in the register maintained under Section 189 of the Companies Act, 2013 during the year under review.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for purchase of inventory and fixed assets and for the sale of goods & services. Further, on the basis of our examination of the books and records of the company, and according to information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- (v) The Company has not accepted deposit from the public under section 73 and 76 of the Companies Act, 2013 and rules framed there under.
- (vi) As informed to us The Central Government has not prescribed for maintenance of cost records under Section 143(1) of the Companies Act, 1956 for the company.
- (vii) Statutory and Other Dues:
 - (a) According to the information and explanations given to us and based on the records examined by us in accordance with generally accepted auditing practice in India and also based on Management representation, the company is regular in depositing undisputed statutory dues. We have been informed there is no undisputed dues which remained outstanding as at the end of the financial year for a period of more than six months from the date they became payable.
 - (b) According to the information and explanations given to us and the records of the company examined by us, there are no dues outstanding on account of any dispute.
 - (c) According to the information and explanation given to us the no amounts are to be transferred to the investor education and protection fund in accordance with the relevant provision of the Companies Act, 1956 (1 of 1956) and rules made there under
- (viii) The Company has accumulated losses of Rs. 49,29,870/- at the end of financial year and has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (ix) According to the records of the company examined by us and the information and explanations given to us, the company has not taken any loans from financial institutions, banks. Therefore the question of default in the repayment of dues to financial institutions, banks has not arisen.
- (x) According to the information and explanation given to us, there are no guarantees given by the Company for loans taken by other from banks and financial institutions.
- (xi) According to the information and explanations given to us, the company has not taken any term loans; therefore disclosure of application of term loans is not applicable to the company.
- (xii) During the course of examination of the books of accounts and records of the company, carried out in accordance with the generally accepted auditing practice in India, and according to the information and explanations given to us, we have not come across any fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

Place: Mumbai
Date: 29/05/2015

For Deepak S.L Agarwal & Co
Chartered Accountants
FRN 123094W
CA Deepak Agarwal
Proprietor
Mem. No. 110579

RICHIRICH INVENTURES LTD

BALANCE SHEET AS AT 31/03/2015

	Note No	AS AT 31/03/ 2015 (Rs.)	AS AT 31/03/ 2014 (Rs.)
<u>EQUITIES & LIABILITIES</u>			
Shareholder's Fund			
Share Capital	2	24,000,000	24,000,000
	3	-4,929,870	-4,408,009
Reserves & Surplus			
Non Current Liabilities			
Long Term Borrowings	4	393,987	796,834
Deferred Tax Liability (Net)		-	-
Current Liabilities			
Trade Payables	5	304,727	327,293
Other Current Liabilities		-	-
Duty And Taxes		-	-
Total		<u>19,768,844</u>	<u>20,716,118</u>
<u>ASSETS</u>			
Non Current Assets			
Fixed Assets			
Tangible Assets	6	114,995	1,286,986
Non Current Investments		-	-
Long Term Loans and Advances	7	4,732,560	5,989,233
Current Assets			
Cash and Cash Equivalents	8	49,333	673,213
Short Term Loans and Advances	9	14,871,956	12,766,686
Total		<u>19,768,844</u>	<u>20,716,118</u>
Significant Accounting Policies	1		
Notes to Accounts	2-17		

The accompanying notes are an integral part of the Financial Statement as per our Report of even date attached

For DEEPAK SL AGARWAL & CO
Chartered Accountants
FRN 123094W

for RICHIRICH INVENTURES LIMITED

CA Deepak Agarwal
(Proprietor)
M No. 110579

Date: 29/05/2015
Place: Mumbai

Sd/-
(Ashok Chhajed)
Managing Director

Sd/-
(Renu Jain)
Director

Sd/-
(Ashok Jain)
Non-Executive Director

STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31/03/2015

	NOTE NO.	YEAR ENDED 31ST MARCH, 2015 (Rs.)	YEAR ENDED 31ST MARCH, 2014 (Rs.)
<u>EQUITIES & LIABILITIES</u>			
I. Revenue from Operations		-	-
II. Other Income	10	1,946,168	1,854,336
III. Total Revenue(I +II)		1,946,168	1,854,336
IV. Expenses			
Employee Benefit Expenses	11	241,129	76,649
Finance Cost	12	1,933	1,037
Depreciation and Amortization Expense	6	13,319	922,137
Other Expenses	13	969,976	548,365
Total Expenses		1,226,357	1,548,188
V. Profit Before Extraordinary Item and Tax (III – IV)		719,811	306,148
Extraordinary Item		-	-
VI. Profit Before Tax		719,811	306,148
VII. Tax Expense			
Current Tax		-	-
Tax of Prior Period		-	-
Deferred Tax		-	-
		-	-
VIII. Profit for the period (V-VI)		719,811	306,148
Earning per Equity Share before Extraordinary item :			
Basic & Diluted	14	0.15	0.06
Earning per Equity Share after Extraordinary item :			
Basic & Diluted		0.15	0.06
Significant Accounting Policies	1		
Notes on Financial Statements	2-17		

The accompanying notes are an integral part of the Financial Statement as per our Report of even date attached

For DEEPAK SL AGARWAL & CO
Chartered Accountants
FRN 123094W

for RICHIRICH INVENTURES LIMITED

CA Deepak Agarwal
(Proprietor)
M No. 110579

Date: 29/05/2015
Place: Mumbai

Sd/-
(Ashok Chhajed)
Managing Director

Sd/-
(Renu Jain)
Director

Sd/-
(Ashok Jain)
Non-Executive Director

CASH FLOW STATEMENT for the year ended March 31, 2015

S.No.	PARTICULARS		2014-15		2013-14
		RS	RS	RS	RS
I	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit/Loss After Taxation	719,811		306,148	
Add:	Adjustment for Extra Ordinary items	-		-	
Add:	Public Issue W/off	-		-	
Add:	Depreciation	13,319		922,137	
Less:					
	Non Operating Income	-		-	
	Financial income	-		-	
	Interest Income	-		-	
	Interest on Fixed Deposit with Bank	-		-	
Add:	Foreign Exchange Fluctuation	-		-	
	Non Operating Exp.	-		-	
Less:	Operating Profit before changes in Working Capital				
	Changes in Working Capital	733,130		1,228,285	
	(Increase) / Decrease In Working Capital	-1,274,010		-686,900	
	Net Cash Flow from Operating Activities	A	-540,880		541,385
II	CASH FLOW FROM INVESTING ACTIVITIES				
	Purchase of Shares				
	Investment in FD				
	Sale of Fixed Assets				
	Investment in Fixed Assets	-83000		-13,490	14,148
	Sale of Investments			27,638	
	Net Cash flow from Investing Activities	B	-83000		14,148
III	CASH FLOW FROM FINANCING ACTIVITIES				
	Net Cash flow from Financing Activities	C	-	-	-
	Net Increase in Cash & Cash Equivalents (A+B+C)		-623,880		555,533
	Cash & Cash Equivalents at the beginning of the year		673,213		117,681
	Cash & Cash Equivalents at the end of the year		49,333		673,213

The accompanying notes are an integral part of the Financial Statement as per our Report of even date attached

For DEEPAK SL AGARWAL & CO
Chartered Accountants
FRN 123094W

for RICHIRICH INVENTURES LIMITED

CA Deepak Agarwal
(Proprietor)
M No. 110579

Date: 29/05/2015
Place: Mumbai

Sd/-
(Ashok Chhajed)
Managing Director

Sd/-
(Renu Jain)
Director

Sd/-
(Ashok Jain)
Non-Executive Director

NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES

A. ACCOUNTING CONCEPTS:

The financial statements have been prepared to comply in all material aspects with the notified Accounting Standard by Companies Accounting Standards Rules, 2006 which continue to apply under section 133 of the Companies Act, 2013 (the Act) read with rule 7 of the Companies (Accounts) rules 2014 and other relevant provisions of the Companies Act, 1956 to the extent applicable. The financial statements are prepared and presented on the basis of generally accepted accounting principles and historical cost convention on accrual basis. The Accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

B. REVENUE RECOGNITION:

Finance Income is recognized on mercantile basis, when the income is accrued and due to the Company. Dividend income is recognized on receipt basis.

C. FIXED ASSETS:

The 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.

D. DEPRECIATION

Depreciation on tangible fixed the assets are provided on the Straight Line Method based on the useful life of the assets as estimated by the management and is charged to the statement of Profit and Loss as per the requirement of schedule II of the Companies Act, 2013.

E. INVESTMENTS

Investments are valued at cost.

F. RETIREMENT BENEFITS:

Gratuity to employees will be accounted for on cash basis.

In respect of provident fund and employees state insurance scheme contribution is not applicable to the company.

G. TAXATION

Tax Expense comprises of current and deferred tax. Current tax is determined as the amount of tax payable in respect of taxable income for the financial year ended 31st March 2015. Deferred Tax is recognized subject to consideration of prudence in respect of deferred tax assets, on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more period.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2015

Note 2. SHARE CAPITAL

Particulars	As at 31/03/2015 (Rs.)	As at 31/03/2014 (Rs.)
Authorized Share Capital		
99,96,000 Equity Shares of Rs. 5/- each	49,980,000	49,980,000
2000 11% Non Cumulative Preference Shares of Rs. 10/- each	20,000	20,000
	50,000,000	50,000,000
Issued , Subscribed & Paid up		
48,00,000 Equity shares of Rs. 5/- each fully paid up	24,000,000	24,000,000
(Previous Year 48,00,000 Equity Shares		
Total (Rs.)	24,000,000	24,000,000

Note 2a. The reconciliation of the number of share outstanding is set as below:

Particulars	Equity Shares	
	As at 31/03/2015 Nos.	As at 31/03/2014 Nos.
Shares at the beginning of the year	48,00,000	48,00,000
Shares issued during the year	-	-
Shares at the end of the year	48,00,000	48,00,000

Note 2b. List of Shareholders in excess of 5% is set out below:

Name of Shareholder	Equity Shares		As at 31/03/2014	
	As at 31/03/2015 Nos.	% of holding	Nos.	% of holding
Ashok Mohan raj Chhajed	328177	6.84%	328177	6.84%

Note 2c. Details of Shares allotted otherwise than cash during the previous 5 years is set out below :

	Aggregate No of Shares
Equity Shares	
Fully paid up pursuant to contract(s) without payment being received in cash	NIL
Fully paid up by way of bonus shares	NIL
Shares bought back	NIL

Note 2d. Rights, Preferences and Restrictions attached to the Shares:

The equity shares of the Company of nominal value 5 per share rank pari passu in all respects including voting rights and entitlement to dividend.

Note 3. RESERVES AND SURPLUS

Particulars	As at 31/03/2015 (Rs.)		As at 31/03/2014 (Rs.)	
	Profit and Loss Account			
As per last Balance Sheet	(44,08,009)		(47,14,157)	
Add: Net Profit for the current year	7,19,811	(36,88,198)	3,06,148	(44,08,009)
			-	
Less : Depreciation of earlier years (ref note 6)	(12,41,672)		-	-
Total	(49,29,870)	-	(44,08,009)	-

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2015

Note 4. LONG TERM BORROWINGS

Particulars	As at 31/03/2015	As at 31/03/2014
Unsecured		
From Director	3,93,987	7,96,834
Total Rs.	3,93,987	7,96,834

Note 5. TRADE PAYABLES

Particulars	As at 31/03/2015	As at 31/03/2014
Trade Payables		
For expenses	3,04,727	3,27,293
Total Rs.	3,04,727	3,27,293

Based on the information available with the Company and relied upon by the auditors, there are no dues outstanding to Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006.

Note 6. FIXED ASSETS

Particulars	Gross Block				Depreciation				Net Block	Net Block
	Op. Bal	Add	Ded	Total Rs.	As on 1/04/2014	For the year	Deduction	Total Rs.	As on 31.03.15	As on 31.03.14
Office										
Equipment	2,86,946	-	-	2,86,946	2,60,504	15,831	-	2,76,335	10,611	26,442
Computer & software	55,86,400		-	55,86,400	43,59,586	12,26,814	-	55,86,400	0	12,26,814
Motor Bike	23,500		-	23,500	15,117	1,635	-	16,752	6,748	8,383
Split Air- Conditioner	27,000		-	27,000	1,653	7,876	-	9,529	17,472	25,347
Motor Car		83,000		-		83,000	2,835	-	2,835	80,165
Total Rs.	59,23,846	83,000	-	59,23,846	46,36,860	12,54,991	-	58,89,015	1,14,995	12,86,984
Previous Year	59,10,356	13,490	-	59,23,846	37,14,723	9,22,137	-	46,36,860	12,86,986	21,95,632

Note:

In accordance with schedule II of the companies Act, 2013 the Company has reassessed the estimate life of fixed assets according and made appropriate adjustment Depreciation for the year of Rs. 12,54,991/- include depreciation of Rs. 12,41,672/- previous years as per rates prescribed in schedule II on companies Act 2013 which has been adjusted towards retained earning in note 3 reserve & Surplus and balance depreciation of Rs. 13319/- shown in Profit Loss Account

Note 7. LONG TERM LOANS AND ADVANCES

Particulars	As at 31/03/2015	As at 31/03/2014
Unsecured, Considered Good		
Loans & Advances to Others	40,02,780	49,73,780
Advance Income Tax & TDS (net of Provision)	7,28,525	6,14,198
Deposits	1,255	4,01,255
Total Rs.	47,32,560	59,89,233

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2015

The Company has given Interest free Loan to various Party of Amount Rs. 40,02,780/- (Previous year Rs. 49,73,780/-). Loans & Advances are considered good in respect of which Company does not hold any security.

Note 8. CASH AND BANK BALANCE

Particulars	As at 31/03/2015	As at 31/03/2014
BANK BALANCE IN CURRENT ACCOUNT		
With Canara Bank	12,946	5,60,589
Cash in Hand	36,287	1,12,624
Total Rs.	49,333	6,73,213

Note 9. SHORT TERM LOANS AND ADVANCES

Particulars	As at 31/03/2015	As at 31/03/2014
Unsecured, Considered Good		
Advance recoverable in cash or kind or value to be received	-	-
Loans & Advances to Various Parties	1,48,71,956	1,27,66,686
Total Rs.	1,48,71,956	1,27,66,686

Loans and Advances are considered good in respect of which Company does not hold any Security interest has been charged on Short term Loans & Advances which is not less than Prescribed by RBI.

Note 10. OTHER INCOME

Particulars	Year Ended 31/03/2015	Year Ended 31/03/2014
Finance Income	16,48,726	16,04,116
Interest on Income tax refund	23,442	9,800
Other Income	2,74,000	-
Sundry Balance W/off	-	2,40,420
Total Rs.	19,46,168	18,54,336

Note 11. EMPLOYEE BENEFIT EXPENCES

Particulars	Year Ended 31/03/2015	Year Ended 31/03/2014
Salaries	2,03,803	61,400
Staff Welfare	37,326	15,249
Total Rs.	2,41,129	76,649

Note 12. FINANCE COSTS

Particulars	Year Ended 31/03/2015	Year Ended 31/03/2014
Bank Charges	1,933	1,037
Total Rs.	1,933	1,037

RICHIRICH INVENTURES LTD

Note 13. OTHER EXPENCES		
Particulars	Year Ended 31/03/2015	Year Ended 31/03/2014
Audit Fees	47,500	50,000
Advertisement Expenses	27,551	-
Business Promotion	28,352	9,666
Conveyance & Travelling Expenses	75,843	61,488
Depositary Expenses	48,153	48,467
Director Sitting Fees	50,000	40,000
Electricity Charges	22,904	25,605
Misc Expenses	23,011	2,915
Office Expenses	3,474	1,439
Listing Fees	1,12,360	16,854
Meeting Expenses	12,775	7,430
Postage and Courier Charges	38,758	22,929
Printing & Stationary	1,43,366	49,266
Legal, Professional & Consultancy Charges	2,08,112	99,745
Repairs & Maintenance	46,259	49,441
Telephone Exp.	34,058	30,168
Professional tax	47,500	25,000
Income Tax	-	13,952
Total Rs.	9,69,976	5,48,365

Note 14. EARNINGS PER SHARE

Particulars	Year Ended 31/03/2015	Year Ended 31/03/2014
Net Profit before Extraordinary item and tax (a)	7,19,811	3,06,148
Weighted average no. of equity shares of face value Rs.10 (b)	48,00,000	48,00,000
Basic Earnings Per Share in Rs. (a)/(b)	0.15	0.06
Net Profit after Extraordinary item and tax (a)	7,19,811	3,06,148
Weighted Average No. of Equity Shares of Face value of Rs. 10 (b)	48,00,000	48,00,000
Basic Earnings Per Share in Rs. (a)/(b)	0.15	0.06

Note 15. RELATED PARTY DISCLOSURE

As per the Accounting Standard on "Related Party Disclosures" (AS18) notified by Companies (Accounting Standards) Rules, 2006, the related parties of the Company are as follows

List of Related Parties & Relationship:

Related Party with whom the Company had transaction

Related PartiesDirectors

Mr. Ashok A Jain
Mr. Ashok Chhajed
Mrs. Renu Jain

Name of Party	Nature of Transaction	F.Y. 2014-15	F.Y. 2013-14
Mr. Ashok A Jain	Sitting Fees	25,000	20,000
Mrs. Renu Jain	Sitting Fees	25,000	20,000

Notes:1. Related party relationship are as identified by the Company on the basis of information available and relied upon by the Auditors

Note 16 : SEGMENT INFORMATION

The company is engaged in only one line of Activity. Hence disclosure requirement under Accounting Standard 17 Segment Reporting is not applicable to the Company

Note 17:

Figure for the previous year have been regrouped / rearranged wherever considered necessary to conform to this year classification. There is no Tax liability for the year as per the management of the Company so no tax provision has been made.

RICHIRICH INVENTURES LIMITED

CIN: L65990MH1986PLC039163

Reg.off. G-1 Madhumilan, Ground Floor, H.M.Patil Marg, Shivaji Park, Dadar-West, Mumbai-400028

Phone No.: 022-24464151 Email: richagro@yahoo.co.in Website: www.richirichinventures.com

29TH ANNUAL GENERAL MEETING

Form No. MGT 11

PROXY FORM

[Pursuant to Section 105(6) of the Company Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rule, 2014

Name Of the Member (s) :
Registered Address :
Email ID :
DP ID No. * Client ID No. */ Folio No.:

I/We, being the Member(s) ofshares of Richirich Inventures Limited, hereby appoint

- (1) Name:
Address:
E-Mail ID: Signature:, or failing him/her
- (2) 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 29th Annual General Meeting of the Company to be held at G-1 Madhu Milan Building H.M Patil Marg Shivaji Park Dadar (West) Mumbai- 400 028 on Tuesday 29th September, 2015 at 12.00 Noon and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolution	For	Against
01.	Consider and adopt:		
a)	Audited Financial Statements, Reports of the Directors and Auditors for the year ended 31 st March,2015		
02.	Re-appointment of Shri Ashok M Chhajed who retires by rotation		
03.	Appointment of Auditors and fixing their remuneration		
04.	Appointment of Additional/Independent Director Shri Sumit Saurabh		
05.	Appointment of Additional/Independent Director Shri Vikram Singh Bhati		

*Applicable for investors holding shares in electronic form

Signed thisday of September 2015. Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: 1. 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.

** 2. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

3. For the Resolutions, Explanatory Statement and Note, please refer to the Notice of the 29th Annual General Meeting.

4. Please complete all details including details of member(s) in above box before submission.

RICHIRICH INVENTURES LIMITED

CIN: L65990MH1986PLC039163

Reg.off. G-1 Madhumilan, Ground Floor, H.M.Patil Marg, Shivaji Park, Dadar-West, Mumbai-400028

Phone No.: 022-24464151 Email: richagro@yahoo.co.in Website: www.richirichinventures.com

29th ANNUAL GENERAL MEETING

ATTENDANCE SLIP

Name of the Member	DP ID**
Address of the Member	Client Id**
	Folio No.

Full Name of the member/Proxy attending the meeting	
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I hereby record my presence at the **TWENTY NINTH ANNUAL GENERAL MEETING** of the Company being held at G-1 Madhu Milan Building, H.M Patil Marg, Shivaji Park, Dadar (West) Mumbai- 400 028 on Tuesday, the 29th September, 2015 at 12.00 P.M..

SIGNATURE OF THE ATTENDING MEMBER/PROXY

** Applicable for investors holding shares in electronic form.

Note:

1. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance, duly signed.
2. Shareholder/Proxy holder is requested to bring their copies of the Annual Report and Accounts with them to the Meeting.

RICHIRICH INVENTURES LIMITED

ELECTRONIC VOTING

The Company is providing electronic voting (e-voting) facility for the Resolutions contained in the Notice convening the Annual General Meeting on Tuesday, the 29th September, 2015. The procedure for e-voting has been mentioned in the aforesaid Notice.

ASSENT / DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1. Name(s) & Registered Address :
of the sole / first named Member

2. Name(s) of the Joint-Holder(s), if any :

3. i) Registered Folio No :
ii) DP ID No. & Client ID No. :
[Applicable to Members holding
shares in dematerialized form]

4. Number of Share(s) held :

5. I / We hereby exercise my / our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting on dated September 29, 2015, by conveying my / our assent or dissent to the resolutions by placing tick ("") mark in the appropriate box below:

Resolutions		No of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
Ordinary Business				
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended March 31, 2015			
2	Ordinary Resolution for re-appointment of Shri Ashok M Chhajed who retires by rotation			
3	Ordinary Resolution under Section 139 of the Companies Act, 2013 for appointment of Statutory Auditors and fixing their remuneration			
Special Business				
4	Ordinary Resolution for appointment of Shri Sumit Saurabh as Independent Director			
5	Ordinary Resolution for appointment of Shri Vikram Singh Bhati as Independent Director			

Place: _____

Date: _____

Signature of the Member
Or
Authorised Representative

- Notes: (i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
(ii) Last date for receipt of Assent/Dissent Form: September 25, 2015 (6.00 pm)
(iii) Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

General Instructions

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent/dissent in physical form. If a shareholder has opted for Physical Assent / Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through both physical assent/dissent form and e-voting, then vote cast through physical assent/dissent shall be considered, subject to the assent/dissent form being found to be valid and vote cast through e-voting shall be treated as invalid.
2. The notice of Annual General Meeting is dispatched/e-mailed to the members whose names appear on the Register of Members as on September 01, 2015 and voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on the said date.
3. Voting through physical assent / dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives with proof of their authorization, as stated below.

Instructions for voting physically on Assent / Dissent Form

1. A Member desiring to exercise vote by Assent / Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr.Mohd Shakeel Kayamkhani Practicing Company Secretary and send the same at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 6.00 p.m. on September 25, 2015. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, This Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Assent / Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
4. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark ("") in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent / Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A Member may request for a duplicate Assent / Dissent Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent / Dissent form excepting giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizer's decision on the validity of the Assent / Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent / Dissent Forms will be rejected.

MOST IMPORTANT

IMPORTANT COMMUNICATION TO MEMBERS HOLDING SHARES IN PHYSICAL MODE

The company needs to update the records of shareholders who are holding shares physically.

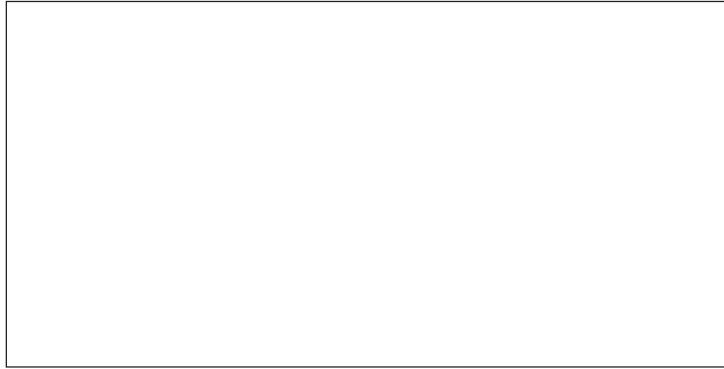
Members are therefore requested to kindly furnish the details as here under to the Company's Registrar & Share Transfer Agents. At following address:

: Adroit Corporate Services P Ltd.
Jafferbhoy Industrial Estate,
Makwana Lane, Marol Naka,
Andheri-East, Mumbai 400 059

Full Name	
Name of first Joint Holder	
Name of Second Joint Holder	
Folio No as appearing on the share Certificate	
Share Certificate No (as appearing on the share Certificate)	
Distinctive No. (as appearing on the share Certificate)	
Complete Postal Address with PIN Code	
Email ID;	
PAN(Please Attach copy of PAN Card)	
Contact Details	Telephone No. Mobile No.
Specimen Signatures	First Name Holder..... First Joint Holder..... Second Joint Holder.....

Book - Post

To



If undelivered please return to :

RICHIRICH INVENTURES LIMITED

G-1 Madhu Milan Building, Ground Floor,
H.M.Patil Marg, Shivaji Park, Dadar-West
MUMBAI - 400 028