

30th

ANNUAL REPORT
2015-16

RICHIRICH INVENTURES LIMITED

RICHIRICH INVENTURES LTD

BOARD OF DIRECTORS	:	Shri Ashok.M.Chhajed - Executive Director (DIN 02336676) Smt Renu A. Jain - Director (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

Contents	Page No.
Notice of AGM	1-6
Director's Report	7-11
MGT-9 - Extract of Annual Return	12-19
Secretarial Auditor's Report	20-22
Annexure to the Director's Report	23-26
Management Discussion and Analysis Report	27
Secretarial Auditor's Certificate on the Corporate Governance Report	28
Independent Auditor's Report with Annexure	29-32
Balance Sheet	33
Statement of Profit & Loss Account	34
Cash Flow Statement	35
Significant Accounting Policies	36
Notes to Accounts	37-40
Proxy Form	41
Attendance Slip	42
MGT-12 Polling Paper	43
General Instruction	44
Important Announcement	45

NOTICE FOR THIRTIETH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirtieth Annual General Meeting of the company will be held at 12.00 P.M. on **Thursday, 29th day of September, 2016**, 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 receive, consider and adopt
 - (a) The audited balance sheet as at 31st March 2016 and Statement of Profit & Loss for the year ended on that date and the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Ashok Chhajed (holding DIN 02336676), who retires by rotation as per the Articles of Association and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following 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. 110579, were appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the twenty ninth annual general meeting to the conclusion of this Annual General Meeting, has not expressed their willingness for re-appointment, and hence to appoint M/s JPJ Associates, Chartered Accountants a firm of Chartered Accountant eligible u/s 139 and 141 of the Companies Act, 2013 and Rules made there under as Statutory Auditors of the Company to hold office from the conclusion of the Thirtieth Annual General Meeting for a term of 5 years on a remuneration as may be fixed by the Board of Directors of the Company, subject to ratification in every annual general meeting by the Members of the Company.
4. To consider and if thought fit, to pass with or without modification(s), the following as an **Ordinary Resolution:**

“RESOLVED that pursuant to the provisions of section 181 of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorised to contribute and or donate, from time to time to any bonafide charitable and other funds, amounts not exceeding in aggregate to all such funds taken together up to a sum of Rs. 5Lakhs (Rupees Five Lakhs only) during any Financial Year of the Company”.

For & On behalf of the Board of Directors

Place: Mumbai
Date : 29th July, 2016

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 him / herself and such 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 shall not act as proxy for any other person or shareholder.

3. The shares of the company are 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 was closed for this annual general meeting from **Thursday 1st September 2016 to Thursday 15th September,2016** (both days inclusive)
8. The Explanatory Statement pursuant to Section 181 of the Companies Act, 2013, in respect of Items Nos. 3 & 4 which sets out details relating to Special Business at the meeting is annexed hereto.
9. 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
10. As required by Securities and Exchange Board of India (SEBI) vide its Circular, the shareholders are requested to furnish a copy of the PAN card to the Company/Registrar & Share Transfer Agent while sending the shares held in physical form for transfer, transmission, transposition and deletion of name of deceased shareholder(s).
11. 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
12. 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 30th 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)
13. Shareholders/Proxy holders are requested to carry valid ID proof such as PAN, Voter card, Passport, Driving License, Aadhar Card etc. along with the printed attendance slip.
14. **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

RICHIRICH INVENTURES LTD

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 30th Annual General Meeting to be held on Thursday, 29th day of September, 2016 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
160802010		

- (i) The voting period begins on 26/09/2016 at 10.30 A.M. and ends on 28/09/2016 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) 22/09/2016 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 **Monday, 26th September, 2016 and ends on Wednesday, 28th September, 2016**. 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, 2016**, 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. 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.
3. 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.
4. 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, 2016 (cut-off date).
5. 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.
6. 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.
7. 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’.
8. 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

Members are requested to support the “Green Initiatives” by registering their E-mail address with the Company, if not already done.

Those members who have changed their E-mail ID are requested to register their new E-mail ID with the Company in case the shares are held in physical form and with the Depository Participant where shares are held in Demat mode.

Members holding share 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, Makawana Road, Marol Naka Andheri (East), Mumbai-400059 such registration of e-mail address may also be made with the Company at its Registered Office or at the E-mail ID: richagro@yahoo.co.in.

EXPLANATORY STATEMENTS (Pursuant to Section 102 of the Companies Act, 2013):

Item No. 3

M/s. Deepak SL Agarwal & Co., Chartered Accountants, Mumbai, bearing ICAI Registration No. 110579, appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the twenty ninth annual general meeting to the conclusion of this Annual General Meeting has not expressed their willingness for re-appointment, and hence M/s JPJ Associates, Chartered Accountants a firm of Chartered Accountant eligible u/s 139 and 141 of the Companies Act, 2013 and Rules made there under as Statutory Auditors of the Company is being appointed by Board of Directors in their meeting, Members are requested to confirm their appointment as the statutory auditors of the Company for a term of 5 years subject to ratification in every annual general meeting of the Members.

Item No. 4

As per Section 181 of the Companies Act, 2013, the Board of Directors of the Company can contribute to bonafide charitable Trusts and other funds, any amount the aggregate of which, in any Financial year shall not exceed 5% of its average net profits, as determined in accordance with the provisions of Section 198 of Companies Act, 2013, for the three immediately preceding financial years.

As required under section 181 of Companies Act 2013 donation of above amount which is higher than the limit prescribed in the Section, requires the sanction/approval of shareholders in general meeting.

The Directors recommends the resolution for members' approval as an **Ordinary Resolution**.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

ANNEXURE TO ITEMS 2 OF THE NOTICE

Detail of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting
(in pursuance of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)
(As on 31st March, 2016)

Name of the Director	Shri Ashok M Chhajer
Date of Birth	24/08/1959
Nationality	Indian
Date of appointment on the Board	12/12/2008
Qualifications	B. Com
Expertise	Wide experience in the field of design and project management in Real Estate
Number of Shares held in the company	328177 Equity Shares
List of directorship in other companies	NIL
Chairman/Member of the committees of the boards of companies in which he is Director	NIL
Relationship between Directors inter-se	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 2015-2016.

FINANCIAL HIGHLIGHTS:

(Rs. in Lakhs)

Particulars	2015-16	2014-15
Income from Operations	19.83	19.46
Profit (Loss) before Extra-Ordinary Items	3.60	7.20
Profit/(Loss) before depreciation	3.91	7.33
Depreciation	0.30	0.13
Profits before Tax	3.52	7.20
Provision for Income Tax & FBT	1.67	0.00
Profit after Tax	1.86	7.20
Balance Brought Forward	(49.30)	(44.08)
Add:- Depreciation adjustment for the earlier year	0	(12.42)
Balance Carried to Balance sheet	(47.44)	(49.30)

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.

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.

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.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

DEPOSITS

The Company has not accepted deposits, during the year under review, from public falling within the ambit of Section 73 of the Act, and the Rules framed there under.

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 by a firms of Chartered Accountants who verify and report on the efficiency and effectiveness of internal controls. The adequacy of internal control systems are reviewed by the Audit Committee and 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 continuously monitors the efficacy of Internal Financial Control system with the objective of providing to the Audit Committee and the Board of Directors, an effectiveness of the organisation'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 not expressed their willingness to the effect that their re-appointment, Therefore members are requested to appoint M/s. J P J Associates 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 2015-16. The secretarial Audit

Report for the Financial Year ended 31st March, 2016 is annexed herewith and marked as **Annexure-B** 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 197(12) of the companies Act 2013 read with Rule 5(2) and 5(3) of the companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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 is being not applicable to the Company under Regulation 27(2) of SEBI (LODR) Regulations 2015. However company adhere to maintain the levels of corporate governance, as per Annexure I and a Certificate from the Secretarial 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 2015-16:

- 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 EVALUATION

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-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(3) (c) 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 for the year ended 31st March, 2016, have been prepared on a going concern basis.
- 5) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- 6) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

As required under rule 8 (3) of Companies (Accounts) Rules, 2014, 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 2016 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: 29th July, 2016

Ashok.M.Chhajed
Director
DIN: 02336676

DECLARATION BY CEO/CFO

We, Ashok M Chhajed, Executive Director & Chief Executive Officer and Abhishek Kumar Mishra Chief Financial Officer of Richirich Inventures Limited here by certify to the Board that:

- a. We have reviewed financial statement for the year and that to the best of our knowledge and belief :
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We are responsible for establishing and maintaining internal controls for financial reporting in the Company and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee
 - i. Significant changes in internal control over financial reporting during the year
 - ii. Significant changes in accounting policies during the year and the same have been disclosed in the Notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any. Of the Management or an employee having a significant role in the Company's internal control system over financial reporting
- e. We affirm that we have not denied any personnel, access to the Audit Committee of the Company (in respect of matters involving alleged misconduct, if any).
- f. We further declare that all board members and senior Management Personnel have affirmed compliance with the Code of Conduct for the current year.

Place: Mumbai
Date: 29th July, 2016

For Richirich Inventures Limited
Ashok.M.Chhajed
Director/CEO
DIN: 02336676

For Richirich Inventures Limited
Abhishek Kumar Mishra
Chief Financial Officer (CFO)

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 2016 as envisaged in Clause 49 of listing Agreement with Stock Exchange.

For RICHIRICH INVENTURES LIMITED

Place: Mumbai
Date: 29th July, 2016

Ashok M. Chhajed
Director
DIN: 02336676

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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 Corporate 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-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% 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.	78923	0	78923	1.64	79423	0	79423	1.65	0.01
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other									
f-1) Directors	324084	0	324084	6.75	346583	0	346583	7.22	0.47
f-2) Directors Relatives	653563	0	653563	13.62	655937	0	655937	13.67	0.05
Total shareholding of Promoter (A)	1056570	0	1056570	22.01	1081943	0	1081943	22.54	0.53
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)									0
i-1) Directors relatives	82294	0	82294	1.71	82294	0	82294	1.71	0
Sub-total (B)(1):-	82294	0	82294	1.71	82294	0	82294	1.71	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	299004	0	299004	6.23	324301	0	324301	6.76	0.53
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	1044917	882435	1927352	40.15	994647	850735	1845382	38.45	-1.71

RICHIRICH INVENTURES LTD

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	717713	370000	1087713	22.66	716813	401200	1118013	23.29	0.63
c) Others (specify)									
c-1) Non Resident									
Indian (Individual)	18890	0	18890	0.39	18890	0	18890	0.39	0
c-2) Clearing Members	0	0	0	0	1000	0	1000	0.02	0.02
c-3) Directors	328177	0	328177	6.84	328177	0	328177	6.84	0
Sub-total (B)(2):-	2408701	1252435	3661136	76.27	2383828	1251935	3635763	75.75	-0.53
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2490995	1252435	3743430	77.99	2466122	1251935	3718057	77.46	-0.53
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	3547565	1252435	4800000	100	3548065	1251935	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	0.00	186355	3.88	0.00	0.03
2	Ashok kumar Annraj Jain	196024	4.08	0.00	218523	4.55	0.00	0.47
3	Harsha Jawaharlal Jain	400	0.01	0.00	400	0.01	0.00	0.00
4	Jawari Lal Jain	200	0.00	0.00	200	0.00	0.00	0.00
5	Kalpesh Ashokkumarji Jain	77856	1.62	0.00	77856	1.62	0.00	0.00
6	Kalpesh Jain Huf.	24800	0.52	0.00	24800	0.52	0.00	0.00
7	Krutika Ashokkumarji Jain	87550	1.82	0.00	87550	1.82	0.00	0.00
8	Manoj Jain	35711	0.74	0.00	35711	0.74	0.00	0.00
9	Manoj Jain	400	0.01	0.00	400	0.01	0.00	0.00
10	Pusa Investments Pvt. Ltd.	78923	1.64	0.00	79423	1.65	0.00	0.01
11	Rajkanwar Annraj Jain	215245	4.48	0.00	216315	4.51	0.00	0.02
12	Rajul Jawahar Jain	600	0.01	0.00	600	0.01	0.00	0.00
13	Renu Ashokkumarji Jain	128060	2.67	0.00	128060	2.67	0.00	0.00
14	Shivani Jain	18900	0.39	0.00	18900	0.39	0.00	0.00
15	Vaibhav Jain	6850	0.14	0.00	6850	0.14	0.00	0.00
	Total	1056570	22.01	0.00	1081943	22.54	0.00	0.53

RICHIRICH INVENTURES LTD

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	1/4/2015	78923	1.64	78923	1.64
	Date wise Increase / Decrease in Promoters Shareholding during the year		15/05/2015	500	0.01	79423	1.65
	At the end of the year		31/03/2016	0	0	79423	1.65
2	At the beginning of the year	Ashok Jain HUF	1/4/2015	185051	3.86	185051	3.86
	Date wise Increase / Decrease in Promoters Shareholding during the year		16/10/2015	350	0.01	185401	3.86
	At the end of the year		30/10/2015	550	0.01	185951	3.87
			11/12/2015	404	0.01	186355	3.88
31/03/2016	0	0	186355	3.88			
3	At the beginning of the year	Manoj Jain	1/4/2015	35711	0.74	35711	0.74
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	
31/03/2016	0	0	35711	0.74			
4	At the beginning of the year	Jawari Lal Jain	1/4/2015	200	0	200	0
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	
31/03/2016	0	0	200	0			
5	At the beginning of the year	Ashok kumar Annraj Jain	1/4/2015	196024	4.08	196024	4.08
	Date wise Increase / Decrease in Promoters Shareholding during the year		17/04/2015	933	0.02	196957	4.1
	24/04/2015		723	0.02	197680	4.12	
	15/05/2015		1580	0.03	199260	4.15	
	22/05/2015		1050	0.02	200310	4.17	
	29/05/2015		170	0	200480	4.18	
	5/6/2015		500	0.01	200980	4.19	
	19/06/2015		585	0.04	202665	4.22	
	26/06/2015		150	0	202815	4.23	
	30/06/2015		300	0.01	203115	4.23	
	24/07/2015		900	0.02	204015	4.25	
	31/07/2015		300	0.01	204315	4.26	
	7/8/2015		850	0.03	205165	4.27	
	14/08/2015		201	0	205366	4.28	
	21/08/2015		171	0	205537	4.28	
	22/09/2015		4854	0.1	210391	4.38	
	9/10/2015		949	0.02	211340	4.4	
	16/10/2015		700	0.01	212040	4.42	
	30/10/2015		200	0	212240	4.42	
	6/11/2015		300	0.01	212540	4.43	
20/11/2015	600	0.01	213140	4.44			
27/11/2015	432	0.01	213572	4.45			
25/12/2015	1116	0.02	214688	4.47			
31/12/2015	375	0.01	215063	4.48			
8/1/2016	549	0.01	215612	4.49			
15/01/2016	388	0.01	216000	4.5			
12/2/2016	1004	0.02	217004	4.52			
19/02/2016	292	0.01	217296	4.53			

RICHIRICH INVENTURES LTD

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
			26/02/2016	327	0.01	217623	4.53
			4/3/2016	500	0.01	218123	4.54
			11/3/2016	400	0.01	218523	4.55
			31/03/2015	0	0	218523	4.55
6	At the end of the year	Manoj Jain	4/1/2015	400	0.01	400	0.01
	At the beginning of the year		Nil	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year		31/03/2016	0	0	400	0.01
7	At the beginning of the year	Rajkanwar Jain	1/4/2015	215245	4.48	215245	4.48
	Date wise Increase / Decrease in Promoters Shareholding during the year		8/5/2015	820	0.02	216065	4.5
			15/05/2015	150	0	216215	4.5
			5/6/2015	100	0	216315	4.51
	At the end of the year		31/03/2016	0	0	216315	4.51
8	At the beginning of the year	Kalpesh Jain HUF	1/4/2015	24800	0.52	24800	0.52
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	24800	0.52
9	At the beginning of the year	Renu Ashok kumarji Jain	1/4/2015	128060	2.67	128060	2.67
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	128060	2.67
10	At the beginning of the year	Rajul Jawaharlal Jain	1/4/2015	600	0.01	600	0.01
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	600	0.01
11	At the beginning of the year	Kalpesh Ashok kumarji Jain	1/4/2015	77856	1.62	77856	1.62
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	77856	1.62
12	At the beginning of the year	Harsha Jawaharlal Jain	1/4/2015	400	0.01	400	0.01
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	400	0.01
13	At the beginning of the year	Krutika Ashok kumarji Jain	1/4/2015	87550	1.82	87550	1.82
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	87550	1.82
14	At the beginning of the year	Vaibhav Manoj Jain	1/4/2015	6850	0.14	6850	0.14
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	0	0	6850	0.14
15	At the beginning of the year	Shivani Jain	1/4/2015	18900	0.39	18900	0.39
	Date wise Increase / Decrease in Promoters Shareholding during the year		Nil	Nil	Nil	Nil	Nil
	At the end of the year		31/03/2016	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	01/04/2015	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			31/03/2016	0	0.00	157623	3.28
2	At the beginning of the year	12013300 00317041	Balmukund Nathulaji Gattani HUF	01/04/2015	81447	1.70	81447	1.70
	Date wise Increase / Decrease in Promoters Shareholding during the year.			NIL	NIL	NIL	NIL	NIL
	At the end of the year			31/03/2016	0	0.00	81747	1.70
3	At the beginning of the year	IN3008291 0904940	Vikram J. Mehta	01/04/2015	71464	1.49	71464	1.49
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2016	0	0.00	71464	1.49
4	At the beginning of the year	12012100 00052974	Saroj Bafna	01/04/2015	65168	1.36	65168	1.36
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2016	0	0.00	65168	1.36
5	At the beginning of the year	IN3000791 0031718	Vora Constructions Limited	01/04/2015	56689	1.18	56689	1.18
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2016	0	0.00	56689	1.18
6	At the beginning of the year	IN3032121 0006352	Peekay Holdings Pvt Ltd	01/04/2015	56000	1.17	56000	1.17
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2016	0	0.00	56000	1.17
7	At the beginning of the year	12027000 00125724	My Shares And Stock Brokers Private Limited	01/04/2015	55573	1.16	55573	1.16
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2016	0	0.00	55573	1.16

RICHIRICH INVENTURES LTD

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 00614662	K Ashok Mehta	01/04/2015	53606	1.12	53606	1.12
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	Nil
	At the end of the year			31/03/2016	0	0.00	53606	1.16
9	At the beginning of the year	120494000 0001592	Krutika Ashokkumar Jain	01/04/2015	87550	0.95	87550	0.98
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2016	0	0.00	87550	0.98
10	At the beginning of the year	IN300513 14516172	Nehal Dharmendra Kapadia	01/04/2015	46299	0.96	46299	0.96
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2016	0	0.00	46299	0.96
11	At the beginning of the year	120169000 0004798	Sapna Piyush Chhajed	01/04/2015	45450	0.95	45450	0.95
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2016	0	0.00	45450	0.95
12	At the beginning of the year	IN300773 10037064	Radico Exports Pvt Ltd	01/04/2015	44900	0.94	44900	0.94
	Date wise Increase / Decrease in Promoters Shareholding during the year.			Nil	Nil	Nil	Nil	
	At the end of the year			31/03/2016	0	0.00	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 (31/03/2015)		Cumulative Shareholding during the year (31/03/2016)	
				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	1/4/2015	328177	6.84	328177	6.84
	Date wise Increase/Decrease in Promoters Shareholding during the year.		NIL	Nil	Nil	Nil	
	At the end of the year		31/03/2016	0	0	328177	6.84

RICHIRICH INVENTURES LTD

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 (31/03/2015)	0	393987	0	0
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	0
Change in Indebtedness during the financial year				
* Addition	0	30,00,000	0	0
* Reduction	0	33,93,780	0	0
Net Change	0	-3,93,780	0	0
Indebtedness at the end of the financial year				
i) Principal Amount (31/03/2016)	0	207	0	0
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	207	0	0

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	Sitting Fees & Reimbursement of Mediacaal Expense	14465	25000
	Total (A)	14465	25000
	Ceiling as per the Act	42,00,000 p.a.	42,00,000 p.a.

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		Ashok Jain	Sumit Saurabh	Vikram Singh Bhati	
1	Independent Directors				
	Fee for attending board committee meetings				
	Commission	0	0		0
	Others, please specify	0	0		0
	Total (1)	0	0		0
2	Other Non-Executive Directors				
	Fee for attending board committee meetings	25000	10000	10000	45000
	Commission	0	0		0
	Others, please specify	0	0		0
	Total (2)	0	0		0
	Total (B)=(1+2)	25000	10000	10000	45000
	Total Managerial Remuneration	25000	10000	10000	45000

Maximum Ceiling Not Exceeding Rs. 1,00,000/- per Meeting.

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

VII. **PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL**

Form No. MR-3
SECRETARIAL AUDIT REPORT
For the financial year ended on 31st March, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
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, 2016 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 **Company** for the financial year ended on 31st March, 2016 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) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following 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, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the audit period);**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the audit period);**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period);**
 - (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; **(Not applicable to the Company during the audit period);**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period);**
- (vi) The Company has identified the laws specifically applicable to the Company:
 - (a) Shop & Establishment Act
 - (b) Income Tax Act, 1961 and Indirect Tax Laws

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 Bombay 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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

The changes in the composition of the board of Directors that took place during the period under review were carried out in compliance with the provision of the Act that Form DIR 12 was filed with in time for appointment of Independent Directors

We further report that as per section 203 of the Companies Act, 2013 the Company have not appointed any Key Managerial Personnel. However, the as per the explanations given to us the Company has not appointed Company Secretary as the Company's share Capital is less then Rs. 5 Crores.

Adequate notice is given to all directors to Schedule the Board Meeting agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeing and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting

All decision at Board Meeting and Committee are carried out unanimously as recorded in the minutes of the meeting of the Board of Director or Committee of the Board at the Meeting.

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

Date: 15th June, 2016
Place: Mumbai

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

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

Annexure A to the Secretarial Audit 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.

Date: 15th June, 2016

Place: Mumbai

For M. S. KAYAMKHANI & ASSOCIATES

Company Secretaries

Sd/

Mohd Shakeel Kayamkhani

Proprietor

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. As a Company, which believes in implementing Corporate Governance practices that go beyond just meeting the Letter of Law, our Company not only meets the requirement of the companies Act, 2013 ("The Act") but however mandated elements of SEBI LODR Regulations relating to the Corporate Governance is not applicable to our 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	4	Yes	0
Renu Jain	Executive	4	Yes	1
Ashok M Chhajed	Executive	4	Yes	0
Sumit Saurabh	Independent	3	Yes	0
Vikram Singh Bhati	Independent	3	Yes	0

Four Board meetings held during the year on **29/05/2015, 25/07/2015, 30/10/2015, and on 20/01/2016.**

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 Sumit Saurabh	Independent	Chairman	3
Shri Ashok M Chhajed	Executive	Member	3
Shri Vikram Singh Bhati	Independent	Member	3

The Committee met on **24/07/2015, 29/10/2015 and 19/01/2016** during the year.

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 M Chhajed	Executive	Chairman	3
Shri Vikram Singh Bhati	Independent	Member	3
Shri Sumit Saurabh	Independent	Member	3

The Committee met on 24/07/2015, 29/10/2015 and 19/01/2016 during the year.

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:

After compulsory Demat the physical transfers have reduce substantially. No major Share transfer or Investor's complaint were pending as on 31.03.16. Company's **73.92 % of the** paid-up equity share capital has been dematerialized up to 31-03-16.

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 24/07/2015, 29/10/2015 and 19/01/2016 during the year.

Name of Director	Category	Position	No. of Meeting Attended
Shri Ashok Jain	Non Executive	Chairman	4
Shri Ashok Chhajed	Executive	Member	4
Shri Sumit Saurabh	Independent	Member	3

General Body Meeting:

Details of the last three Annual General Meetings held

Year	Location	Date	Time
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.			
2014-15	at Regd office	29/09/2015	12.00PM

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 schedule 16 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.

8. COMPLIANCE OFFICER

As required by the SEBI (Listing Obligations and Disclosure Requirements), 2015 the Company has appointed Mr. Abhishek Kumar Mishra as the Compliance Officer. Email address of Compliance Officer is richagro@yahoo.co.in.

A. Complaint Status for the year 01/04/2015 to 31/03/2016 (Equity Shares)

Category	No. of Received Complaints	No. of Complaints resolved	No. of Complaints Pending
Delay In Transfer of share	1	1	NIL
Non receipt of Share/Dividend	NIL	NA	NIL
Delay/Non receipt in issue of duplicate shares	NIL	NA	NIL
Delay/Non receipt of Annual Report	NIL	NA	NIL
Delay/Non receipt of shares in the account by the Broker	NIL	NA	NIL
Delay/Non payment of the sale proceeds by the broker	NIL	NA	NIL
Others	NIL	NA	NIL
Total	1	1	NIL

9. 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.

10. Means of Communication:

The quarterly, half yearly financial results are published in English & Regional newspapers and also furnished to the Stock Exchange with whom the Company has Listing arrangements to enable them to put them on their website. The Company has its own website i.e. www.richirichinventures.com wherein all relevant information along with the financial results & shareholding patterns are available. The Management Discussion & analysis, forms part of Director's Report is covered in Annual Report.

11. General Shareholders Information:

- a) Date, time and venue of AGM: **On 29th September, 2016 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, 2016 to Tuesday 15th September 2016 (both days inclusive).
- c) Financial Calendar : 2016-2017 (tentative)
- 1st Quarter Results ending June 30, 2016 : Last week of July, 2016.
- 2nd Quarter Results ending September 30, 2016 : Last week of October, 2016.
- 3rd Quarter Results ending December 31, 2016 : Last week of January, 2017.
- 4th Quarter Results ending March 31, 2017 : Last week of April, 2017.
- Annual General Meeting for the year ending March 31, 2017 : Before end September, 2017.
- d) Corporate Identity No.:- L65990MH1986PLC039163
- e) The share of the company is listed on the "Bombay Stock Exchange".
- f) BSE Stock Code: 519230
- g) ISIN Code of company's Share is INE 102C01020

h) Market Price Data: Traded at BSE (Period April 2015 to March 2016) (In Rs.)

	Apr	May	June	July	Aug.	Sept	Oct	Nov	Dec	Jan	Feb	March
High	4.41	4.96	5.18	4.41	5.00	4.50	4.65	4.60	4.23	4.35	4.23	3.85
Low	3.20	4.25	3.60	3.67	3.98	3.90	3.80	3.99	3.73	3.80	3.61	3.42

12. a) **Registrar & Share Transfer Agent:**

Adroit Corporate Services P Ltd
 Jafferbhoy Ind. Estate Makawana 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 31-03-2016.

No. of Equity Shares	Share holders		No. of Shares	
	Number	% of Holders	Number	% of Shares
0-100	1878	40.74	177105	03.69
101-500	1993	43.23	606466	12.63
501-1000	459	9.96	358488	07.47
1001-2000	113	2.45	180348	3.76
2001 and above	167	3.62	3477593	72.45
Total	4610	100.00	4800000	100.00

Categories of Shareholders as on 31.03.2016

Category	31.03.2016	
	% of Shareholding	No. of Shares
Promoters/Associates	22.54	1081943
Individuals	62.13	2982285
Domestic Companies	6.76	324301
Director & Relative	8.55	410471
Clearing Members	0.02	1000
TOTAL	100	4800000

On the basis of category		
Category	No. of Shares held	% of total shares
Promoters/Associates	1081943	22.54
Public	3718057	77.46
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 Bombay Stock Exchanges"
2. Listing fees to Bombay Stock Exchange have been paid up to 2016-17.

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 to explore new business opportunities.

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 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 the activities of the company are yet to settle.

B. Opportunities:

As stated above, the company with the available resources 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.

Secretarial 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 by the RICHIRICH INVENTURES LIMITED for the year ended 31st March 2016 as stipulated in Chapter IV of Securities & Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination has been limited to procedures and implementation thereof, 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, and the representation made by the Directors and Management, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provision as specified in Chapter IV of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with Stock Exchanges.

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 **M/s. M.S. KAYAMKHANI & ASSOCIATES**

Company Secretaries

CS Mohd Shakeel Kayamkhani

Proprietor

ACS No. 27495

C.P. No. 11607

Place: Mumbai

Date: 15/06/2016

Note: Company need not to require submitting Corporate Governance Report due to neither company paid up capital more than 10 Cr. nor net worth more than 25 Cr. hence this report issued for Company demand only, not the part of compliance under (Listing Obligation and Disclosure Requirements) Regulation 2015. Therefore we are not responsible for any Compliance formality in future.

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

Report on the Financial Statements

I have audited the accompanying financial statements of **RICHIRICH INVENTURES LIMITED** ("the Company"), which comprises the Balance Sheet as at 31st March, 2016, and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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 the accounting principles generally accepted in India, including the 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

My responsibility is to express an opinion on these financial statements based on my audit. I have taken into account 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. I conducted my audit in accordance with the Standards on Auditing specified under section 143(10). Those standards require that I comply with ethical requirements and plan and 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 statements. 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.

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

Opinion

In my opinion and to the best of my 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, 2016.
- b) In the case of the Statement 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

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2. As required by section 143(3) of the Act, we report that:
 - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit;
 - b) in my 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.
 - 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 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of section 164(2) of the Act.
 - f) With respect to the other matters included in the Auditor's Report and to my best of my information and according to the explanations given to me:
 - 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

For Deepak SL Agarwal & Co
Chartered Accountants
Deepak Agarwal
Proprietor
Mem. No. 110579
FRN 123094W

Place: Mumbai
Date: 21/05/2016

“ANNEXURE A” TO THE INDEPENDENT AUDITOR’S REPORT

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016

1. (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 by the management in a phase manner, designed to cover all the items over a period of three years, which in my opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed assets has been physically verified by the management during the year and no materials discrepancies between the books records and the physical fixed assets have been noticed.

(c) The Company does not have any immovable properties, So question of title deeds does not arise.
2. The Company does not have inventory during the year. Hence this clause is not applicable to the Company.
3. The Company does not granted any secured or unsecured loans to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provision of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.
4. In my opinion and according to the information and explanations given to me, the company has complied with the provision of section 185 to 186 of the Companies Act, 2013 On respect of loans, investments guarantees, and security.
5. The Company has not accepted any deposit from the public and hence the directives issued by the Reserve Bank of India and the provisions of section 73 and 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from public are not applicable.
6. As informed to me, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
7. (a) According to information and explanations given to me and based on the basis of my examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-tax, Sales tax, Service tax, Duty of Custom, Duty of Excise, Value added tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to me, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for the period more than six months from the date on when they become payable.

(b) According to the information and explanation given to me, there are no dues of income tax, sales tax, duty of custom, duty of excise value added tax outstanding on account of any dispute.
8. In my opinion and according to information and explanations given to me, the Company has not defaulted in the payment of due to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of public offer or further public including debt instruments and term Loans.

Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10. Based upon the audit procedures performed and the information and explanation given by the management, I report that no fraud by the Company by its officers or employees has been noticed or reported during the year.
11. Based upon the Audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
12. In my opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
13. In my opinion, all transaction with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the Information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. In my Opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1935 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Deepak SL Agarwal & Co
Chartered Accountants
Deepak Agarwal
Proprietor
Mem. No. 110579
FRN 123094W

Place: Mumbai
Date: 21/05/2016

BALANCE SHEET AS AT 31/03/2016

	Sch. No.	AS AT 31/03/2016 (Rs.)	AS AT 31/03/2015 (Rs.)
Equity and Liabilities			
(1) Shareholder's Funds			
(a) Share Capital	2	2,40,00,000	2,40,00,000
(b) Reserves and surplus	3	(47,44,325)	(49,29,870)
(c) Money received against share warrants		-	-
(2) Share Application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long –Term Borrowings	4	207	393987
(b) Deferred Tax Liabilities		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provision		-	-
(4) Current Liabilities			
(a) Short-Term Borrowings		-	-
(b) Trade Payables		-	-
(c) Other Current Liabilities	5	2,89,150	3,04,727
(d) Short-Term Provision		-	-
Total Rs.		<u><u>1,95,45,032</u></u>	<u><u>1,97,68,844</u></u>
Assets			
(1) Non-current assets			
(a) Fixed Assets			
(i) Tangible assets	6	1,42,218	1,14,994
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current Investments	7	2,50,000	-
(c) Deferred Tax Assets (Net)		-	-
(d) Long Term Loans and Advances	8	18,74,224	47,32,560
(e) Other Non-current Assets		-	-
		<u>22,66,442</u>	<u>48,47,554</u>
(2) Current Assets			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables		-	-
(d) Cash and Bank Balance	9	6,42,357	49,333
(e) Short-Term Loans and Advances	10	1,66,36,233	1,48,71,956
(f) Other Current Assets		1,72,78,590	1,49,21,289
Total Rs.		<u><u>1,95,45,032</u></u>	<u><u>1,97,68,843</u></u>

Significant Accounting Policy and notes to Accounts as per our report of even date.

1

For DEEPAK SL AGARWAL & CO
Chartered Accountants
FRN 123094W

for and on behalf of Board of Directors of
RICHIRICH INVENTURES LIMITED

CA Deepak Agarwal
(Proprietor)

M No. 110579
Date: 21/05/2016
Place: Mumbai

<p>Sd/- (Ashok Chhajed) Managing Director DIN 02336676</p>	<p>Sd/- (Renu Jain) Director DIN 00094290</p>	<p>Sd/- (Abhishek Mishra) Chief Financial Officer</p>
---	--	--

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31/03/2016

	SCH. NO.	YEAR ENDED 31ST MARCH, 2016 (Rs.)	YEAR ENDED 31ST MARCH, 2015 (Rs.)
Income			
Revenue from Operations		-	-
Other Income	11	1,983,123	1,946,168
Total Revenue(I +II)		<u>1,983,123</u>	<u>1,946,168</u>
Expenses		-	-
Cost of Materials Consumed		-	-
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee Benefit Expenses	12	393,572	241,129
Finance Cost	13	1,119	1,933
Depreciation and Amortization Expense	6	30,429	13,319
Other Expenses	14	1,197,919	969,976
Total Expenses		<u>1,623,039</u>	<u>1,226,357</u>
Profit Before Exceptional and Extra-ordinary Item and Tax		360,084	719,811
Less: Loss on sale of fixed Assets		7,648	-
Profit after exceptional and Extra-Ordinary Items and Before Tax		352,436	719,811
Tax Expense			
Current Tax		95546	-
Tax of Prior Period		71345	-
Deferred Tax		-	-
		<u>185,545</u>	<u>719,811</u>
Profit/Loss for the period			
Earning per Equity Share	15		
(1) Basic		0.08	0.15
(2) Diluted		0.07	0.15
Significant Accounting Policies	1		
Notes on Financial Statements	2-18		

Significant Accounting Policy and notes to Accounts as per our report of even date.

1

For DEEPAK SL AGARWAL & CO
Chartered Accountants
FRN 123094W
CA Deepak Agarwal
(Proprietor)
M No. 110579
Date: 21/05/2016
Place: Mumbai

**for and on behalf of Board of Directors of
RICHIRICH INVENTURES LIMITED**

Sd/- (Ashok Chhajed) Managing Director DIN 02336676	Sd/- (Renu Jain) Director DIN 00094290	Sd/- (Abhishek Mishra) Chief Financial Officer
--	---	--

CASH FLOW STATEMENT for the year ended March 31, 2016

S.No.	PARTICULARS		2015-16		2014-15
		RS	RS	RS	RS
I	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>				
	Net Profit/Loss After Taxation	1,85,545		7,19,811	
Add:	Adjustment for Extra Ordinary Items	7,648		-	
Add:	Public Issue W/off	-		-	
Add:	Depreciation	30,429		13,319	
Less:	Non Operating Income				
	Financial Income	-		-	
	Interest Income	-		-	
	Interest on Fixed Deposit with Bank	-		-	
	Foreign Exchange Fluctuation	-		-	
Add:	Non Operating Expenses	-		-	
	Operating Profit before change in Working Capital	2,23,622		7,33,130	
Less:	Changes in Working Capital				
	(Increase)/Decrease In Working Capital	6,84,702	9,08,324	(12,74,010)	(5,40,880)
	Net Cash flow from Operating Activities	A	908324		(5,40,880)
II	<u>CASH FLOW FROM INVESTING ACTIVITIES</u>				
	Interest Income	-			
	Investment in Mutual Fund	(2,50,000.00)			
	Sale of Fixed Assets	400.00			
	Investment in Fixed Assets	(65,700)		(83,000)	
	Sale of Investments	-			
III	Net Cash flow from Investing Activities	B	(3,15,300)		(83,000)
	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>	C	-	-	-
	Net Cash flow from Financing Activities				
	Net Increase in Cash & Cash Equivalents (A+B+C)	5,93,024			-6,23,880
	Cash & Cash Equivalents at the beginning of the year	49,333			6,73,213
	Cash & Cash Equivalents at the end of the year	6,42,357			49,333

For DEEPAK SL AGARWAL & CO
Chartered Accountants
FRN 123094W
CA Deepak Agarwal
(Proprietor)
M No. 110579
Date: 21/05/2016
Place: Mumbai

for and on behalf of Board of Directors of
RICHIRICH INVENTURES LIMITED

Sd/- (Ashok Chhajed) Managing Director DIN 02336676	Sd/- (Renu Jain) Director DIN 00094290	Sd/- (Abhishek Mishra) Chief Financial Officer
--	---	--

SCHEDULE : 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 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 2016. 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.

**for and on behalf of Board of Directors of
RICHIRICH INVENTURES LIMITED**

Sd/- (Ashok Chhajed) Managing Director DIN 02336676	Sd/- (Renu Jain) Director DIN 00094290	Sd/- (Abhishek Mishra) Chief Financial Officer
---	--	---

SCHEDULE ANNEXED FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2016

Schedule 2. SHARE CAPITAL

Particulars	As at 31/03/2016	As at 31/03/2015
	(Rs.)	(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

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

Particulars	Equity Shares	
	As at 31/03/2016	As at 31/03/2015
	Nos.	Nos.
Shares at the beginning of the year	4,800,000	4,800,000
Shares issued during the year	-	-
Shares at the end of the year	4,800,000	4,800,000

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

Name of Shareholder	Equity Shares			
	As at 31/03/2016		As at 31/03/2015	
	Nos.	% of holding	Nos.	% of holding
Ashok Mohan raj Chhajed	328177	6.84%	328177	6.84%

Schedule 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

Schedule 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.

Schedule 3. RESERVES AND SURPLUS

Particulars	As at 31/03/2016		As at 31/03/2015	
	(Rs.)		(Rs.)	
Profit and Loss Account				
As per last Balance Sheet	(49,29,870)		(44,08,009)	
Add: Net Profit for the current year	1,85,545	(47,44,325)	7,19,811	(36,88,198)
Less : Depreciation of earlier years (ref note 6)			(12,41,672)	
Total		(47,44,325)		(49,29,870)

SCHEDULE ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2016

Schedule 4. LONG TERM BORROWINGS

Particulars	As at 31/03/2016	As at 31/03/2015
Unsecured		
From Director	207	3,93,987
Total Rs.	207	3,93,987

Schedule 5. OTHER CURRENT LIABILITIES

Particulars	As at 31/03/2016	As at 31/03/2015
Liabilities For expenses	2,73,146	3,04,727
Statutory Liabilities	16,004	-
Total Rs.	2,89,150	3,04,727

Schedule 6. FIXED ASSETS

Particulars	Gross Block				Depreciation				Net Block	Net Block
	Op. Bal	Add	Ded	Total Rs.	As on 1/04/2015	For the year	Deduction	Total Rs.	As on 31.03.16	As on 31.03.15
Office Equipment	2,86,946	32,700	286,946	32,700	276,335	5,638	278,898	3,075	29,625	10,611
Computer & software	-	33,000	-	33,000	-	7,014	-	7,014	25,986	-
Motor Bike	23,500		-	23,500	16,752	2,791	-	19,543	3,957	6,748
Split Air-Conditioner	27,000		-	27,000	9,529	5,130	-	14,659	12,341	17,471
Motor Car	83,000	-	-	83,000	2,835	9,856	-	12,691	70,309	80,165
Total Rs.	4,20,446	65,700	286,946	199,200	305,452	30,429	278,898	56,982	142,218	114,994
Previous Year	5,923,846	83,000	-	6,006,846	4,636,860	1,254,991	-	5,891,851	114,995	1,286,984

Schedule 7. Non-Current Investments

Particulars	As at 31/03/2016	As at 31/03/2015
Investment in Mutual Fund	2,50,000	-
	2,50,000	-

Schedule 8. LONG TERM LOANS AND ADVANCES

Particulars	As at 31/03/2016	As at 31/03/2015
Unsecured, Considered Good		
Loans & Advances to Others	17,59,000	40,02,780
Advance Income Tax & TDS (net of Provision)	1,15,224	7,28,525
Security Deposits	-	1,255
Total Rs.	18,74,224	47,32,560

SCHEDULE ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2016

Schedule 9. CASH AND CASH EQUIVALENTS

Particulars	As at 31/03/2016	As at 31/03/2015
Other		
Balance with Bank on Current Accounts	6,06,317	12,946
Cash in Hand	36,040	36,287
Total Rs.	6,42,357	49,333

Schedule 10. SHORT TERM LOANS AND ADVANCES

Particulars	As at 31/03/2016	As at 31/03/2015
Unsecured, Considered Good		
Loans & Advances to Other	1,66,36,233	1,48,71,956
Total Rs.	1,66,36,233	1,48,71,956

Schedule 11. OTHER INCOME

Particulars	Year Ended 31/03/2016	Year Ended 31/03/2015
Finance Income	1,945,140	16,48,726
Interest on Income tax refund	37,983	23,442
Other Income	-	2,74,000
Total Rs.	1,983,123	19,46,168

Schedule 12. EMPLOYEE BENEFIT EXPENSES

Particulars	Year Ended 31/03/2016	Year Ended 31/03/2015
Salaries & Bonus to Staff	347,100	2,03,803
Staff Welfare Expenses	46,472	37,326
Total Rs.	3,93,572	2,41,129

Schedule 13. FINANCE COSTS

Particulars	Year Ended 31/03/2016	Year Ended 31/03/2015s
Bank Charges	1,119	1,933
Total Rs.	1,119	1,933

Schedule 14. OTHER EXPENCES

Particulars	Year Ended 31/03/2016	Year Ended 31/03/2015
Audit Fees	40,000	47,500
Advertisement Expenses	75,354	27,551
Business Promotion	22,768	28,352
Car Insurance	5,148	-
Conveyance & Travelling Expenses	68,304	75,843
Depositary Expenses	68,421	48,153
Director Sitting Fees	70,000	50,000
Donation	1,000	-
Electricity Charges	40,700	22,904
Misc Expenses	20,288	23,011
Office Expenses	7,192	3,474
Listing Fees	224,720	1,12,360
Meeting Expenses	10,703	12,775
Postage and Courier Charges	30,140	38,758
Printing & Stationary	235,015	1,43,366
Legal, Professional & Consultancy Charges	163,280	2,08,112
Repairs & Maintenance	65,435	46,259
Telephone Exp.	41,951	34,058
Professional tax	7,500	47,500
Total Rs.	1,197,919	969,976

Schedule 15. EARNINGS PER SHARE

Particulars	Year Ended 31/03/2016	Year Ended 31/03/2015
Net Profit before Extraordinary item and tax (a)	360,084	7,19,811
Weighted average no. of equity shares of face value Rs.5 (b)	4,800,000	48,00,000
Basic Earnings Per Share in Rs. (a)/(b)	0.08	0.15
Net Profit after Extraordinary item and tax (a)	352,436	7,19,811
Weighted Average No. of Equity Shares of Face value of Rs. 10 (b)	4,800,000	48,00,000
Basic Earnings Per Share in Rs. (a)/(b)	0.07	0.15

Schedule 16. 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. 2015-16	F.Y. 2014-15
Mr. Ashok A Jain	Sitting Fees	25,000	25,000
Mrs. Renu Jain	Sitting Fees	25,000	25,000

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

Schedule 17 : 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

Schedule 18:

Figure for the previous year have been regrouped / rearranged wherever considered necessary to conform to this year classification.

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

30th 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 30th 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 Thursday 29th September, 2016 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 31st March,2016		
02.	Re-appointment of Shri Ashok M Chhajer who retires by rotation		
03.	Appointment of Auditors and fixing their remuneration		
04.	Donation to Charitable Institution		

*Applicable for investors holding shares in electronic form

Signed thisday of September 2016. 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 30th 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

30th 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	
---	--

I hereby record my presence at the **30th 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 Thursday, the 29th September, 2016 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, 2016. The procedure for e-voting has been mentioned in the Notice of the Company.

Form No. MGT- 12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	:	RICHIRICH INVENTURES LIMITED
CIN	:	CIN-L65990MH1986PLC039163
Registered Office	:	G-1, Madhu Milan Building, Ground Floor, H. M. Patil, Shivaji Park, Dadar (West) Mumbai - 400 005
Telephone	:	022 - 24464151
Email	:	richagro@yahoo.co.in
Website	:	www.richirichinventures.com

BALLOT PAPER

Sr.No.	Particulars	Details
1	Name of the first named Shareholder (In Block Letters)	
2	Postal address	
3	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	Adoption of audited financial statements for the year ended 31st March, 2016			
2	No dividend declared on equity shares for the financial year ended March 31, 2016.			
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	Appointment of M/s JPJ Associates Chartered Accountants, as Statutory Auditors of the company.			

Place:

Date:

(Signature of the shareholder*)

- 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, 2016 (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, 2016 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, M/s M.S. KAYAMKHANI & ASSOCIATES, 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, 2016. 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.

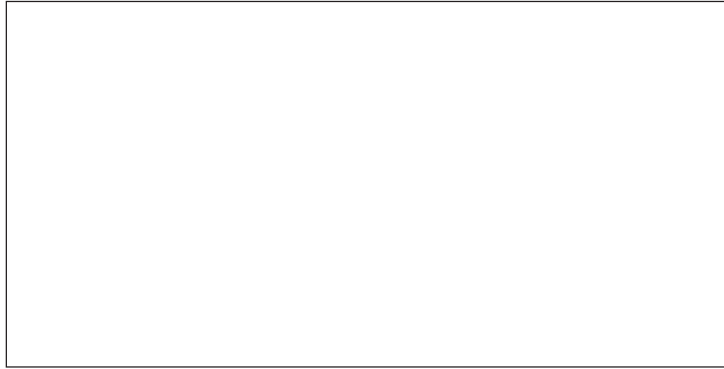
Members are therefore requested to kindly furnish the details as here under to the Company's Registrar & Share Transfer Agents. At following address:

: 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