RISHI TECHTEX

Rishi Techtex Limited

34th Annual Report 2017-18

Resolve. Reweave. Repeat.

Agro-tech • Pack-tech • Geo-tech • Protect-tech • Build-tech

Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to fully appreciate our prospects and take informed investment decisions. This report and other communique - written and oral - that we periodically make, contain forward-looking statements that set our anticipated results based on management plans and assumptions. We have tried, whereever possible, to identify such statements by using words such as ‘anticipate’, ‘expect’, ‘project’, ‘intend’, ‘plan’, 'believe' and words of similar substance in connection with any discussion of future performance.
We cannot, of course, guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. Achievement of results is subject to risks, uncertainties, and potentially inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.
We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Contents

At a Glance

Our Inception

1984

Our Expertise

- Agritech
- Packtech
- Protect-tech
- Buildtech
- Geotech

Our USP

- Custom Solutions
- Quality Leadership
- Performance Innovations

Our Global Presence

USA | South America | Middle East | Africa | UK

Our Quality Certificate

BIS IS 16008

(For agritextile shade nets)

Our Domestic Footprint

Maharashtra
Haryana
Punjab
Rajasthan
Odisha
Himachal Pradesh

BOARD OF DIRECTORS

Mr. Abhishek Patel - DIN (05183410)
(Managing Director)

Mr. Pranav J. Patel - DIN (00171387)
(Director)

Mr. Arvind N. Nopany - DIN (00148521)
(Director)

Mrs. Sheela Ayyar - DIN (06656579)
(Director)

COMPANY SECRETARY

Ms. Nidhi Shah	-	Upto 10th October, 2017
Ms. Gauri Gangal	-	From 11th October, 2017

AUDITORS

B.D.Jokhakar & Co.
8-Ambalal Doshi Marg,
Fort, Mumbai- 400 001

BANKERS

Canara Bank,
Tamarind Lane Branch,
Calcot House, Fort,
Mumbai – 400 023.

REGISTRARS AND TRANSFER AGENTS

Adroit Corporate Services Pvt. Ltd.,
17/20, Jaferbhoy Industrial Estate,
1st Floor, Makwana Road,
Marol Naka, Andheri (E),
Mumbai – 400 059.

REGISTERED OFFICE

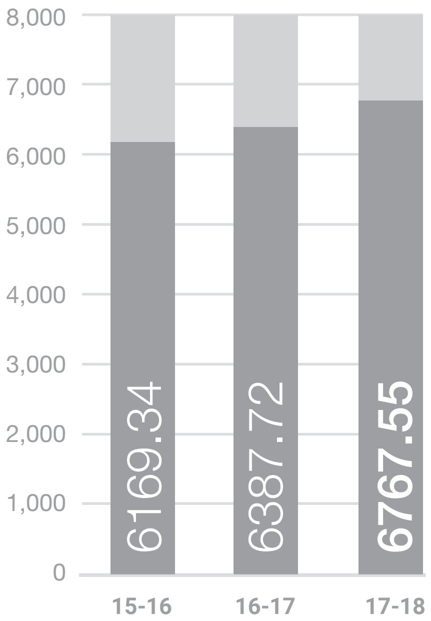
612, Veena Killedar Industrial Estate,
10/14, Pais Street, Byculla (W),
Mumbai – 400 011.

WORKS

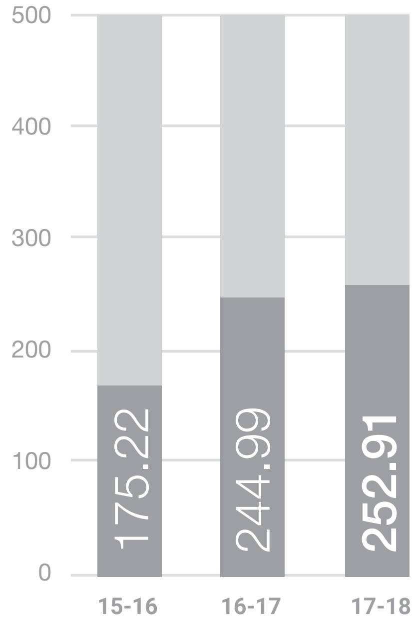
1.Causeway Road,
Village Kachigam, Taluka Daman
Union Territory of Daman & Diu
2. Plot No. 2910, Shade No. E,
Near Divyesh Chemical,4th Phase,
JIDC, Vapi- 396195

Performance Metrics

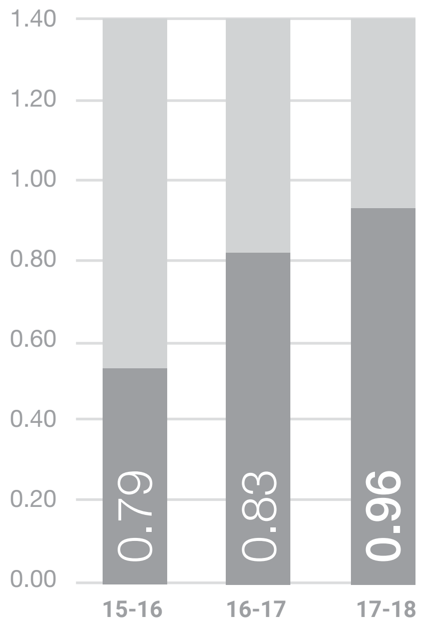
Revenue (₹ Lac)



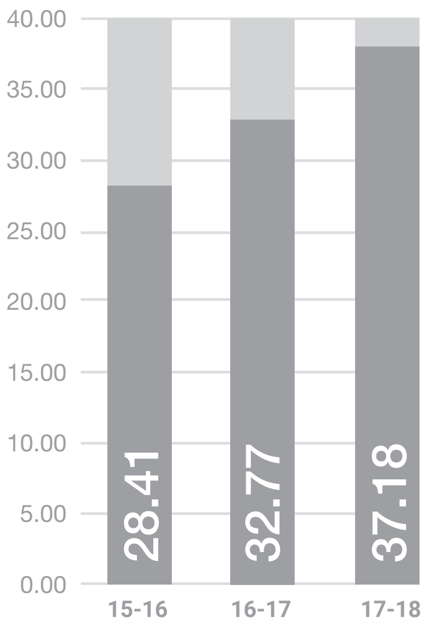
PAT (₹ Lac)



Debt-Equity Ratio



ROCE (%)



Key Highlights

EBIDTA Margin

9.29%

(Increase of 10% over FY17)

Debt-Equity Ratio

0.96

(Increase of 15.6% over last year)

Book Value Per Share

₹30.16

(Increase of 9.75% over FY17)

Reserves and Surplus

₹1489.98 lac

(Increase of 20.27% over FY17)

Mission & Principles

MISSION

To manufacture world-class technical textiles that give our customers a competitive advantage through superior quality, state-of-the-art technology and continuous innovation.

Our three-pronged mission aims to create value for our customers, stakeholders and employees:

- A competitive edge for customers by providing superior technical textile solutions through state-of-the-art technology and continuous innovation.
- Stakeholder advantage through business excellence, responsible performance and prudent investments
- Employer of choice

PRINCIPLES

CUSTOMER CENTRICITY:

We **build trust** by delivering exceptional value to our customers

INNOVATION:

We **continuously improve** our products and solutions through R&D and innovation

TRANSPARENCY:

We are **open, honest and accountable** in our relationships with everyone, both internally and externally

RESPONSIBILITY:

We **practice global standards** of worker and human resource welfare and act responsibly as an integral part of the society

MESSAGE FROM THE MANAGING DIRECTOR

"At Rishi Techtex, we envisage a world where we are prepared to propel the business with a science-driven professional culture and R&D philosophy."

FOCUS, FITNESS & FORESIGHT.

Dear Shareowners,

In today's complex and uncertain times, driving business with stability and certainty is a key challenge. How do we address this? By keeping a laser focus on what we are good at, shedding inefficient ways, improving business processes and creating a future-ready organisation driven by innovation and research. It gives me great pleasure to share, in FY 18, my third year at the helm, we made significant progress towards accomplishing this four-pronged strategy.

At a geo-political level, the past year witnessed continued escalation of a nationalistic rhetoric across the globe. This was compounded by economic sanctions from multiple trade blocks, increased threats of military aggression and economic penalties due to political differences. On the domestic front, India Inc. has been adjusting to two recent policy initiatives – demonetisation and Goods and Services Tax (GST). While these two reforms have infused a sense of transparency and accountability, additional legislations on debt resolution, benami property and digital footprints have driven compliance and fostered a whole new business culture. This global milieu and local policy-led transparency, will unlock India Inc.'s true potential. It will give a thrust to honest and innovative local businesses that were trailing behind thus far due to the inability to cope with undue state intervention, policy manipulation and skewed favouritism. Thus, continued tepid global growth makes India an attractive emerging market.

How are these factors relevant to us today? Moving forward, the business world will have greater clarity, owing to policy neutrality and transparent conduct. However, running a business will become even more complex. In today's technology-driven disruptive world, we need to stay competitive, lean and nimble, aided by innovation, speed and a new-age entrepreneurial approach.

At Rishi Techtex, we envisage an organisation that propels business on the foundation of a science-driven professional culture and R&D philosophy. Light manufacturing, innovative product development, building trusted premium brands in the technical textile space and creating value for stakeholders, will be the key pillars providing impetus in our next phase of growth.

Rigour, resilience and reliability

In the past 36 months, we have focused on getting aligning our business vision to become a high-value specialty, science-led, technical textile company. Towards this vision, we have concentrated our efforts on building fitness – moving away from low-end (margins)-high-volumes and mass manufacturing, to high-value R&D-led premium products, quality manufacturing, outsourcing and superior product efficacy. Today, our products combine chemical science innovations and smart technology to deliver solutions for a better, safer and more efficient world.

In FY 17-18, we achieved a topline of ₹6767.55 lac as compared to ₹6387.72 lac of the previous year. Our PAT stood at ₹252.91 lac against ₹244.99 lac last year. While the market is still recovering from the aftermath of the GST Act and demonetisation, our ability to maintain topline and profitability margins demonstrates the vigour of our business strategy. The relevance of our business offerings is reflected in our positive performance amid challenging circumstances. In spite of a de-growth in FY 17, we were quick to recover, take charge and get back on the growth path. We have also made increased investments on senior leadership to complete our organisational setup. This team will be a vital cog to the future profitability of the organisation

> **In the past 36 months, we have focussed on getting our business vision right – to become a high-value specialty, science-led, Indian technical textile company.**

In FY 2017-18, with a topline of

₹**6767.55 lac** as compared to ₹**6387.72 lac** of the previous year, the company grew by an impressive **5.94%.**

This year we implemented the last leg of our strategy, which has yielded promising results. Going forward, our focus will be on key areas:

- A manufacturing-light approach as a scaling up strategy across our plants.
- Indigenous product development that is relevant to Indian topography and customer needs.
- Developing government and state-based projects as an institutional sales vertical.
- Strengthening product brands led by "Krishinet" through marketing spends for building customer trust.

Global overview – The world is shrinking and 'blinking'

The world economy and businesses across markets delivered a sustained performance despite tepid demand and a volatile political environment that prevailed last year. Indeed, the World Bank predicts global growth to remain at a robust 3.1 percent in the coming year. On the other hand, the emerging market and developing economies are projected to grow as much as 4.5 percent in 2018 and 4.7 percent in 2019 whilst accelerating in the next few years.

With a tech-enabled and digitally-connected ecosystem, the world is shrinking. A single event (good or bad) in one market can disrupt an economy, by sheer virtue of their interconnections in terms of knowledge sharing, demand generation, talent-pools or basic export-import led trade realities. In fact, the eruption of trade-wars this year was a sad reaffirmation of the prevalent political domination and trapped many businesses in the cross-fire.

This is what I call the 'blinking' effect with dominant countries and superpowers driving political bargains using their economic clout. Corporations need to be ready, as volatile and populist political measures could suddenly disrupt business. Nevertheless, I see an opportunity in this challenge to reshape our thought process and create de-risked operating models. We need to focus on localisation, indigenous production and an asset-neutral model, whereby both export production and domestic demand are met locally. I am glad to share, we have proactively adapted to this new norm.

Technical textiles – inevitable for a smart & resource-efficient world

The global technical textile market is expected to grow from $158 billion in 2015 to $244 billion by 2022, registering a global CAGR of 6.4 percent! However, the Indian technical textile market is set to grow at a CAGR of 12 percent - double the global average, to reach $22 billion by 2021. This reflects India's position in global markets. Simply put, the next few years mark the golden years for the industry, with tailwinds powering our growth. Apart from the heart-warming numbers, technical textiles are an inevitable replacement for limited environmental reserves and the key to building a scientific, sustainable and resource-efficient world.

Across parameters of weight, strength, longevity, durability and resistance, technical textiles have scored higher over other material innovations. With industries facing cost, efficiency and innovation challenges, be it in surface or air transport, construction, agriculture or allied services, packaging, medical devices or industrial safety, technical textiles are at the forefront as a viable and sustainable alternative. Efficacy and usability-led measures are bound to create demand, as the industry shifts from a 'technology push' to a 'market pull' driven landscape.

Recent research suggests that the APAC region led by China and India will account for over 50 percent of the global technical textile revenues by 2027. This includes both domestic as well as export requirements, an excellent vindication of Rishi Techtex's vertical focus in this segment.

World Bank predicts global growth to remain at a robust

3.1%

in the coming year and emerging market and developing economies are projected to grow at

4.5% in 2018 and

4.7% in 2019.

We are currently in the process of developing an indigenious agri-shade net solution that deflects sun rays and helps in regulating the temperature around covered crops. This is a matter of pride as we are the first Indian company to develop this product.

India – On the cusp of a unique scientific and digital transformation

I would like to shed some light on three factors that have helped redefine the technical textile industry in India:

The renewal of the policy and incentive push towards “Make in India” for technical textiles has resulted in localised R&D and cost benefits. The government’s measures, under the leadership of our Honourable Prime Minister, Shri Narendra Modi, have led to the industry being perceived as a ‘sunshine’ or ‘value discovery’ sector in India and globally.

- Regulation-led mandatory usage of technical textiles will see an uptake of demand. For example, geo-textiles have been mandated for use in Railways and Road Highway constructions. A mandatory BIS Standard for the sector players will lead to standardisation of products and specifications. Our Company is the first company in the organised sector to obtain a BIS certification of Type I for 50 percent shade nets. We are currently in the process of obtaining the Type II BIS Certification for 75 percent shade nets. This qualification has facilitated our participation in two state government procurement schemes in the agri-tech segment this year.

- During the past year, dominant and respected Indian textile players like Arvind Mills and Welspun have announced their renewed interest towards technical textiles. As many of you would be aware, commoditisation of the textile industry is a worldwide phenomenon and several large players have moved from conventional to technical textiles for value chain upgradation.

- The interest of such large players indicates dual effects: A validation for the Indian technical textile industry, which was earlier seen as a non-scalable industry and less understood. Secondly, it yields customer-led brand awareness for vertical-focused players like us to harness increased market share.

- Overall development and higher consumer spending has boosted the demand of technical textiles across segments. Today, consumers are ready to pay a premium for speed, safety, efficiency and longevity. Low-value price warriors are being replaced by branded R&D-led companies, leading to a complete shake-off of unorganised players.

To quote an interesting example, while it is generally assumed that an Indian farmer will never pay a premium, the reality is, we see this community coming forward to buy Krishinet crop protection nets at a higher price, without hesitation. This is because they see value in investing in our nets, which could have a life of nearly a decade, as opposed to simpler nets that need replacement in significantly less time. I see this change across sectors like packtech, geotech, protect-tech and buildtech.

Let me share a few numbers to validate my observations. India’s share in the global technical textile industry is a mere 3 percent while China and Europe together contribute to 75 percent of the world’s production. With Europe facing stunted growth and the Chinese economy going through regulation-led increased cost of production, India is at an advantage. Further, the government’s push for state-of-the-art machinery, technology upgradation, scientific rigour, and high-quality standards, will give ‘Made in India’ technical textiles a competitive edge globally.

Further, the per-capita consumption of technical textiles in India is currently at 1.70 kg as compared to 10-12 kg in developed countries. With the above measures, domestic demand will rise significantly.

Repeat, resolve, reweave

During the year we accomplished three key goals. Our overall strategy of focusing on science based solutions, high value complex manufacturing and bottom line driven approach remains unaltered. Our woven bags’ division contributed 51 percent to our topline while the balance was contributed the by non-woven division. We have

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>
> **$22 billion**
>
> by 2021.

continuously pruned debt over the past three years and now we are in a comfortable position. Capex-driven lending requirements have been obtained and will be used as and when necessary. Our credit rating has been revised to a superior external rating by CRISIL.

We have purchased an automatic bagging machine of international standards, which will eliminate manual intervention. With direct pasting without stitching, it will ensure efficacy of stored goods, zero pilferage loss and superior standards of visual branding for our consumers. In the coming 12-18 months, we should see this investment bear fruit with high margins and reduced input costs like manpower, energy and raw-material.

Innovation centric products with branding focus

During the year, we have strategically shifted towards a pure-play innovation-led branding and marketing focused company. Our distributors and marketing team have been successful in realising a premium price. Apart from Krishinet, another shade net solution has helped farmers maintain ambivalent crop temperature resulting in reduction of losses.

We foresee a growing demand in our BIS standard products, especially in government-based projects. Our R&D lab will witness increased investments in the future. Our ability to launch new products and solutions, tailor-made to the topographic needs of a specific region, remains our fundamental strength.

Light manufacturing & modular backend strategy

Today, we have two modern manufacturing plants, one in the union territory of Daman and the other plant that was commissioned for commercial production in Vapi, Gujarat. This de-risks us from any production-led exigency. We aim to follow a light manufacturing and modular backend strategy. This would mean, we will use maximum of our manufacturing capacity for test roll outs and commercialise our new products in tandem with our R&D lab. Once a product is stabilised, our accredited outsourced manufacturing partners will help scale up our production volumes while maintaining stringent quality.

Over a period of time, we see ourselves as innovators and inventors of solutions, across our offerings in agritech, packtech, geotech and sportech sectors.

A nimble yet sharp organisation structure

During the year we implemented an organisation structure with the leadership team being appointed with division-wise responsibilities. This enables the senior management to shift its bandwidth and focus on strategic growth initiatives and new product development based on customer insights.

As part of the promoter group, in the coming years, I envision Rishi Techtex to evolve as a professional organisation that is transparent in conduct and governance. As I end my note, it gives me great pleasure to share with you that it was us that supplied fire-protection nets (sportstech) in the renowned Bristol Cricket Ground.

I thank every individual who has been a part of our journey - employees, bankers, vendor partners and customers, for each of you have contributed to our success. The future is disruptive yet bright. At Rishi Techtex we will continue building a future that is driven by innovation, science and sustainability, with credibility.◆

Warm regards,

Abhishek Patel

Managing Director

> We have purchased an **automatic** bagging machine of international standards; it will help us to do away with manual intervention.

Notice

RISHI TECHTEX LIMITED

CIN: L28129MH1984PLC032008

Registered Office: 612, Veena Killedar Industrial Estate, 10-14 Pais Street, Byculla (West),

Mumbai - 400 011 (T) – 022-23075677/23074585 (F) – 022-23080022

Email: info@rishitechtex.com Web: www.rishitechtex.com

NOTICE

NOTICE is hereby given that the Thirty Fourth Annual General Meeting of the Members of Rishi Techtex Limited will be held on Friday, 28th day of September, 2018 at 3.15 p.m. at Indian Merchant's Chamber, Killachand Conference Room, 2nd Floor, IMC Marg, Churchgate, Mumbai 400020 to transact the following business:

AS AN ORDINARY BUSINESS

1 To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018 and the Report of the Board of Directors and Auditors thereon.

2 To appoint a Director in place of Mr. Pranav Patel (DIN 00171387), who retires by rotation and being eligible offers himself for re-appointment.

AS A SPECIAL BUSINESS:

3 To approve the appointment of Statutory Auditors appointed by the Board of directors to fill the casual vacancy and to consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 140 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, including any amendment, modification, variation or re-enactment thereof, approval of the members be and is hereby given for the appointment of M/s. Attar & Associates, Chartered Accountants, Thane, Maharashtra (FRN : 116443W), as the Statutory Auditors of the Company, made by the Board of Directors at their meeting held on 16th August, 2018, to fill the casual vacancy caused by the resignation of M/s. B. D. Jokhakar & Co., Chartered Accountants, (FRN: 104345W) Mumbai, w.e.f. 16th August, 2018 till the conclusion of this 34th Annual General Meeting, at such remuneration as may be determined and recommended by the Audit Committee in consultation with the Statutory Auditors and duly approved by the Board of Directors."

AS ORDINARY BUSINESS

4 To approve appointment of Statutory Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, including any amendment, modification, variation or re-enactment thereof, and pursuant to recommendation of the Audit Committee and the Board of Directors, M/S. Attar & Associates, Chartered Accountants, Thane, Maharashtra (FRN : 116443W), be and are hereby appointed as the Statutory Auditors of the Company to conduct audit for the Financial Year 2018-19 and subsequent 4 financial years, at such remuneration plus reimbursement of out-of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the said Auditors;

RESOLVED FURTHER THAT M/S Attar & Associates, Chartered Accountants shall hold office from the conclusion of this 34th Annual General Meeting till the conclusion of the 39th Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Board of directors be and are hereby authorised to take such necessary steps pertaining to the appointment of Auditors, subject to compliance with the applicable provisions and rules and on such remuneration as the Board of Directors may deem fit during the tenure of their appointment."

Date: 16.08.2018
Place: Mumbai

By order of the Board
For Rishi Techtex Limited

Registered Office:
612, Veena Killedar Industrial Estate,
10/14, Pais St, Byculla (W),
Mumbai-400011

Gauri Gangal
Company Secretary

Notes

A. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

B. The instrument appointing Proxy as per the format included in the Annual Report should be returned to the Registered Office of the Company not less than FORTY-EIGHT HOURS before the time for holding the Meeting.

C. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted at the Meeting is annexed hereto.

D. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or a Member. Proxies submitted on behalf of limited companies, societies, partnership firms, etc. must be supported by appropriate resolution/authority, as applicable.

E. Particulars required for appointment/Reappointment of Director pursuant to sub-regulation (3) of Regulation 36 of the Listing Regulations:

Mr. Pranav Patel shall retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible offers himself for re-appointment. Mr. Pranav Patel, aged 49 years is a commerce graduate with over 26 years business experience. He has been acting as Director since September, 2002. He retires by rotation and is eligible for reappointment. He is presently the Managing Director of MPD Industries Pvt. Ltd. He holds 1767 shares in the Company.

F. The Register of Members and Share Transfer Books of the Company will remain closed from 22.09.2018 to 28.09.2018 (both days inclusive).

G. Members/ proxies should bring the attendance slips duly filled in for attending the meeting.

H. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the Meeting.

I. Copies of the Annual report will not be circulated at the meeting.

J. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

K. Voting through electronic means (Remote E-Voting):

1. In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, the Company is pleased to provide its Members the facility to cast their vote by electronic means i.e. remote e-voting, through the e-voting services provided by Central Depository Services (India) Limited ("CDSL") on all resolutions set forth in this Notice.

2. The voting period begins on Tuesday, September 25, 2018 at 09.00 a.m. and ends on Thursday, September 27, 2018 at 5.00 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 of September 21, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

3. The facility for voting by ballot or polling paper shall also be made available at the meeting and Members of the Company as of cut off date attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

4. The Procedure and Instructions for Remote e-voting are as under:

(i) Log on to the e-voting website www.evotingindia.com, during the voting period.

(ii) Click on "Shareholders" tab.

(iii) Now, select the "RISHI TECHTEX LIMITED" from the drop down menu and click on "SUBMIT"

(iv) 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.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) 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.

	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) • 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 last 8 digits of the demat account/folio number in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	• Please enter the DOB or Dividend Bank Details in order to login. • If the details are not recorded with the depository or company please enter member id/folio number in the Dividend Bank Details field as mentioned in the instruction 6 (iv).

(vii) If you are a first time user follow the steps given below:

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice. Click on the EVSN for the relevant <Rishi Techtex Limited> on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same 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.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for all mobile users. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) Note for Non–Individual Shareholders and Custodians

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same and send the scan copy of Board Resolution/POA to askus@kalamkarassociates.com

(xix) In case of members receiving the physical copy:

(a) E voting Sequence Number, User ID and Password is provided in attendance slip.
(b) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
(c) The voting period begins on September 25, 2018 at 09.00 a.m. and ends on September 27, 2018 at 5.00 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) of September 21, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
(d) 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
(e) Any person having any grievances in connection with remote e-voting may write to Ms. Gauri Gangal, Company Secretary at the Registered Office of the Company or email her at investors@rishitechtex.com

OTHER INSTRUCTIONS

1. The Members who have not casted their vote by remote e voting prior to the Annual General Meeting ("AGM") can exercise their voting rights at the AGM. The Members who have already exercised their right to vote by remote e-voting may attend the AGM but shall not be entitled to vote at the AGM. If a Member casts vote again at the AGM, then votes casts through remote e voting facility shall prevail and voting at the Meeting will be treated invalid.
2. The voting right of shareholders shall be in proportion to one vote per fully paid equity share of the Company held by them as on the cut off date September 21, 2018.
3. A person, whose name is recorded in Register of Members or in the Register of Beneficial Ownership maintained by the RTA/ Depositories, as the case may be, as on the cut-off date only shall be entitled to avail the facility of remote e voting or voting at the AGM. Any person who has ceased to be the member of the Company as on the cut-off date will not be entitled for remote e voting or voting at the AGM and should treat this Notice for information purpose only.
4. Once the vote on resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
5. Sudhanwa S Kalamkar & Associates.(Membership No.18795, CP No.7692) has been appointed by the Board of Directors of the Company, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
6. The Chairman Shall, at the AGM, at the end of discussion on the Resolutions on which voting is to be held, allow voting with the assistance of the scrutinizer, by use of ballot or polling paper for all those Members who are present at the AGM but have not cast their votes by availing the remote e voting facility.
7. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than 48 hours of conclusion of the meeting a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
8. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of CDSL www.cdslindia.com immediately after the result is declared and shall be simultaneously forwarded to Bombay Stock Exchange Limited.

Date: 16.08.2018
Place: Mumbai

By order of the Board
For Rishi Techtex Limited

Registered Office:
612, Veena Killedar Industrial Estate,
10/14, Pais St, Byculla (W),
Mumbai-400011

Gauri Gangal
Company Secretary

Annexure

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No.3 (Read with Item No.4)

The Company at its 33rd Annual General Meeting held on 20th September 2017 appointed M/S B. D. Jokhakar & Co., Chartered Accountants, Mumbai (FRN: 104345W) as the Statutory Auditors of the Company for a term of 5 financial years commenced from financial year 2017-2018 and to hold office from the conclusion of 33rd Annual General Meeting till the conclusion of the 38th Annual General Meeting.

M/s. B. D. Jokhakar & Co., Chartered Accountants, Mumbai, (FRN: 104345W), vide letter dated 06th August 2018 conveyed to the Company that, due to their preoccupation with other professional work they are unable to continue as Statutory Auditors, and have therefore resigned. The Company received the said letter on 08th August 2018.

Pursuant to the provisions of Section 139(8) (i) of the Companies Act 2013 any casual vacancy in the office of an auditor shall be filled by the Board of Directors within thirty days from the date of resignation of an auditor, subject to the approval of the shareholders of the company within three months of the recommendation of the Board and said auditor shall hold office till the conclusion of the next Annual General Meeting. Accordingly, the Board of Directors at their meeting held on 16th August 2018 appointed M/S. Attar & Associates, Chartered Accountants, Thane, Maharashtra (FRN: 116443W), as Statutory Auditors to fill the casual vacancy. The Board is mandated by law to seek approval of members at the general meeting to be held within three months from the date of recommendation for appointment of auditors to fill the casual vacancy. As the Company is liable to convene its Annual General Meeting for the financial year 2017-2018, by 29th September 2018, the resolution for approving the casual vacancy to the office of the auditors is placed herewith.

M/S. Attar & Associates, Chartered Accountants, Thane, Maharashtra (FRN: 116443W) who were appointed to fill the casual vacancy are also eligible to act as the Statutory Auditors for the term of 5 financial years and to hold office from the conclusion of this Annual General Meeting till the conclusion of 39th Annual General Meeting of the Company. The Board of Directors have obtained necessary certificates, confirmations pursuant to provisions of Section 139 (1) and the rules made thereto from M/S. Attar & Associates, Chartered Accountants, Thane, Maharashtra (FRN : 116443W) and recommends to the members their appointment.

The members may further delegate authority to the Board to determine in consultation with the auditors, remuneration payable to them alongwith the applicable taxes, levies and reimbursement of travelling and other out-of-pocket expenses after taking into consideration the volume of work involved.

The Board of Directors recommends an Ordinary Resolution set out in item no. 3 under Special Business and Item No. 4 under Ordinary Business of the Notice for approval of the Members.

No Director or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the said resolution.

Date: 16.08.2018
Place: Mumbai

By order of the Board
For Rishi Techtex Limited

Registered Office:
612, Veena Killedar Industrial Estate,
10/14, Pais St, Byculla (W),
Mumbai-400011

Gauri Gangal
Company Secretary

ASSESSING THE SECTOR POTENTIAL

Dr. Kavita Gupta,
IAS, Textile Commissioner,
Ministry of Textiles, Government of India

"Technical textile is a future as it exists in every aspect of our life but this needs better productivity, better technology and better durability. In India, technical textiles is expected to attract lot of investment opportunities. The government is also offering 15 per cent subsidy for domestic players, who want to set up machinery. In the last five years period the growth has been 12.4 per cent CAGR".

"The industry is expected to grow at 12 per cent per annum to reach

$23 billion

(₹ 1,50,000 crore) from the present

$18.16 billion

(₹ 1,16,000 crore). India comprises 4 per cent of the global technical textiles exports."

"Technical textiles is a thrust area for the Government because of the value addition involved. It can be used in infrastructure projects, including ports, roads, and railways, and in sectors such as agriculture. We want to promote use of textile products that will improve productivity, health standards, and infrastructure."

"Demand for technical textiles is expected to stay steady during the period 2017—2020, due to a broadening application in end—use industries, such as automotive, construction, healthcare, and sports equipment and so on. To foster research & development in the sector the government has also set up eight Center for Excellence units."

HEARD ON THE STREET

Large Indian players are re-affirming their faith in technical textiles

Technical textiles, the new growth engine for Arvind

in UNCATEGORIZED by textilemagazine — February 29, 201

THE TEXTILE MAGAZINE

When Punit Lalbhai--fifth generation of a storied textile family from the western Indian city of Ahmedabad--spearheaded a new division within the clan's Arvind Ltd. in 2009, he wasn't thinking of shirts and trousers. He envisioned a range of "technical textiles" from fire-protection gear to industrial safety garments to combat clothing. Also on the roster: "glass" fabrics that are used in surfboards, rotor blades, wind turbines and the interiors of metro trains.

"We are pivoting very fast toward becoming a technology company rather than being a traditional textiles company," says Punit, 36, who joined the company in 2007 and is now an executive director. "We are writing the specs and creating this market for advanced materials in India. This will eventually be a multibillion-dollar industry."

TechnicalTextile.Net

WELSPUN ESTABLISHES NEW TECHNICAL TEXTILE PLANT IN GUJARAT

20 Mar '17

"We are entering into an exciting phase of business through these new offerings in technical textiles. The new facility will enhance our product offerings and provide cutting-edge solutions in high-growth areas such as industrial and defence applications. The new facilities strengthen Welspun's position as a global manufacturer and underline our commitment to the 'Make in India' initiative as well as the economic development of the region and the country at large." said BK Goenka, chairman, Welspun Group. (KD)

TECHNICAL TEXTILES APPLICATIONS

Agritech	Agriculture, Horticulture, Forestry	Shade nets, Crop cover, Anti Hail Nets, Bird protection nets
Buildtech	Building & Construction	Architechtural Menbranes, Hoarding & Sinage, Wall covering, Acoustic fabrics
Clothtech	Technical components of footwear and clothing	Lace and tapes, Interlinings, Zip fastners, Labels & Badges, Unbrella Cloth, Sewing Thread
Geotech	Geo Textiles, Civil Engineering	Geo Grids, Woven/Non woven Gep Textiles, Geo Cells, Geo tubes, Geo Nets
Hometech	Components of furniture, household textiles & floor coverings	Mattresses/pillow components, Stuffed Toys, Blinds, Mosquito nets
Indutech	Filtration, cleaning and other industries	Conveyor Belts, Ciggarette Filter Rod, Ropes/Cordages, Filteration products
Meditech	Hygiene and Medical	Baby/Adult Diapers, Wipes, Eye Pads, Dental Floss, Surgical disposables
Mobitech	Automobiles, Shipping, Railways and Aerospace	Nylon Tyre Cord, Seat Belt webbing, Airbags, Automotive carpets/Fabric
Oekotech	Environmental Protection	Landfill Waste management
Packtech	Packaging	Polyolefin Woven Sacks, Soft Luggage Tech Textiles product
Protech	Personal and property protection	Bulet proof jackets, Fire retardent apparel/Fabrics, Industrial Gloves
Sportech	Sports and leisure	Artificial Turf, Parachute Fabrics, Sleeping Bags, Sport Strings

GLOBAL MACROECONOMIC VIEW

The global consumption of technical textile products peaked at

34 million

tonnes in 2017. The number is likely to increase by nearly **70%** to

57 million

tonnes in 2027.

Growing at a compound annual growth rate (CAGR of **6.4%**), the value of the global industry is pegged to increase to

$244,032

million by 2022 from

$158,429

million in 2015

Research shows that use of woven return fabric can increase the harvest of fruits by

30%

in favourable conditions and by up to

50%

under unfavourable conditions.

TECHTEX: CREATING PATHWAYS FOR PRODUCTIVITY GAINS

The Economic Outlook Report by the Organisation for Economic Cooperation and Development (OECD) notes that "the central scenario for the world economy is more favourable now than it has been for many years." With an average growth of 3.1 percent, the global economy registered its best performance in six years. In 2018, activity in advanced economies is pegged to grow at 2.2 percent while in emerging economies the momentum is set to strengthen at 4.5 percent.

However, the economic expansion is a result of monetary and fiscal policy support and not structural changes or output gains. To demonstrate continued results, global economies will need to enhance their productivity levels. Admittedly, the productivity parameter has begun to improve after a decade of underperformance – in 2017 per worker productivity enhanced by 2 percent and in 2018 the figure is expected to go up to 2.3 percent. However, these are very poor figures compared to the pre-crisis levels when global productivity grew at 2.7 percent.

Just like cotton was the most important product to be manufactured at the beginning of the first industrial revolution, the technical textile industry is set to be the harbinger of a new era of human civilisation – a period characterised by contrasting dynamics such as limited resources, increasing demand and the need to enhance efficiency of efforts, while lessening the burden on natural reserves.

Role of technical textiles in enhancing global productivity

Advances in the technical textile industry are helping enhance the productivity output of end-use industries. For instance, the use of agri-textiles is known to increase agricultural output. Research shows that the use of woven fabric can increase the fruit harvest by 30 percent in favourable conditions and 50 percent under unfavourable conditions. Further, the use of shade nets and thermal screens can save up to 40 percent energy in heating greenhouses.

Similarly, the application of technical textiles in the construction industry can reduce costs drastically. The average weight of the buildtech material used in the construction of a standard building is about 1/30th the weight of brick, concrete or steel as it needs lesser reinforcement thereby greatly optimising costs.

Evidently, the integration of technical textiles can be an enabler in leveraging limited resources while enhancing the performance. The use of technical textiles in mobiltech is crucial – it enhances the fuel-efficiency of vehicles and decreases their CO_2 emission by reducing their weight. According to industry data, 20 percent of the overall technical textile products are manufactured for the mobiltech segment.

Given their versatility of use, technical textiles find application in a wide range of industries such as medicine, sports, industries, civil engineering etc. Growing at a compound annual growth rate (CAGR) of 6.4 percent, the value of the global industry is pegged to increase to $244,032 million by 2022 from $ 158,429 million in 2015.

Winds of change in the demand momentum

Global consumption of technical textiles peaked at 34 million tonnes in 2017. This is likely to increase by nearly 70 percent – to 57 million tonnes in 2027. Although advanced economies such as North America and Europe have traditionally led the demand for consumption of techtex products, emerging economies are expected to take the lead in the coming years.

Research indicates that Asia Pacific economies will account for more than 50 percent of the revenue share of the global technical textiles industry in the decade starting from 2017. A key reason for the demand is the increasing infrastructure investments in the region.

In addition, factors such as higher disposable incomes, regulatory compulsions and a rapidly increasing population also play an important role. On the other hand, demand in traditional regions such as North America, Western Europe, Eastern Europe, and Middle East and Africa is expected to see sluggish growth till 2027.◆

DID YOU KNOW ?

China & Europe are the leading manufacturers accounting for over

75%

of technical textiles production.

INDIA'S ECONOMIC PERFORMANCE

In 2007, India exported technical textile products worth

$7.78 million.

In 2017, this figure had increased by more than three times to

$31.17 million.

The market value of the sector was pegged at

$12 billion

in 2015-16. It is expected to grow at a compounded annual growth rate (CAGR) of **12** percent to

$22 billion

by 2020-21.

The government's flagship

"Make in India"

policy identifies the technical textile industry as sunrise sector – pegging its value at

$17 billion

in March 2018.

INDIA'S TECHTEX INDUSTRY: RIPE FOR A REFORM-LED REVOLUTION

The World Bank predicts that India will be the fastest growing economy in the world for the next three years, witnessing robust growth levels at 7.3 percent in the current fiscal year and 7.5 percent in 2019 and 2020. In the June 2018 edition of its flagship publication – the Global Economic Prospect Report – the World Bank says the "factors holding back India's growth will fade" and that the economy is "robust, resilient and has the potential to deliver sustained growth".

India's technical textiles industry

Having witnessed some landmark reforms over the past few years, the industry is now on the cusp of a transformation fuelled by high demand, competitive production practices and supportive government policies.

The market value of the sector, which was pegged at $12 billion in 2015-16, is expected to grow at a CAGR of 12 percent to $22 billion by 2020-21.

India's share in the global technical textile scenario has registered a significant increase over the last decade. According to data made available in 2007 by UN Comtrade, the country exported technical textile products worth $7.78 million. In 2017, this figure had increased by more than three times to $31.17 million.

The enormous potential of the sector has attracted investments from traditional textile giants. Companies such as Arvind Mills and Welspun have made successful forays into the segment. Several global technical textile manufacturers such as Ahlstrom, Johnson & Johnson, DuPont, Procter & Gamble, 3M, SKAPS, Kimberly Clark, Terram, Maccaferri and Strata Geosystems have started operations in India.

Despite substantial gains, India's contribution to global technical textile production in value terms is less than 5 percent. Furthermore, India has been unable to move up in the value chain – its exports largely comprise of commoditised products in conventional segments such as packtech, clothtech, hometech and sportech. In fact, it is highly import-dependent for its indigenous requirement of R&D-intensive techtex products.

Regulatory push for the sector

From Prime Minister Narendra Modi has put special focus on the technical textile segment. The government's flagship 'Make in India' policy initiative identifies the technical textile industry as a sunrise sector, pegging its value at $17 billion in March 2018.

The potential of the sector is being harnessed through measures such as tax breaks, special financial packages and allowing 100 percent foreign direct investment (FDI). Other initiatives include the establishment of dedicated centres of excellence for research in technical textiles, reduction in custom duty rates from 5 percent to 2.5 percent on select high-performance specialty fibres, and a 15 percent subsidy on capital investment subject to a ceiling of ₹300 million for entrepreneurs over a period of five years.

Policymakers in India are also facilitating the sectors' growth by implementing a strategy that mandates the use of technical textiles in end-use industries. Prime Minister Narendra Modi's ambitious pledge to eliminate single-use plastic in the country by 2022 is one such step. Furthermore, the government's investments to encourage the use of geotextiles in infrastructure development, in the construction of highways and railways is another landmark move. While no regulations exist for the use of fire retardant textiles for workplace safety, the Draft Flame Retardant Textile Materials (Requirements for Compulsory Registration) Order 2016 under the Bureau of Indian Standards (BIS) Act mandates the use of fire retardant textiles.

Another important legislation in this context is the recently released BIS Standard on protective gloves and clothing for firefighters. To standardise and boost the application of technical textiles, BIS has set up separate specialised committees for select sectors such as agriculture, industry, geo and medical textiles.

Next phase of growth

Technical textiles account for only 12 percent of the overall textile industry's revenues compared to advanced economies like Germany where the industry contributes more than 50 percent of the overall textile industry's revenues. Evidently, much remains to be achieved.

For India's technical textile industry to realise its true potential, policymakers need to make conscious attempts to streamline regulations and focus on the widespread application of techtex products. Moreover, the government must invest more in technology and manpower upskilling to enable product innovation in the sector and adherence to global quality norms.◆

Agritech

MILESTONES

in Agritech

@ Rishi Techtex in FY18

In FY18, the agritech vertical at Rishi Techtex focused on enabling farmers to enhance the yield of their horticulture produce.

Expansion of the Krishinet range

Following the remarkable success of Krishi Grapenet launched in FY17, we wish to duplicate our success and are in the process of developing customised plant-specific shade nets for a range of horticulture produce, including cucumber, garlic, chilli, mushroom, banana, pomegranate and okra.

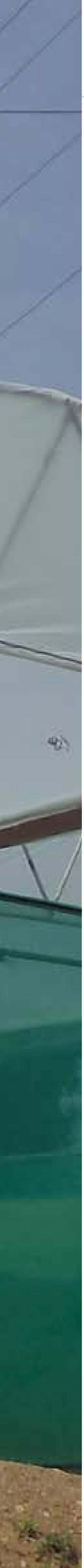
Our product range provides protection from the weather and pests while ensuring that the crops get adequate sunlight and air to thrive.

Focus on product development

During the year, we set up a new manufacturing unit at Vapi in Gujarat. This unit will contribute significantly towards our development of new products under the agritech vertical. This setup is in line with our long-term strategy to become a pure-play innovation-led branding and marketing organisation. In addition, we plan to upgrade our in-house Weathering Tester with a full-sun spectrum arc tester. This upgraded device would facilitate a detailed measurement of products capabilities and enable a better quality of control over crops.

Quality recognition

In FY18, we were among the first companies in the organised sector to be certified by the Bureau of Indian Standards (BIS) for our range of shade nets. This recognition reinforces the quality of our products and gives us a competitive edge. We are among the only four technical textile companies in India to have this certification, making us eligible for participating in government tenders.



PARTNERS IN INDIA'S AGRI-REVOLUTION 2.0

Agritech remains a key focus and growth area for Rishi Techtex. With the Indian government's focus on encouraging and incentivising scientific farm techniques, agritech best practices are being implemented by both small and large farmers. Today, our Krishinet brand enjoys trust and recall among farmers for its quality and effectiveness.

In 2017, the Central Government under the leadership of Prime Minister Narendra Modi set an ambitious target of doubling farmers' incomes by 2022. Experts believe that a horticulture-focused agri-strategy would be integral to this objective, as fruits and vegetables are short-duration crops that can be grown in small patches by marginal farmers.

In 2017–18, the country produced 307 million tonnes of fruits and vegetables – 27 million tonnes more than the previous year. It was also the sixth consecutive year wherein the production of horticulture crops surpassed that of food crops.

At Rishi Techtex, we believe that the integration of agritech is vital to increase the quality and quantity of agricultural production. This is especially true in the context of horticulture crops where the produce is very vulnerable to environmental factors. Our innovative and intelligent range of products help in increasing yield percentage, enhancing the quality of produce, and protecting crops from seasonal and regional damage.

Consolidation of market leadership

Since the launch of our Krishinet range, farmers have become conscious of the value offered by our products in terms of effectiveness on the quality of the produce as well as longevity of the product. The benefits delivered to the farming community have enhanced their trust in our ability to offer effective and result-oriented solutions, validating our premium pricing strategy.

In 2017–18, the country produced

307 million

tonnes of fruits and vegetables –

27 million tonnes

more than the previous year.

The superior performance and quality certification of our products by BIS has qualified us to participate in government tenders for the supply of shade nets. During the year, we participated in tenders through our dealer representatives with the governments of Odisha, West Bengal and Tripura. Indeed, we foresee institutional business bolstered by local government-led spending driving our sales efforts significantly over the next few years.◆

DID YOU KNOW ?

Recognising the potential of the sector, India's Textile Ministry has set up 12 focus incubation centres. These have been sanctioned with an outlay of

₹62.45 crore

for optimal use of resources, generation of employment and growth of technical textiles.

Packtech

MILESTONES

in Packtech

@ Rishi Techtex in FY18

In FY18, we continued our efforts to automate the packtech vertical and minimise human interventions to increase process efficiency. Sustainability is also an increasing focus of our investments in the company's packtech vertical. Some of the highlights during the year were.

Investment in automatic bagging machine

Earlier this year, we invested in an automatic-bagging machine for the packtech vertical. This asset is a significant addition on several counts, such as reduced labour costs, optimised resources utilisation, increased production and consistency, greater accuracy and product safety. The automatic-bagging machine is used for clients across a myriad of industries.

Advanced testing to ensure integrity of packaging

In FY18, stringent quality and efficacy tests conducted in our R&D lab have been seeing results as customers move from local unorganised players to us. Multiple tests to ensure that our packaging products meet the highest standards of quality and strength are mentioned below:

- **Ash content test:** conducted with the use of a muffle furnace to determine the inorganic content of plastic by checking the quality of raw material used.
- **Bursting strength test:** determines the bursting pressure of different types of sheet form materials, such as woven textiles and bags.
- **Tensile test:** establishes the maximum load a material can withstand
- **Perforation test:** assesses the air permeability through woven-sack bags.

Advanced packaging processes

By introducing best practices such as no-stitch product sealing, we further secure our customers' interests by securing their commodities against external conditions and tampering. Further, options such as abrasion-proof packaging ensure a long-lasting attractive look to packaged commodities and result in better brand recall for client products.

PACKAGING QUALITY, RECOGNITION & SUSTAINABILITY FOR CUSTOMERS

Packtech remains an attractive segment as Indian consumers demand better design and strength for their products. Brands continue to trust Rishi Techtex due to our sophisticated packaging.

On the occasion of World Environment Day on 5 June, 2018, Prime Minister Narendra Modi vowed that India would eliminate single-use plastic by 2022, a decision that is expected to propel the demand for biodegradable and reusable packaging. Further, the demand for packtech is also growing globally as more countries are stepping up their war against plastic.

At Rishi Techtex, we know that packaging is an important aspect of every commodity-led business. Indeed, sustainable packaging is integral to the social license of an organisation. Our packtech solutions focus on innovative, and eco-friendly alternatives that add value to our customers' brands.

Consolidation of market leadership

Over the years, we have partnered with leading organisations such as Nerolac Paints, Asian Paints, Kansai, JK Cements, Birla White, East Coast India Limited and Gemini Paints. In FY18, we strengthened our positioning as the supplier of choice to industry leaders by adding customers with a larger variety of premium packaging needs. These included leading manufacturers of commodities such as rice and sugar, among others. To be sure, factors such as product integrity and longevity are the main reasons driving our popularity.

Indian consumers today are spoilt for choice and we are seeing an increased demand from consumer-oriented companies, for example, rice manufacturers, and so on. for sophisticated packaging. Going ahead, India's consumption story shall certainly drive demand for scientific packaging leading to natural demand expansion.◆

> Prime Minister Narendra Modi vowed that the country will eliminate single-use plastic by
>
> **2022.**

DID YOU KNOW ?

Globally, the technical textiles contribute to about

29 percent

of textile industry revenues. In developed western economies, such as Germany, its share is as high as **50 - 60 percent.** In India, however, the contribution of the sector is a meagre **12 percent.**

Buildtech

MILESTONES

in Buildtech

@ Rishi Techtex in FY18

In FY18, we invested our resources in developing new products for the buildtech segment and commercialising the ones developed during the last fiscal year. Our achievements included.

Commercialisation of buildtech products

In FY18, we appointed external partners to manufacture our proprietary greenhouse aprons and weed mats. Both products were developed by our team in FY17 with an aim to enhance ecological and resource efficiencies of infrastructure construction activities.

Industrial netting

During the year, we developed a new range of shade nets in varied colours such as Dark Red, Wogan Blue and PMS 662 Blue. The new product range is fire resistant and used for exports. In fact, our nets were used in the English PGA Championship held at Saunton Golf Club in June 2018.

Scaffolding nets

During the previous fiscal, our scaffolding nets saw high demand from construction companies. Our products find application in a variety of construction settings. They play a large part in ensuring public safety around construction sites of large projects. Further, they are also used for noise reduction, visual protection and safeguarding under-construction projects from weather extremities.

BUILDING TOMORROW'S INDIA

At Rishi Techtex, we recognise the buildtech segment as a high potential area. India's infrastructure growth, both in public and private sector, is being driven by state-of-the-art building technology. This approach ensures reduced construction time and world-class quality of infrastructure that is sustainable and efficient.

India's consider changing to expenditure on infrastructure is likely to accelerate to ₹5 trillion over the next five years. These investments will provide the critical foundation for the country's inclusive growth and prosperity. However, the speedy and effective execution of infrastructure projects will be the key to their successful contribution to the economy. This is where buildtech will come into play.

At Rishi Techtex, we are focussed on innovating high-end products for the buildtech vertical. Qualities such as resilience, flexibility, tenacity and durability are characteristic features of our products. These render them suitable for modern construction purposes.

Foundation for market leadership

At Rishi Techtex, we are aware of the huge potential of the buildtech vertical. Our research efforts are focused on maximising these opportunities by developing innovative products that serve the needs of the India's fast-growing construction sector.

Our products are developed to enhance the quality of construction, conserving resources used during the process and ensuring the safety of people and the environment surrounding the project. We see a regulatory and compliance-led push for the buildtech sector.◆

India's expenditure on infrastructure is likely to accelerate to

₹50 lac

crore over the next five years.

DID YOU KNOW ?

With a boom in national-and state-level infrastructure projects, the market for geotextiles and construction textiles is rapidly expanding. In particular, the government's continued investment in highways, bridges, high-speed rail and more is fuelling this expansion.

Geotech

MILESTONES

in Geotech

@ Rishi Techtex in FY18

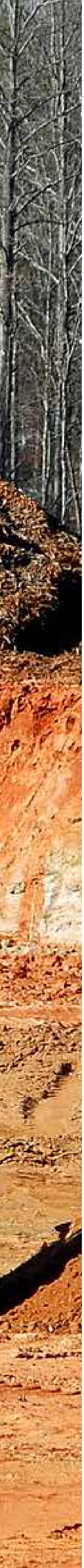
In FY18, we undertook initiatives that reinforced our commitment towards expanding the geotech segment. Here are the highlights.

Protecting the quality of produce

We developed super-heavy protection nets during the year. Unlike the normal shade nets, this range of our products provides support and strength in weft and warp – thereby reducing the vulnerabilities of crops by enabling them to withstand weather extremities. The resultant produce is palpably superior. These nets are often used in the cultivation of high-value, export-quality fruits such as apples especially in regions which witness heavy snowfall.

Geotechnical textile to prevent natural calamities

With floods, heavy rainfall, landslides and road blocks major topographic features of Meghalaya and other parts of the North East, the state government has adopted the Geotechnical Textiles Technology to deal with the problems.



NEUTRALISING GEOGRAPHIC CHALLENGES

Our efforts are directed towards capitalising opportunities offered by the government's growing thrust in the segment. North-Eastern states and states like of Himachal Pradesh and J&K have topography that is suitable for application of geotech for superior infrastructure to reach the remotest corners of India.

Geotextiles are used in infrastructure construction owing to their strength, durability, ecological efficiency and low maintenance. In 2015, the government launched a scheme for the promotion of geotextiles in the infrastructure construction in the country's North-Eastern states. These included road construction, slope stabilisation and water reservoir lining. It is expected that such schemes will be launched across the country, especially in regions that witness extreme weather conditions.

The geotextile vertical is in a nascent stage at Rishi Techtex. However, given its potential, our R&D efforts are directed towards expanding our proficiency in this area. Currently, our expertise encompasses solutions for soil stabilisation, anti-erosion technology and pollution-controlling technology.

Foundation for market leadership

The increasing demand for our BIS-certified shade nets has given us the impetus to make similar research in geotextiles – a high focus area for the government.◆

Our

R&D efforts

are directed towards expanding our proficiencies in the area.

DID YOU KNOW ?

Technical textiles used in geotechnical applications pertaining to rock, earth, and so on, – are used in the construction of roads and pavements, rail-track bed and slope stabilisation. The geotech segment of the technical textiles market is expected to increase at nearly 6% CAGR through 2020.

Protect-tech

MILESTONES

in Protect-tech

@ Rishi Techtex in FY18

In FY18, we continued to innovate products that enhanced the safety in end-use industries. Our achievements included.

Heightened demand for range of fire-retardant shade nets

In FY17, we commercially launched our fire-retardant shade nets successfully. During the last year, the demand for these nets increased significantly. Keeping with the high demand of the segment, our research efforts are focussed on creating high-performance fibres that demonstrate maximum performance in the most adverse conditions.

Export demand for products

In FY18, we exported our range of privacy screens with special reinforcements and brass grommets to USA. The global demand for our products is testament to the world-class quality standards adopted by us.

Regulatory-led demand

During the last year, the government continued its thrust on the integration of technical textiles in agriculture, especially in the North-Eastern states. Our protect-tech range of products for agri-based industries, such as anti-hail nets and windbreakers, witnessed a high demand in these regions.

PROTECTING INDIA'S HEALTH AND ENVIRONMENT

The vertical holds great potential, especially in the context of the increasing focus on health, safety and environment across organisations of all sizes. Life-defining situations, be it fighting the enemy at the border or fighting for life on the operation table, protech solutions can deliver significant and life-saving benefits.

According to the International Labour Organisation (ILO), occupational accidents resulting from the lack of workplace safety measures kill more than 2.3 million workers every year. Additionally, 313 million accidents occur on the job resulting in extended absenteeism from work. Many of these accidents and deaths can be avoided if workers use protective gear. As awareness increases, the demand for protect-tech products is set to grow.

At Rishi Techtex, we recognise that ensuring the workers' safety is integral to fulfilling India's superpower aspirations. Our range of offerings under this category increases product safety through products such as fire-retardant upholstery material and fire-insulated nets. In addition, our range of products such as anti-hail nets and windbreakers also safeguard the environment against extreme weather conditions.

Foundation for market leadership

Hitherto, very few products under the protect-tech category are manufactured indigenously. At Rishi Techtex, we are working towards changing this status quo by manufacturing world-class products made for India. Keeping with the high demand of the segment, our research efforts are focused on creating high-performance fibres that demonstrate maximum performance in the most adverse conditions.◆

Lack of workplace safety measures kills more than

2.3 million

workers every year.

Additionally, **313 million**

accidents occur on the job resulting in extended absences from work.

DID YOU KNOW ?

Globally, protective textiles has a market size of $5.2 billion with a predicted growth rate of 10-12% CAGR. The ultimate success of combat troops anywhere in the world depends not only on superior armoury and weapons but also comfort, mobility and protection of their protective gear, usually made of protect-tech.

Operational Updates

FUTURE READY, GROWTH FOCUSSED

The last fiscal was a year of many important milestones for your Company. In FY17, the Company witnessed a setback in its revenues because of demonetisation and introduction of the Goods & Service Tax (GST). In FY18, we were determined to regain robust growth for our top line performance while continuing the momentum of our bottom-line.

Our efforts have paid off. During the year, we delivered on the growth promise and, in fact, registered the highest revenues and profit margins in our three-decade history. The results are a testament to our commitment of building a robust organisation with a high-performance culture.

During the year, we garnerd ₹6767.55 lacs, registering a 5.94 percent increase over the previous year when the company's revenues stood at ₹6387.72 lacs. In FY18, our bottom line was stable at ₹252.91 lacs as compared to ₹244.99 lacs in the previous year. During the year, the earnings per share was ₹3.42 as against ₹3.46.

This improvement is a culmination of our sustained strategic efforts for the last 36 months. The objective was to create a viable ecosystem for the Company's next phase of growth by plugging in operational gaps.

The highlights of the strategy were as follows:

Modular backend strategy

As the demand for technical textiles in increasing due to broadening applications in end-user industries, product designs are evolving rapidly. Companies need to respond to market demands quickly to stay relevant and competitive in this scenario. At Rishi Techtex, we have retained our competitive edge by integrating a modular backend strategy.

While our R&D team develops products and stabilises them to production stages, we leverage our network of regional accredited manufacturing partners to scale up volumes. This strategy allows us to respond to the changing requirements of end-use industries speedily with strategic investments in high-end machinery and scientific manpower.

Simultaneously, we leverage the new crop of micropreneurs nurtured by the government for industrial growth. Our adherence to strict quality policies enables us to ensure that products manufactured by outsourced agencies meet our brand standards.

Make for India business approach

In the coming years, we aim to position ourselves as a Company that makes technical textiles for India alongside pursuing opportunistic international demand. At present, a significant share of India's technical textile requirements, as high as 30 percent of speciality products is fulfilled from imports.

At Rishi Techtex, we aim to bridge this gap with supply from the indigenous industry. In line with this objective, we have developed a few products successfully over the past few years. These include our range of fire-retardant nets, mulch mats etc.

During the last year, we continued our investments in research and development of high-end products that are made for India keeping with its specific topographic conditions and requirements. These included super-heavy shade nets and horticulture nets for specific vegetables. This strategy, along with the durability and integrity of our products, will contribute towards reinforcing our brand distinction and contribute towards premium price positioning for our products.

> During the year, we garnered revenues of
>
> **₹6767.55 lacs**
>
> registering a
>
> **5.94 percent**
>
> increase over the previous year.

Our adherence to a strict **quality control** policy enables us to ensure the products manufactured by outsourcing agencies meet our brand standards.

Investments in manufacturing capabilities

During the year, the Company set up a new manufacturing unit at Vapi in Gujarat. This is our second factory, in addition to the flagship unit in Daman. The new plant is equipped with the latest machinery.

While the unit will serve as a backup in times of exigency, it is mainly a dedicated centre for research and development initiatives undertaken by our team. This investment is integral to the Company's evolution as a premium technical textiles R&D company.

We have also invested in an imported automatic bagging machine for the packtech vertical. This investment minimises human intervention in the packaging process and reduces the occurrence of errors.

Premium brand play

Following the stupendous success of the Krishi Grapenet range of shade nets, we are in the process of developing a a variety of nets for a range of horticulture crops. These included nets for chilli, cucumber, garlic, mushroom, bananas, pomegranate and okra. These nets protect the crops from pests and extreme weather conditions, allowing only the right amount of air and sunlight required by the plants to permeate.

Farmers are acknowledging the benefits accrued from the use of our nets and are thus willing to pay a premium price for our products. Rishi Techtex is leading the wave of displacing unorganised players in the industry with its R&D-intensive, scientific approach to product development. This customer trust is integral to our evolution as an innovation-led organisation.

Focus on Quality

Our range of agri-shade nets and horticulture nets are certified by the Bureau of India Standards (BIS). We are among the few Indian companies to have achieved this coveted certification for our products, which qualifies us to participate in government tenders and target government projects under the industrial sales vertical.

Further, during the year, our shade nets were used in the English PGA Tournament 2018 at the Saunton Golf Club in Devonshire. The global demand for our products indicates our commitment to manufacturing excellence and world-class quality.

Future Outlook

Over the last three years, we have successfully plugged in the gaps in our business strategy. Our efforts have laid the foundation for our future as an innovation-driven, quality-focused organisation. In the future, we will focus on translating these efforts into high margins for the Company. Our efforts will also be aided by the momentum created by government-led awareness and subsequent demand creation for the sector. We are now better equipped to make a sustainable foray into segments such as defence, housing, infrastructure etc.

While our **R&D team** develops products and stabilises them to production stages, we leverage our network of regional accredited manufacturing partners to scale up volumes.

We are confident that the combination of our renewed strategy, technological investments, enhanced customer orientation and plentiful opportunities offered by rapidly increasing domestic and global demand will unlock merit for the entire stakeholder value chain.◆

Human Resources

HARNESSING OUR PEOPLE CAPITAL

As a science-led company, scientific talent and human innovation is our biggest strength. Their performance, which directly impacts our ability to deliver, is our key differentiator in the hyper-competitive industry scenario.

To increase team efficiency, we implemented an organisation structure as a strategy of management reinforcement during the last year.

As a part of this strategy, we have re-engineered the organisation. The change to the organisation structure is reflected in the charts below:

We have created a senior management cadre to handle division-wise responsibilities during the last year. These included recruitments across the divisions of quality assurance, production (for the new set-up in Vapi), human resources, finance, marketing, procurement and maintenance. With the organisation structure in place, our ability to identify and fill relevant talent has become sharper.

The new senior management team comprises professionals who bring valuable experience from their previous stints with leading organisations, including the textile sector. Their onboarding will help Rishi Techtex in taking on future growth opportunities more confidently.

Impact of the new structure on organisation performance

The new organisation structure will directly contribute to enhancing our proficiency and effectiveness, and will be a key enabler in our next phase of growth. The investments in human capital will power the Company's growth in a process-driven manner while focusing on strategic growth initiatives.

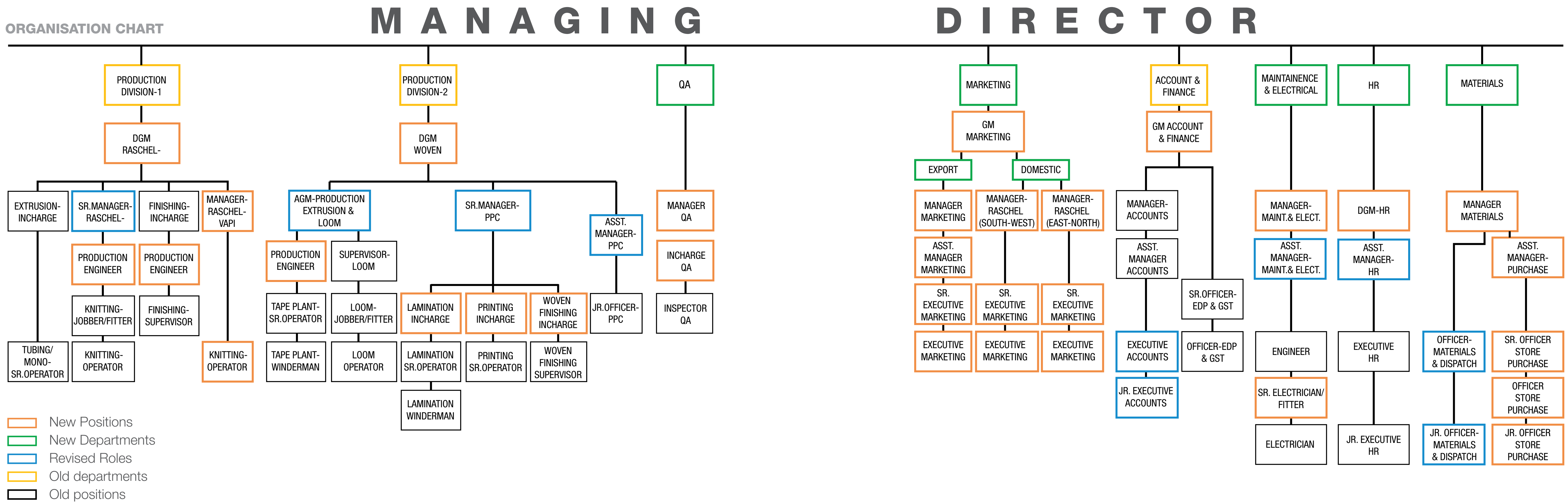
Further, the expansion of the leadership teams combined with a modular, outsourced backend strategy will enable the team to focus on customer requirements and new product development. The restructuring will thus lay emphasis on strategic growth initiatives at the organisation. Additionally, the leadership team will step back from day-to-day activities and focus more on innovation, product development and strategic technical tie-ups.

Reinventing a solutions-led culture based on scientific temperament

We believe that culture has a direct correlation to the efficiency of an organisation. The inward-looking strategy adopted by us during the last year was aimed to realign our business to contemporary market requirements. We have consciously moved towards creating a differentiating culture that focusses on science-led solutions that offer genuine synergies to customer challenges.

Our people investments will significantly bolster our R&D efforts and create a pathway to a nimble and lean organisation through technological integration and automation of processes. All these efforts are ultimately aimed at sharpening our competitive edge in an increasingly dynamic and complex environment. We will continue to enhance the safety of our personnel, conduct our manufacturing activities in a sustainable manner and meet all environment and regulatory requirements as we move ahead.

ORGANISATION CHART



OPPORTUNITIES AND THREATS

India's technical textile industry continues to benefit from the growth impetus created by a proactive policy framework. In March 2018, the sector was identified as a sunrise sector in the 'Make in India' policy – with an estimated value of USD 17 billion. The government set up 12 incubation centres to harness the potential of the sector by generating employment and fostering growth opportunities.

At Rishi Techtex, we aim to optimize the opportunities offered by the increasing focus on the technical textile segment by following a three-pronged approach:

- **Innovation:** Changing the focus from manufacturing to development of science-led high-quality and high-margin products.
- **Investments:** Strategic outlays in technology that enhance our R&D edge.
- **Integration:** Integration of innovation and investments to resolve real-world problems across high-priority industries.

We aim to capitalize on these strengths to join forces with global players who are keen on harnessing the India opportunity through technical collaborations and joint ventures.

RISKS & CONCERNS

Geopolitical and regional risks arising out of external events such as conflicts, natural calamities and manmade disasters are key risks that may hinder the organisation's growth. Additional risks include policy measures at domestic and international levels can lead to an upheaval in currency rates. Industry risks include raw materials and oil price fluctuations along with finance costs due to interest rate changes.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate systems of internal control and procedures covering all financial and operating functions commensurate with the size and nature of operations.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, amongst others, economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the government regulations, tax laws and other statutes and incidental factors.◆

Select Customers

Board of Directors

ABHISHEK PATEL

Managing Director since 2012 (DIN : 05183410)

- Responsible for strategic growth and R&D-led initiatives
- Drives the R&D, sales & marketing and operations of the company
- Brings rich exposure of global best practices in transforming the company to a value-added, innovation-driven, premium technical textile player
- Studied Economics and Management at the London School of Economics and Political Science

PRANAV JAYANTILAL PATEL

Director since 2001 (DIN : 00171387)

- Over 25 years of varied business experience
- Serves as Managing Director of MPD Industries Private Limited
- Holds a Bachelor's degree in Commerce

ARVIND NOPANY

Director since 2002 (DIN : 00148521)

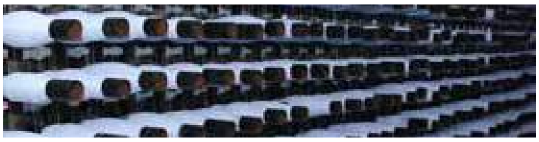
- Leading industrialist with over 23 years of experience
- Currently serves as the Managing Director of Rishi FIBC Solutions Private Limited and also is on the Board of Garrison Polysacks Pvt. Ltd.
- Graduate in Business Administration from Armstrong University, California

SHEELA AYYAR

Director since 2015 (DIN : 06656579)

- Reputed management professional with experience in business strategy
- Currently handles strategic affairs for Tejas Engineering and Management
- Holds a Bachelor's degree in Commerce

Glimpses of machinery



BIS Certificate : IS 16008

भारतीय मानक ब्यूरो
BUREAU OF INDIAN STANDARDS

WESTERN REGIONAL OFFICE
Mumbai Branch Office - II

ATTACHMENT TO LICENCE NO. CM/L- 7800003013

CML NO	NAME OF THE LICENSEE WITH ADDRESS	PRODUCT	IS NO
[illegible]	[illegible] SURVEY NO. 381, ZARI CAUSEWAY ROAD, KACHIGAM DAMAN Daman & Diu [illegible]	Agro Textiles - Shade Nets for Agriculture and Horticulture Purposes	IS 16008 : 2012

ENDORSEMENT NO. 4 Dated 11-9-2017

Consequent upon the revision of IS 16008:2012 to IS 16008 (Part 1): 2016, the scheme of testing and inspection (STI) had been replaced by the revised scheme. STI/16008(Part 1)/2/March 2016 and column (3) of the First Schedule of the licence revised as under with immediate effect

IS 16008: Part 1: 2016

AGROTEXTILES-SHADE NETS FOR AGRICULTURE AND HORTICULTURE PURPOSES-SPECIFICATION PART 1 MADE FROM TAPE YARNS

Other terms and conditions of Licence remain the same.

(RAJEEV P)
Scientist 'E' & Head

भारतीय मानक ब्यूरो
BUREAU OF INDIAN STANDARDS

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Mumbai Branch Office - II

Fax: 022-28264352
E-mail: mbbo2@bis.gov.in
Web: http://www.bis.org.in

ATTACHMENT TO LICENCE NO. CM/L- 7800003013

CML NO	NAME OF THE LICENSEE WITH ADDRESS	PRODUCT	IS NO
7800003013	RISHI TECHTEX LTD SURVEY NO. 381, ZARI CAUSEWAY ROAD, KACHIGAM DAMAN Daman & Diu 396215	Agro Textiles - Shade Nets for Agriculture and Horticulture Purposes	IS 16008 : 2012

ENDORSEMENT NO. 3 Dated 23-6-2017

Consequent upon the revision of rate of marking fee, column(3) of the Second Schedule of the licence have been revised as under with effect from 24/08/2016.

Unit - 100 SQMES
Rs 0.80 per unit for all units

as relevant with the minimum of Rs. 93,000.00 an operative period of one year subject to such concessions as may be admissible.

Also the licence is renewed for a further period of two years from Seventeenth April Two Thousand and Seventeen to Sixteenth April Two Thousand and Nineteen

Endorsement No 2 dated 19/05/2017 stands withdrawn.

Other terms and conditions of Licence remain the same.

(RAJEEV P)
Scientist 'E' & Head

REPORTS & FINANCIALS

DIRECTOR'S REPORT

To,

The Members,

Your Directors have pleasure in presenting their 34th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2018.

FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

(₹ in Lakhs)

	2017-18	2016-17
Total Income	6789.12	6406.98
Profit before Tax	315.58	289.32
Provision for Tax	62.67	44.33
Profit after Tax	252.91	244.99
Total Comprehensive Income for the period	240.01	244.31

DIVIDEND

To strengthen the cash flow of the Company, the Directors decided not to declare any dividend in the year.

RESERVES

As on March 31, 2018 the reserves and surplus has increased to ₹ 1489.98 lakhs as compared to ₹ 1238.82 lakhs achieved during the last year.

COMPANY'S WORKING DURING THE YEAR

The company earned total income of ₹ 6789.12 lakhs as compared to ₹ 6406.98 earned in the previous year showing increase of 5.63%. The operations during the year have resulted in a profit of ₹ 252.91 lakhs.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

During the year there are no material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

SIGNIFICANT AND MATERIAL ORDERS

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

ADOPTION OF INDIAN ACCOUTING STANDARD (IND AS)

Your Company has adopted Indian Accounting Standards ("IND AS") pursuant to Ministry of Corporate Affairs Notification dated 16th February 2015 notifying the Companies (Indian Accounting Standard) Rules, 2015. Accordingly, for the first time the financial statements for the year under report have been prepared in compliance with IND AS.

You may refer Note 41 of Standalone Financial Statement forming part of the Annual Report for an explanation of how the transition from previous GAAP to IND AS has affected financial position, performance and cash flow of the Company.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company has no subsidiary or joint venture or associate company.

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Statutory Auditors of the Company in the 'Annexure B' to the Audit Report, have formed a disclaimer of opinion about the Internal Financial Control over financial reporting and its efficiency.

In the light of the said disclaimer of opinion, we would like to state as under:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Company has an Internal Auditor who reports on all internal audit functions as to maintain, monitor and evaluate the efficiency and adequacy of internal control system in the Company. Based on the report of the internal auditor; the management undertakes corrective actions; as and when required; in their respective areas to strengthen the internal financial control.

AUDIT OBSERVATIONS AND EXPLANATION BY THE BOARD

The Statutory Auditors of the Company in their Audit Report for the financial year ended 31st March 2018 have qualified their opinion to the extent of the matter described in the basis for qualified opinion paragraph in the said audit report with regard to overdue trade receivables as on 31st March 2018. The basis for qualified opinion as stated by the Statutory Auditors in their above referred Audit Report is appended herein below:

Basis for Qualified opinion:

"The confirmations related to overdue trade receivables amounting to ₹ 3.91 crores have not been received by the Company. Accordingly no provision of ₹ 3.91 crores has been made for such receivables in the enclosed financial results. This has resulted in the overstatement of Trade receivables by ₹ 3.91 crores and overstatement of profit by ₹ 3.91 crores."

In the light of the said basis for qualified opinion, the management would like to state as under:

The trade receivables outstanding as on 31st March 2018 are good and recoverable. The necessary letters for balance confirmation have already been forwarded by the Company to the respective debtors and the said balances are neither disputed nor denied by them. In view of the same the Management has reason to believe that the trade receivables outstanding as on 31st March 2018 as per the books of accounts of the Company are true, correct and recoverable.

From the outstanding trade receivables as on 31st March 2018; an amount of ₹ 1.12 crores have already been realized in the normal course of business till the date of this report.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the audit committee, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

DEPOSITS

The details relating to deposits, covered under Chapter V of the Act,-

a) accepted during the year; : 10.00 Lakhs

b) remained unpaid or unclaimed as at the end of the year; Nil

c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved;

(i) at the beginning of the year - Nil

(ii) maximum during the year - Nil

(iii) at the end of the year - Nil

The details of deposits which are not in compliance with the requirements of Chapter V of the Act Nil

AUDITORS

Statutory Auditor:

M/S. B. D. Jokhakar & Co., Chartered Accountants, Mumbai, (FRN: 104345W), who were appointed as the Statutory Auditors of the Company at its 33rd Annual General Meeting have tendered their resignation vide letter dated 06th August 2018 ; due to their preoccupation in other professional work as stated therein. The said letter was received by the Company on 08th August 2018. The Board of Directors at their meeting held on 16th August 2018 appointed M/s. Attar & Associates, Chartered Accountants, Thane, Maharshtra (FRN: 116443W) as Statutory Auditors, to fill the casual vacancy caused due to the resignation of M/S. B. D. Jokhakar & Co., from 16th August 2018 to the conclusion of 34th Annual General Meeting, subject to the approval of members.

M/s. Attar & Associates, Chartered Accountants, Thane, Maharashtra, are eligible for appointment and have confirmed that their appointment, if approved, will be in compliance with Section 141 of the Companies Act, 2013 and other applicable provisions.

Your Board recommends the appointment of M/S. Attar & Associates, Chartered Accountants, Thane, Maharashtra, (FRN : 116443W) as Statutory Auditors for a term of 5 financial years commenced from current financial year and to hold office from the conclusion of 34th Annual General Meeting till the conclusion of the 39th Annual General Meeting of the Company.

As per the provisions of the Companies Act, 2013, the Auditors Report on Financial Statements for the year ended 31st March 2018 as issued by the Statutory Auditor M/S B. D. Jokhakar & Co., Chartered Accountants forms part of this Annual Report.

SHARE CAPITAL

During the year the 304000 equity shares of ₹ 10/- each were issued on part conversion of warrants at price of ₹ 17/- per share to promoter and promoter group. So as on 31st March, 2018 the share capital of the Company was ₹ 739.10 lacs. Following two directors are holding shares of the Company:

Mr. Abhishek Patel

Mr. Pranav Patel

EXTRACT OF THE ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure A".

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

The information required to be disclosed is set out in "Annexure B"

DIRECTORS:

A. Changes in Directors and Key Managerial Personnel

There are no changes in the Board of directors of the Company. As on March 31, 2018 the Board of the Company comprises of four directors viz. Mr. Abhishek Patel, Managing Director, one Non-Executive Director and two Independent Directors.

B. Declaration by an Independent Director(s)

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with SEBI (LODR) Regulations, 2015.

C. Formal Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 and LODR, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

During the year no Independent director were appointed. All Independent Directors already on the Board are familiar with the organization.

MEETINGS OF THE BOARD OF DIRECTOR

As on March 31, 2018 the board consists of four Directors out of which one is promoter director, one non-executive director and two independent directors. There is no Nominee Director on the Board.

No Director of the Company is either member of more than ten committees and/ or Chairman of more than five committees across all Companies in which he is Director and necessary disclosures to this effect has been received by the Company from all the Directors.

During the year, in all five Board Meetings were held i.e. on 30th May, 2017, 27th June, 2017, 12th September, 2017, 8th December, 2017 and 12th February, 2018. The time gap between any two meetings was not more than 120 days.

The details of Directors and their attendance record at Board Meetings held during the year and at the last Annual General Meeting, number of other directorships and chairmanships/memberships of committees, and other Committees of the Company is given below:

Name	Category	Other director-Ships in public limited Cos	Committee Memberships/ Chairmanship (includingRTL)#	Attendance At Board Meetings	Attendance at AGM	Shareholding of Non-Executive Directors
Mr. Abhishek Patel	Promoter/ Executive	Nil	2	5	Yes	N. A.
Mr. Arvind Nopany	Non-Promoter/ Independent	Nil	3	5	No	Nil
Mr. Pranav Patel	Non-Promoter/ Independent	Nil	3	5	No	1767
Mrs. Sheela Ayyar	Non-Promoter/ Independent	1	3	5	No	Nil

while considering the memberships/chairmanships only Audit Committee and Shareholders and Investor Grievance Committee are considered.

Audit Committee

The Company has a Qualified Audit Committee as per the provisions of the Companies Act, 2013 and LODR. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the Listing Regulation. The Committee consists of three Directors, Mr. Arvind N. Nopany, Mr. Abhishek Patel and Mrs. Sheela Ayyar out of which two are independent Directors. Mrs. Sheela Ayyar is the chairperson of the Committee.

The terms of reference to the Committee broadly are as under

1 Reviewing the quarterly and annual financial statements before submission to the Board.

2 Recommending to the Board the appointment, reappointment of the statutory auditors and fixing their remuneration.

3 Reviewing the internal control system and internal audit function.

4 Discussing with internal auditors, failure in internal control system and recommending measures for improvement.

5 Discussing with statutory auditors about the nature and scope of audit and post audit discussions on any area of concern.

6 To look into any defaults in payment to depositors, shareholders and creditors.

The Committee met on 29th May, 2017, to consider the Annual Accounts for the year ended 31.03.2017, on 26th June, 2017, to consider the recommendation of appointment of Statutory Auditor, on 12th September, 2017 to consider quarterly unaudited results for the quarter ended 30.06.2017,on 8th December, 2017 to consider the quarterly unaudited results for the quarter ended 30.09.2017 and on 12th February, 2017 to consider the nine months financial results.

The Meetings were attended by all the Members of the Committee.

Nomination & Remuneration Committee

The Company has a Nomination & Remuneration Committee as per the provisions of the Companies Act, 2013 and LODR. The Nomination & Remuneration committee consists of three Directors, Mr. Pranav Patel, Mr. Arvind N. Nopany and Mr. Abhishek Patel out of which two are independent Directors. Mr. Arvind Nopany is chairperson of the Committee.

The Board has on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. Remuneration Committee approves the remuneration payable to the Managing Director and senior executives. The policy is available on the website of the Company.

The terms of reference to the Committee broadly are as under:

The Board has framed the Remuneration and Nomination Committee Charter which ensure effective Compliance of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation, which are as follows:

- Reviewing the overall compensation policy, service agreements and other employment conditions of Managing/Whole-time Director(s) and Senior Management (one level below the Board):
- to help in determining the appropriate size, diversity and composition of the Board;
- to recommend to the Board appointment/reappointment and removal of Directors;
- to frame criteria for determining qualifications, positive attributes and independence of Directors;
- to recommend to the Board remuneration payable to the Directors (while fixing the remuneration to Executive Directors the restrictions contained in the Companies Act, 2013 is to be considered);
- to create an evaluation framework for Independent Directors and the Board;
- to provide necessary reports to the Chairman after the evaluation process is completed by the Directors;
- to assist in developing a succession plan for the Board;
- to assist the Board in fulfilling responsibilities entrusted from time-to-time;
- delegation of any of its powers to any Member of the Committee or the Compliance Officer.

The Managing Director is paid remuneration of ₹ 6,00,000/- and is also entitled to the perquisits such as PF, Gratuity, and LTA.

Non-Executive Directors are paid ₹ 2500/- per Board Meeting attended and Rs. 2500/- per Audit Committee Meeting attended.

No stock options has been issued to any Directors.

Total Remuneration received by Mr. Abhishek Patel, Managing Director of the Company during the year 2017-2018 amounts to ₹ 72 lacs (excluding PF and Gratuity).

Stakeholders Relationship Committee

The Company has a Stakeholders Relationship Committee as per the provisions of the Companies Act, 2013 and LODR. The Committee consists of three directors out of which two are independent Directors. Mr. Arvind Nopany is the Chairman of the Committee. The Committee has been constituted to look into redressal of shareholders complaints and correspondence with SEBI and the Stock Exchange.

Details of shareholders' complaints received, solved and pending share transfers:

There are no complaints pending with the company.

Vigil mechanism for directors and employees

The Company has formulated Whistle Blower Policy as per the SEBI (LODR) Regulations, 2015 to enable the employees to raise any concern, query and to deal with instance of fraud and mismanagement. The Company has a whistle blower policy to deal with instances of fraud and mismanagement, if any. The Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

Risk Management Policy

The Company has developed a very comprehensive risk management policy under which all key risks and mitigation plans are compiled into a Risk Matrix. The same is reviewed quarterly by senior management and periodically also by the Risk Management Committee of the Board.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has taken adequate care and caution in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Company has not received any sexual harassment complaint during the year 2017-2018.

LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

Pursuant to section 134 read with rule of the Companies (Accounts) Rules, 2014, there are no transactions to be reported under section 188(1) of the Companies Act, 2013. The related party policy as approved by the Board is available on the website of the Company.

The disclosure in Form AOC-2 as per the provisions of Section 188 of the Companies Act, 2013 and rules made there under is not required since there are no material contracts or arrangements entered into by the Company as per the Policy of Materiality framed forming part of Related Party Transaction policy of the Company.

Related Party Transactions as required under Accounting Standards are reported under the notes to the financial statements.

The policy for determining material subsidiary and policy for dealing with related party transaction is available on the website of the Company www.rishitechtex.com.

PARTICULARS OF EMPLOYEES

The Statement containing particulars of employees as required and the ratio of remuneration of Managing Director to the median employees' remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) and (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report as "Annexure C".

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Sudhanwa S. Kalamkar & Associates, Company Secretary in practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as "Annexure D".

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to provisions of the Companies Act, 2013, it is not applicable to the Company.

STATEMENT ON SALIENT FEATURES OF FINANCIAL STATEMENT

Statement on salient features of Financial Statement in Form AOC-3 is not required since Entire Annual Report is being sent to all Shareholders in the manner specified under Rule 11 of the Companies (Accounts) Rules, 2014.

MANAGEMENT DISCUSSION AND ANALYSIS

The management discussion and analysis on the operations of the Company is provided in a separate section and forms a part of this report.

CORPORATE GOVERNANCE REPORT

As per Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, every listed entity is required to submit on a quarterly basis a compliance report on corporate governance to Stock Exchange(s) where its securities are listed within fifteen days from close of the quarter.

Further the Regulation 15 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, grants specific exemption from the applicability of regulations 27 to such entities whose paid up equity share capital does not exceed Rs. 10 Crores and net worth does not exceed Rs. 25 Crores, as on the last day of the previous financial year.

Since your company meets the exemption criteria as specified above the Corporate Governance provisions as per regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(3)(c) of the Companies Act, 2013 and to the best of their knowledge, belief and according to the information and explanations obtained by them, your Directors make the following statements that :

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis;

(e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS

The Directors place on record their appreciation for the efficient and loyal services rendered by the Staff and workmen, also acknowledge the help, support and guidence from the various Statutory Bodies, Government and Semi-Government Organisations and thankor customers, suppliers, investors for their continues support during the year.The Directors alsoa cknowledge the help, support and guidence received from Canara Bank.

By Order of the Board of Directors

For **Rishi Techtex Ltd.**

Place: Mumbai
Date: 16.08.2018

Abhishek Patel
(Chairman of the Board)

Annexure A

	FORM NO. MGT 9		
	EXTRACT OF ANNUAL RETURN		
	as on financial year ended on 31.03.2018 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:**		
i	CIN	L28129MH1984PLC032008	
ii	Registration Date	7/2/1984	
iii	Name of the Company	RISHI TECHTEX LIMITED	
iv	Category/Sub-category of the Company	Public Ltd. Company	
v	Address of the Registered office & contact details	612, Veena Killedar Industrial Estate, 10-14 Pais street, Byculla (W), Mumbai 400011	
vi	Whether listed company	Listed	
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Adroit Corporate Services Pvt. Ltd. 17/20, Jaferboy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400059 Ph. No. 42270400	
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		
SL No	**Name & Description of main products/ services**	**NIC Code of the Product /service**	**% to total turnover of the company**
1	Manufacturing of Plastic Wowen, Sacks and Shade nets	13999	100%
III	**PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**		
	N.A. - The company do not have any subsidiary or associate company		

Note : Data given in MGT 9 pertaining to shareholding pattern under Sr. No. IV is as provided by our Registrar and Transfer Agent.

IV SHAREHOLDING PATTERN

(Equity Share Capital Breakup as Percentage of Total Equity)

(1) RISHI TECHTEX LIMITED - Category-wise Share Holding

Category of Shareholders	No.of Shares held at the beginning of the year				No.of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0		0.00
d) Bodies Corp.	273737	0	273737	3.86	273737	0	273737	3.70	-0.16
e) Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other									
f-1) DIRECTORS RELATIVES	951091	0	951091	13.42	1255091	0	1255091	16.98	3.56
f-2) DIRECTORS	962659	0	962659	13.58	962659	0	962659	13.02	-0.56
Total Shareholding of promoter (A)	**2187487**	**0**	**2187487**	**30.87**	**2491487**	**0**	**2491487**	**33.71**	**2.84**
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	281901	0	281901	3.98	0	0	0	0.00	-3.98
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B) (1)	**281901**	**0**	**281901**	**3.98**	**0**	**0**	**0**	**0.00**	**-3.98**
(2) Non - Institutions									
a) Bodies Corp.									
i) Indian	739947	1079	741026	10.46	644723	2079	646802	8.75	-1.70
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	824124	298771	1122895	19.37	833407	293228	1126635	15.90	-3.47
ii) Individual shareholders holding nominal share capital in excdess of Rs.1 lakh	1441779	0	1441779	24.87	2554898	0	2554898	36.05	11.18
c) Others (Specify)									
c-1) NON RESIDENT INDIANS(INDIVIDUALS)	9306	41716	51022	0.88	129736	41716	171452	2.42	1.54
c-2) CLEARING MEMBER	33597	0	33597	0.47	7703	0	7703	0.10	-0.37
c-3) DIRECTORS	1767	0	1767	0.02	1767	0	1767	0.02	0.00
Sub-total (B)(2)	4281589	336123	4617712	65.16	4571833	327680	4899513	66.29	1.13
Total Public Shareholding(B)= (B)(1)+(B)(2)	4563490	336123	4899613	69.13	4571833	327680	4899513	66.29	-2.84
C. Shares held by Custodian for GDRs & ADRs.									
Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
Public -	0	0	0	0	0	0	0	0	0
Sub-total (C)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Grand Total (A+B+C)	**6750977**	**336123**	**7087100**	**100**	**7063320**	**327680**	**7391000**	**100**	**0**

(2) Shareholding of Promoters

Sl No.	Shareholder's Name	No.of Shares held at the beginning of the year			No.of Shares held at the end of the year			% Change 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	SMITA H PATEL	440998	6.22	0.00	635998	8.61	0.00	2.38
2	RISHI LASER LTD	273737	3.86	0.00	273737	3.70	0.00	-0.16
3	AAKANKSHA H PATEL	291861	5.03	0.00	400861	4.12	0.00	-0.92
4	REKHA PATEL	55000	0.78	0.00	55000	0.74	0.00	-0.03
5	KIRAN PATEL	163232	2.30	0.00	163232	2.21	0.00	-0.09
6	ABHISHEK HARSHAD PATEL	962659	13.58	0.00	962659	13.02	0.00	-0.56
	TOTAL	**2187487**	**30.87**	**0.00**	**2491487**	**33.71**	**0.00**	**2.84**

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

Sl No.				No.of Shares held at the beginning of the year		Cumulative Shareholding during the year	
		Name of Promoter's	As On Date	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**	**RISHI LASER LTD**	01/04/2017	273737	3.86	273737	3.86
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	273737	3.70
2	**At the beginning of the year**	**ABHISHEK HARSHAD PATEL**	01/04/2017	962659	13.58	962659	13.58
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	962659	13.58
3	**At the beginning of the year**	**AAKANKSHA H PATEL**	01/04/2017	291861	4.12	291861	4.12
	Date wise Increase / Decrease in Promoters Share holding during the year		30/06/2017	109000	1.47	400861	5.42
	At the End of the year		31/03/2018	0	0.00	400861	5.42
4	**At the beginning of the year**	**KIRAN PATEL**	01/04/2017	163232	2.30	163232	2.30
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	163232	2.30
5	**At the beginning of the year**	**REKHA PATEL**	01/04/2017	55000	0.78	55000	0.78
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	55000	0.78
6	**At the beginning of the year**	**SMITA H PATEL**	01/04/2017	440998	6.22	440998	6.22
	Date wise Increase / Decrease in Promoters Share holding during the year		30/06/2017	195000	2.64	635998	8.60
	At the End of the year		31/03/2018	0	0.00	635998	8.61

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

Sl No.	For Each of the Top 10 Shareholders			No.of Shares held at the beginning of the year		Cumulative Shareholding during the year	
		Name of Shareholder's	As On Date	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**	**CENTENNIAL FINANCE LTD**	01/04/2017	509964	7.20	509964	7.20
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	509964	6.90
2	**At the beginning of the year**	**GEETA ARVIND JOSHI**	01/04/2017	339750	4.79	339750	4.79
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	339750	4.60
3	**At the beginning of the year**	**NIKHIL JAISINH MERCHANT**	01/04/2017	330000	4.66	330000	4.66
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	330000	4.66
4	**At the beginning of the year**	**STRESSED ASSETS STABILIZATION FUND**	01/04/2017	281901	3.98	281901	3.98
	Date wise Increase / Decrease in Share holding during the year		07/04/2017	-48399	0.68	233502	3.29
			14/04/2017	-40000	0.56	193502	2.73
			21/04/2017	-51686	0.73	141816	2.00
			28/04/2017	-21694	0.31	120122	1.69
			05/05/2017	-955	0.01	119167	1.68
			12/05/2017	-20000	0.28	99167	1.40
			19/05/2017	-26901	0.38	72266	1.02
			26/05/2017	-21258	0.30	51008	0.72
			02/06/2017	-14993	0.21	36015	0.51
			09/06/2017	-14980	0.21	21035	0.30
			16/06/2017	-5000	0.07	16035	0.23
			23/06/2017	-4820	0.07	11215	0.16
			30/06/2017	-6682	0.09	4533	0.06
			07/07/2017	-3177	0.04	1356	0.02
			14/07/2017	-1356	0.02	0	0.00
	At the End of the year		31/03/2018	0	0.00	0	0.00
5	**At the beginning of the year**	**KALAWATI KOTHARI**	01/04/2017	250000	3.53	250000	3.53
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	250000	3.38
6	**At the beginning of the year**	**R VENKATA SUBRAMANIAN**	01/04/2017	246155	3.47	246155	3.47
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	246155	3.33
7	**At the beginning of the year**	**RAJALAKSHMI R**	01/04/2017	175000	2.47	175000	2.47
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	175000	2.37
8	**At the beginning of the year**	**JAYESH SHETH**	01/04/2017	164600	2.32	164600	2.32
	Date wise Increase / Decrease in Share holding during the year		14/04/2017	-18906	0.27	145694	2.06
			21/04/2017	-12156	0.17	133538	1.88
			05/05/2017	-5138	0.07	128400	1.81
			12/05/2017	-9193	0.13	119207	1.68
			19/05/2017	-3707	0.05	115500	1.63
			02/06/2017	-1320	0.02	114180	1.61
			07/07/2017	-6184	0.08	107996	1.46
			14/07/2017	-7000	0.09	100996	1.37
			01/09/2017	-60000	0.81	40996	0.55
			29/09/2017	-1560	0.02	39436	0.53
			06/10/2017	-996	0.01	38440	0.52
			13/10/2017	-2975	0.04	35465	0.48

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

Sl No.	For Each of the Top 10 Shareholders	Name of Shareholder's	As On Date	No.of Shares held 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
			20/10/2017	-1845	0.02	33620	0.45
			27/10/2017	-413	0.01	33207	0.45
			10/11/2017	-7500	0.10	25707	0.35
			17/11/2017	-2935	0.04	22772	0.31
			01/12/2017	-1740	0.02	21032	0.28
			08/12/2017	-250	0.00	20782	0.28
			29/12/2017	-2525	0.03	18257	0.25
			12/01/2018	-1883	0.03	16374	0.22
			19/01/2018	-10777	0.15	5597	0.08
			25/01/2018	-4597	0.06	1000	0.01
	At the End of the year		31/03/2018	0	0.00	1000	0.01
9	**At the beginning of the year**	**DHEERAJ KUMAR LOHIA**	01/04/2017	133243	1.88	133243	1.88
	Date wise Increase / Decrease in Share holding during the year		14/04/2017	-17000	0.24	116243	1.64
			19/01/2018	-3026	0.04	113217	1.53
			09/02/2018	-75	0.00	113142	1.53
			16/02/2018	-3524	0.05	109618	1.48
	At the End of the year		31/03/2018	0	0.00	109618	1.48
10	**At the beginning of the year**	**AJAY C MODY**	01/04/2017	130000	1.83	130000	1.83
	Date wise Increase / Decrease in Share holding during the year		07/04/2017	-2500	0.04	127500	1.80
			14/04/2017	-48592	0.69	78908	1.11
			21/04/2017	-12852	0.18	66056	0.93
			28/04/2017	-29165	0.41	36891	0.52
			05/05/2017	-10823	0.15	26068	0.37
			12/05/2017	-5610	0.08	20458	0.29
			19/05/2017	-13247	0.19	7211	0.10
			26/05/2017	-1967	0.03	5244	0.07
			09/06/2017	-5244	0.07	0	0.00
	At the End of the year		31/03/2018	0	0.00	0	0.00

(5) Shareholding of Directors and Key Managerial Personal

Sl 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**	**PRANAV J PATEL**	01/04/2017	1767	0.02	1767	0.02
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for icrease / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	1767	0.02
2	**At the beginning of the year**	**JAGDISH SUBHAKARAN DOKWAL**	01/04/2017	40093	0.69	17840	0.24
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2018	0	0.00	17840	0.24

Note: while considering the shareholding of directors, Promoters Directors are not included

V INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	944.1	54.06	50.00	1048.16
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	**944.1**	**54.06**	**50.00**	**1048.16**
Change in Indebtedness during the financial year				
Additions	578.77	7.50	0.00	586.27
Reduction	44.8	31.53	5.00	81.33
Net Change	533.97	-24.03	-5.00	504.94
Indebtedness at the end of the financial year				
i) Principal Amount	1478.07	30.03	45.00	1553.1
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	**1478.07**	**30.03**	**45**	**1553.1**

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No	**Particulars of Remuneration**	**Mr. Abhishek Patel - Managing Director**
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	72.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0
2	Stock option	0
3	Sweat Equity	0
4	Commission as % of profit	0
	others (specify)	0
5	Provident Fund	5.04
	Total (A)	**77.04**
	Ceiling as per the Act	Remmuneration is within the limits precribed under Companies Act, 2013

B. Remuneration to other directors:

S I . No	**Particulars of Remuneration**	**Mr. Pranav Patel**	**Mr. Arvind Nopany**	**Mrs. Sheela Ayyar**	**Total Amount**
1	Independent Directors				
	(a) Fee for attending board committee meetings -	0	0.250	0.250	0.500
	(b) Commission	0	0	0	0
	(c) Others, please specify	0	0	0	0
	Total (1)				
2	Other Non Executive Directors				
	(a) Fee for attending board committee meetings	0.125	0	0	0.125
	(b) Commission	0	0	0	0
	(c) Others, please specify.	0	0	0	0
	Total (2)	**0.125**	**0**	**0**	**0.125**
	Total (B)=(1+2)	**0.125**	**0.250**	**0.250**	**0.625**
	Total Managerial Remuneration	**0.125**	**0.250**	**0.250**	**0.625**
	Overall Cieling as per the Act.	Remmuneration is within the limits precribed under Companies Act, 2013			

C.	REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD				
Sl. No.	**Particulars of Remuneration**		**Key Managerial Personnel**		
1	**Gross Salary**	**Nidhi Shah - Company Secretary**	**Gauri Gangal - Company Secretary**	**Jagdish Dokwal - CFO**	**Total**
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	190000	155202	1397751	1742953
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as % of profit	0	0	0	0
	others, specify - Gratuity	0	3788	0	3788
5	Provident Fund	15000	9450	146024	146024
6	Bonus	10000	6560	101365	101365
	Total	**25000**	**19798**	**247389**	**251177**
	Total	**215000**	**175000**	**1645140**	**1994130**
Note:- Ms. Nidhi Shah has resigned on 10.10.2018 and Ms. Gauri Gangal has appointed on 11.10.2018					
VII	**PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES**	**NIL**			

Annexure B

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. CONSERVATION OF ENERGY

The Company has initiated various steps for conservation of energy. The Company has replaced old motors and connections to prevent power leakage. Additionally, for heat dissemination, better insulators were installed and recycling units were refurbished. Old computer systems and machinery were replaced for energy efficient operations. By preventing heat loss the company saved on energy.

B. TECHNOLOGY ABSORPTION

The company has been constantly improving the quality of the products to suit the requirements of customers. The Company is in the process of developing its in-house R&D Lab and upgrade the machines and instruments accordingly. The Company has installed new Machines as well as modified existing machines to improve the quality of its products.

TECHNOLOGY ABSORPTION, ADAPTION AND INNOVATION

The Company increasing its focus of the investments in the packtech verticle to minimize human intervention to increase the efficiency of the process.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year the earning in foreign exchange on Export of bags and fabrics amounts to ₹ 1000.96 lakhs. Expenditure in foreign currency on account of Travelling is ₹ 2.51 lakhs and on account of spares and components is ₹ 4.27 Lakhs. There was no import of Capital Goods.

Annexure C

1. The ratio of the remuneration of each director to the median employees' remuneration for the financial year:

Name	Designation	Ratio
Mr. Abhishek Patel	Managing Director	44.44:1

For this purpose, sitting fees paid to non-executive directors have not been considered.

2. The percentage increase in remuneration of each Director , Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

   The remuneration of Managing Director has increased by 50 percentages.

   The remuneration of Chief Financial Officer has increased by 47.48 percentages.

   There is no change in the remuneration of the Company Secretary in the financial year.

3. The percentage increase in the median remuneration of employees in the financial year:

   The increment in the median remuneration of the employees is around 10 Percentage.

4. The Number of permanent Employees on the rolls of the Company:

   The numbers of on-rolls permanent employees are 192 (Excluding MD)

5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and exceptional circumstances for increase in the managerial remuneration, if any:

   The average percentile increase in the salaries of employees other than Managerial Personnel is 12.25%.

6. Affirmation that the remuneration is as per the remuneration policy of the Company:

   Yes

Annexure D

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

(Pursuant to Section 204 (1) of the Companies Act, 2013 read with Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,

The Members,

Rishi Techtex Limited, Mumbai

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Rishi Techtex Limited (CIN: L28129MH1984PLC032008) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts 1 statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns maintained, filed with respective Statutory Authorities and other records maintained by the Company, and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit and as per the explanations given to me and the representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March 2018 according to the provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;

(ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-Jaws framed there under;

(iv) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- a) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 pertaining to re-appointment of Registrars to an Issue and Share Transfer Agents and their dealing with the Members on behalf of the Company;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009;
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015;

(v) Statutes to the extent they are applicable to the Company as per the representations made by the Management and;

The Company has generally complied with 'the provisions of the Other Acts, as mentioned above, which are specifically applicable to the Company.

I further report that:

- (a) the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.
- (b) adequate notice was given to all Directors at least seven days in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) decisions at the Board Meetings, as represented by the management, were taken unanimously.

I further report that:

- (a) as per the explanations given to me and the representations made by the Management and relied upon by me 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;
- (b) during the audit period the Company has converted 304000 equity share warrants issued by the Promoters and has complied with the relevant provisions of the SEBI Issue of Capital and Disclosure Requirements) Regulations 2009 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
- (c) during the audit period, there has been no significant event having material implication on the existing business of the Company, requiring approval of the Board.

Place: Mumbai
Date: 15-05-2018

For **Sudhanwa S Kalamkar & Associates**
Company Secretaries

Sudhanwa S Kalamkar
ACS: 18795 CoP: 7692

GENERAL SHAREHOLDER INFORMATION

1) General Meetings

31st AGM - Tuesday 29.09.2015 at 11.30 a.m. – Killachand Conference Room, 2nd Floor, IMC, Churchgate, Mumbai- 400020

EGM - Saturday 09.01.2016 at 11.00 a.m. - H. T. Parekh Conference Room, 4th Floor, IMC, Churchgate, Mumbai- 400020

32nd AGM - Wednesday 28.09.2016 at 10.30 a.m. - Killachand Conference Room, 2nd Floor, IMC, Churchgate, Mumbai- 400020

33rd AGM - Wednesday, 20.09.2017 at 10.30 a.m. - Killachand Conference Room, 2nd Floor, IMC, Churchgate, Mumbai- 400020

34th AGM - Friday, 28.09.2018 at 3.15 p.m. - Killachand Conference Room, 2nd Floor, IMC, Churchgate, Mumbai- 400020

Special Resolutions

In the 31st Annual General Meeting, no Special Resolution was passed

In the EGM held on January 09, 2016 following two the Special resolution was passed:

1. For Issue and allotment of warrants on Preferential Basis to Promoter and Promoter Group
2. Appointment of Mrs. Sheela Ayyar As independent Director

In 32nd AGM two Special Resolutions was passed as follows:

1. For increase in Authorised Share Capital of the Company and alteration in Memorandum of Association and Articles of Association in this regard and
2. Issue and allotment of equity shares to Non- Promoter Group.

In 33rd AGM special resolution was passed for re-appointment and remuneration of Mr. Abhishek Patel (DIN: 05183410) as Managing Director of the Company.

Postal Ballot

During the year, no postal Ballot Resolution was passed.

2) Subsidiary Companies

The Company does not have any Subsidiary Company.

3) Disclosures

The Company is in Compliance with all mandatory requirements under Listing Regulation.

The Company issued 304000 equity shares of Rs. 10/- each on the part conversion of warrants at price of Rs. 17/- per share to promoter and promoter group as on 16th June, 2017.

There are no transactions of material nature with the Promoters, the Directors or the Management, their Subsidiaries or relatives, etc. that had any potential conflict with the interest of the Company at large.

During the year, there were no cases of non-compliance by the Company. No penalties, strictures imposed on the Company by Stock Exchange or SEBI or by any statutory authority, on any matter relating to Capital market.

The Company follows Accounting Standards issued by the Institute of Chartered Accountants of India and in the preparation of financial statements, the company has not adopted a treatment different from that prescribed in any Accounting Standard.

The Managing Director and the Finance Officer have certified to the Board in accordance with the SEBI (Listing Obligations and Disclosure Requirements) pertaining to CEO/CFO certification for the financial year ended 31.03.2018.

A Management Discussion and Analysis report forming part of this Directors' report is attached herewith.

4) Means of Communication

The Company has been publishing the Unaudited Quarterly, half yearly and Audited Annual results in Business Standard and Navakal.

In addition it is being also displaying the Quarterly/ Half Yearly and Annual Results on the website of the Company viz. www.rishitechtex.com.

5) FinancialCalendar

Publication of Unaudited/Audited Results

QuarterEnding

June, 30th 2018	Within 45days from the end of quarter
September, 30th 2018	Within 45days from the end of quarter
December, 31st 2018	Within 45days from the end of quarter
March 31st 2019	Within 60days from the end of year (Audited)

Book Closure Date

22.09.2018 to 28.9.2018 (both days inclusive)

Listing on Stock Exchange

The shares of the Company are listed on the Bombay Stock Exchange

Stock Code

Physical Segment	523021
CDSL/NSDL ISIN NO	INE989D01010

Stock Market Data

The High and Low of share price of the Company during each month in the last financial year at the Stock Exchange, Mumbai and performance in comparison to BSE Sensex.

BSE SENSEX

Month	High	Low	High	Low
April 17	78.85	62.50	30184.22	29241.48
May 17	75.85	66.40	31255.28	29804.12
June 17	75.45	65.00	31522.87	30680.66
July 17	75.80	63.00	32672.66	31017.11
August 17	99.00	64.35	32686.48	31128.02
September 17	94.50	77.00	32524.11	31081.83
October 17	89.80	77.00	33340.17	31440.48
November 17	79.00	64.10	33865.95	32683.59
December 17	73.90	64.10	34137.97	32565.16
January 18	98.10	66.30	36443.98	33703.37
February 18	85.00	64.00	36256.83	33482.81
March 18	75.00	60.00	34278.63	32483.84

Outstanding GDRs/ADRs/Warrants:

The Company has not issued any GDRs/ ADRs/ Warrants during the year.

Compliance Officer

Ms Gauri Gangal, Company Secretary is the Compliance officer of the Company.

Registrar and Transfer Agents

Adroit Corporate Services Private Limited
17/20, Jaferbhoy Industrial Estate, 1st Floor,
Makwana Road, Marol Naka, Mumbai 400059
Phone No. 42270400/22 Fax No. 28503748
Email Id- sandeeps@adroitcorporate.com
prafuls@adroitcorporate.com
sandeeph@adroitcorporate.com

Share Transfer System

The Share Transfers are handled by Transfer Committee.

The Company's equity shares are compulsorily traded on in dematerialised form as per the SEBI guidelines.

Physical share transfers are registered and returned within a period of 15 days from the date of receipt, if the documents are correct and valid in all respects.

Pursuant to Regulation 40(90) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 certificates on half yearly basis have been issued by the Company Secretary in Practice for due compliance of Share Transfer formalities by the Company for the half year ended September 30, 2017 and March 31, 2018. Certificates have also been received from a Company Secretary in practice for timely dematerialization of the shares of the Company and for conducting a secretarial audit on a quarterly basis for reconciliation of the share capital of the Company.

As on 31st March, 2018, 7063320 equity shares representing 95.57% of the total paid – up Capital of the Company are held in dematerialised form.

Shareholding Pattern as at March 31, 2018

Category	No. of Shares held	% to Paid up Capital
Promoters	2491487	33.70
Banks/Financial Institutions	-	-
Bodies Corporate	646802	8.75
Non Resident Indians	171452	2.42
Public	4081259	55.13
Total	**7391000**	**100.00**

Distribution of Shareholdings

No. of Shares	No. of Shareholders	% to Total	No. of Shares	% to Total
Up to 500	3837	83.21	562382	7.6
501-1000	344	7.46	273813	3.70
1001-2000	185	4.01	278585	3.77
2001-3000	81	1.76	201634	2.73
3001-4000	39	0.85	138967	1.88
4001-5000	27	0.59	123832	1.68
5001-10000	46	1.00	323650	4.38
Above 10000	52	1.13	5488137	74.26
Total	**4611**	**100**	**7391000**	**100**

Plant Location

1.Causeway Road, Village Kachigam, Taluka Daman Union Territory of Daman & Diu.

2. Plot No. 2910, Shade No. E, Near Divyesh Chemical, 4th Phase, JIDC, Vapi- 396195.

Address for Correspondence

The Compliance Officer,
Rishi Techtex Ltd,
612, Veena Killedar Industrial Estate,
10-14, Pais Street, Byculla (W), Mumbai 400011.
Tel No. 022-23075677/23074585
Email: investors@rishitechtex.com

DECLARATION OF THE MANAGING DIRECTOR

This is to certify that the Company has laid down Code of Conduct for all Board members and Senior Management of the Company.

Further certified that the all Board members and Senior Management personnel have confirmed compliance with the Code of Conduct applicable to them during the year ended on March 31, 2018.

By Order of the Board

Abhishek Patel
Managing Director

Place: Mumbai

Date: 26.05.2018

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF RISHI TECHTEX LIMITED

Report on the Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying Ind AS financial statements of Rishi Techtex Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

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

Basis for Qualified Opinion

The confirmations related to overdue trade receivables amounting to ₹ 3.91 crores have not been received by the Company. Accordingly no provision of ₹ 3.91 crores has been made for such receivables in the enclosed financial results. This has resulted in the overstatement of Trade receivables by ₹ 3.91 crores and overstatement of Profit by ₹ 3.91 crores.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the aforesaid Ind AS 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 including the Ind AS, of the state of affairs (financial position) of the Company as at 31st March, 2018, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matters

The comparative financial information of the company for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 prepared in accordance with Ind AS included in these Ind AS financial statements have been audited by the predecessor auditor who had audited the financial statements for the relevant periods. The report of the predecessor auditor on the comparative financial information and the opening balance sheet dated 30th May 2017 expressed an unmodified opinion.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government in terms of section 143 (II) ofthe Act, we give in "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) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit except for the matter described in the Basis for Qualified Opinion paragraph.
   (b) Except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
   (d) except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph, in our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) ofthe Act.

(f) The matter described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.

(g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(h) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. the Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements.

Enforcement Directorate vide provisional attachment order No. 01/2017/KZSZO (IN ECIR/KZSZ0/4/2015) dated 15.03.2017 issued directions for freezing Bank accounts of the Company. The Company filed writ petition in the High Court of Kerala and the court vide order dated 12.05.2017 asked the Company to furnish the bank guarantee equivalent to the amount lying in the frozen bank accounts. The Company vide letter dated 23.05.2017 furnished the required bank guarantee of Rs. 20.33 Lacs in favour of DIRECTORATE OF ENFORCEMENT, KOCHI. The Enforcement Directorate vide their letters dated 08.06.2017 released the frozen accounts of the Company. The said bank guarantee was renewed further as requested by Enforcement Directorate vide their letter dated 27.04.2018 and furnished to DIRECTORATE OF ENFORCEMENT, KOCHI vide letter dated 07.05.2018.

This amount has been shown as contingent liability in the accounts.

ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For B. D. Jokhakar & Co.
Chartered Accountants
Firm Registration No: 104345W

Pramod Prabhudesai
Partner
Membership No. 032992

Place: Mumbai
Date: 26th May, 2018

ANNEXURE A TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditors' Report on Ind AS financial statements of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) According to the information and explanations given to us, fixed assets have been physically verified by the management during the year and in our opinion the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. We are informed that no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records ofthe Company, the title deeds of immovable properties are held in the name of Company which are mortgaged to Canara bank as collateral security for Cash Credit facility based on the confirmations directly received by us from banks.

(ii) As explained to us, the inventories have been physically verified during the year by the management. The intervals at which the inventories have been verified are, in our opinion, reasonable in relation to the size of the Company and the nature of its business. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.

(iii) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Consequently, sub clause (a), (b) and (c) of the paragraph 3 (iii) are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, in respect of loans, investments, guarantees, and security given for the year under report.

(v) In our opinion and according to the information and explanations given to us, the Company has in respect of deposits accepted by it has complied with the directives issued by the Reserve Bank of India to the extent applicable and the provisions of Section 73 to 76 of the Act read with rules framed thereunder. According to the information and explanations given to us and to the best of our knowledge and belief, no order has been passed by the Company Law Board or the National Company Law Tribunal or the RBI or any other court or tribunal which is to be complied with by the Company.

(vi) We have broadly reviewed the books of account and records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 as prescribed by the Central Government for the maintenance of cost records under Section 148 (1) of the Act and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.

(vii) (a) According to information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, goods and services tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, there were no undisputed statutory dues as mentioned above in arrears as at 31st March, 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no disputed amounts payable in respect of income tax, sales tax, service tax, duty of customs and value added tax outstanding as at the year-end.

(viii) According to the information and explanations given to us, the Company has not defaulted in repayment ofloans or borrowings to financial institutions and banks. The Company has not taken any loans from the Government. It has not issued any debentures.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. According to the information and explanations given to us and the records of the Company examined by us, the Company has utilised the monies raised by way of term loans for the purpose for which the loan was obtained.

(x) To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Therefore, paragraph 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, no preferential allotment or private placement of shares or fully or partly convertible debentures has been made by the Company during the year under review except 3,04,000 share warrants at ₹ 17 each which were pending conversion as on 31.03.2017 have been converted during the year to equity shares of ₹ 10 each. The Company has complied with the requirement of Section 42 of the Act for the allotment of warrants/shares and has applied the funds received there from for the purpose for which the funds were raised.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him as specified under section 192 of the Act. Therefore, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and therefore the provisions of paragraph 3(xvi) of the Order is not applicable.

For B. D. Jokhakar & Co.
Chartered Accountants
Firm Registration No: 104345W

Pramod Prabhudesai
Partner
Membership No. 032992

Place: Mumbai
Date: 26th May, 2018

ANNEXURE B TO THE AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditors' Report on Ind AS financial statements of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We were engaged to audit the internal financial controls over financial reporting of Rishi Techtex Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India.

Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Basis for Disclaimer of Opinion

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on whether the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the Ind AS financial statements of the Company, and the disclaimer does not affect our opinion on the Ind AS financial statements of the Company.

For B. D. Jokhakar & Co.
Chartered Accountants
Firm Registration No: 104345W

Pramod Prabhudesai
Partner
Membership No. 032992

Place: Mumbai
Date: 26th May, 2018

Balance Sheet as at 31st March 2018

(₹ in lakhs)

	Particulars	Note no.	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
	ASSETS				
	Non-current assets				
a)	Property, plant and equipment	4	1,740.14	1,210.92	1,183.53
b)	Capital work-in-progress	4	164.77	266.27	
c)	Financial assets				
	i) Investments	5	37.28	39.95	36.69
	ii) Other financial assets	6	75.46	62.61	34.85
	Total Non Current Assets		**2,017.65**	**1,579.75**	**1,255.07**
	Current assets				
a)	Inventories	7	1,690.91	1,570.22	1,418.30
b)	Financial assets				
	i) Trade Receivables	8	1,004.30	909.34	701.97
	ii) Cash and cash equivalents	9	15.80	32.95	17.29
	iii) Bank Balances Other than (ii) above	10	75.46	92.01	92.01
	iv) Other financial assets	11	3.23	1.08	-
c)	Current Tax Assets (net)	12			17.97
d)	Other current assets	13	373.64	379.80	294.51
	Total Current Assets		**3,163.34**	**2,985.40**	**2,542.05**
	TOTAL ASSETS		**5,180.99**	**4,565.15**	**3,797.12**
	EQUITY AND LIABILITIES				
	Equity				
a)	Equity Share capital	14	739.10	708.70	579.80
b)	Other equity	15	1,489.98	1,238.82	884.26
	Total Equity (a+b)		**2,229.08**	**1,947.52**	**1,464.06**
	LIABILITIES				
	Non-current liabilities				
	a) Financial liabilities				
	i) Borrowings	16	232.89	221.08	109.38
	ii) Other financial liabilities	17	149.00	121.47	205.67
	b) Provisions	18	94.97	59.16	61.00
	c) Deferred tax liabilities (Net)	19	134.89	141.76	155.42
	Total Non Current Liabilities		**611.75**	**543.47**	**531.47**
	Current liabilities				
	a) Financial liabilities				
	i) Borrowings	20	1,242.63	741.29	732.28
	ii) Trade Payables	21	816.80	998.15	912.83
	iii) Other financial liabilities	22	77.59	85.80	100.21
	b) Other current liabilities	23	190.53	229.75	43.44
	c) Provisions	24	5.23	14.01	12.83
	d) Current Tax liabilities (net)	25	7.38	5.16	
	Total Current Liabilities		**2,340.16**	**2,074.16**	**1,801.59**
	Total Liabilities		**2,951.91**	**2,617.63**	**2,333.06**
	TOTAL EQUITY AND LIABILITIES		**5,180.99**	**4,565.15**	**3,797.12**
	Significant Accounting Policies	2 & 3			

Notes to Accounts form an integral part of financial statements

As per our attached report of even date
For B.D. Jokhakar & Co.
Chartered Accountants
Firm Registration No.: 104345W

Pramod Prabhudesai
Partner
Membership No.: 032992

Mumbai
May 26, 2018

For and on behalf of the Board of Directors

Abhishek Patel
Managing Director
DIN 05183410

Jagdish Dokwal
Chief financial officer

Gauri Gangal
Company Secretary
M. No: 52130

Sheela Ayyar
Director
DIN 06656579

Mumbai
May 26, 2018

Statement of Profit & Loss for the year ended 31st March 2018

(₹ In Lakhs)

	Particulars	Note no.	31 March 2018	31 March 2017
	Income			
I	Revenue from operations	26	6,767.55	6,387.72
II	Other income	27	21.57	19.26
III	**Total Income (I+II)**		**6,789.12**	**6,406.98**
IV	**EXPENSES**			
	Cost of materials consumed	28	4,765.16	4,325.49
	Excise Duty		110.00	459.33
	Changes in inventories of finished goods, stock-in-trade and work in progress	29	(89.08)	(56.86)
	Employee benefits expense	30	571.64	415.14
	Finance cost	31	180.25	121.96
	Depreciation and amortization expense	4	154.66	147.97
	Other expenses	32	780.91	704.63
	Total expenses (IV)		**6,473.54**	**6,117.66**
V	**Profit/ (loss) before tax (III-IV)**		315.58	289.32
VI	**Tax expense**			
	a) Current tax		65.00	58.00
	b) Deferred tax		(6.86)	(13.67)
	c) Excess / Short Provision of tax		4.53	-
	Total Tax Expense (VI)		**62.67**	**44.33**
VII	**Profit/ (loss) for the period (V-VI)**		**252.91**	**244.99**
VIII	**Other comprehensive income**			
	a) i) Items that will not be reclassified to profit or loss		(16.13)	(0.85)
	ii) Income tax relating to items that will not be reclassified to profit or loss		3.23	0.17
	Total Other comprehensive income, net of tax (VIII)		**(12.90)**	**(0.68)**
IX	**Total comprehensive income for the period (VII+VIII)**		**240.01**	**244.31**
X	**Earnings per equity share (FV of ₹ 10/-)**			
	a) Basic		**3.42**	**3.46**
	b) Diluted		**3.42**	**3.46**
	Significant Accounting Policies	2 & 3		

Notes to Accounts form an integral part of financial statements

As per our attached report of even date
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Mumbai
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DIN 06656579

Mumbai
May 26, 2018

Cash Flow Statement for the year ended 31st March 2018

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018		For the year ended 31st March 2017	
PROFIT BEFORE TAX		315.58		289.32
Adjusted for:				
Other comprehensive income during the year	(12.90)		(0.68)	
Depreciation and amortisation expenses	154.66		147.97	
Interest & Other finance charges	180.25		121.96	
Interest Received	(12.83)		(12.60)	
Dividend received	(0.11)		(0.11)	
Deferred Tax	(6.87)		(13.66)	
Net foreign exchange (gain) / loss	(8.63)		(6.55)	
Less: Expected Credit Loss	2.79		(8.76)	
Less: Tax Impact on Gratuity		296.36	(0.18)	227.38
A. OPERATING PROFIT BEFORE WORKING CAPITAL CHANGE		611.94		516.70
Adjusted for (Increase)/Decrease in operating Assets:				
Trade and other Receivable	(94.96)		(207.37)	
Inventories	(120.69)		(151.92)	
Other Financial Asset	(2.14)		(1.08)	
Current Tax Assets (net)	-		17.97	
Other current assets	6.17		(85.29)	
Bank Balances Other than above	16.55		-	
Adjusted for Increase/(Decrease) in operating Liabilities:				
Borrowing	501.34		9.01	
Trade payables	(181.35)		85.32	
Other Financial liabilities	(8.21)		(14.41)	
Short-term provisions	(39.23)		186.31	
Short-Term Liabilities and provisions	(8.78)		1.18	
Current Tax Liability (net)	2.22	70.92	5.16	(155.12)
CASH GENERATED FROM OPERATIONS		682.86		361.58
Less: Taxes Paid		62.67		44.33
Net Cash From Operating Activities		620.19		317.25
B. CASH FLOW FROM INVESTING ACTIVITIES:				
Purchase of Fixed Assets	(582.39)		(441.63)	
(including Capital Work in Progress)				
Sale of Investments	2.66		(3.25)	
Interest Received	12.83		12.60	
Net foreign exchange gain / (loss)	8.63		6.55	
Dividend received	0.11		0.11	
Other Financial Assets	(12.85)		(27.76)	
Net Cash (Used in) Investing Activities		(571.01)		(453.38)
C. CASH FLOW FROM FINANCING ACTIVITIES:				
Money Received Against Share Warrants	(12.92)		(12.28)	
Proceeds from issue of Share Capital	30.40		128.90	
Proceeds from issue of Share Premium	21.28		131.46	
Proceeds from Borrowings (Net of Repayments)	11.81		111.71	
Other Financial Liability	27.54		(84.20)	
Provisions	35.81		(1.84)	
Interest and other finance charges	(180.25)		(121.96)	
Net Cash (Used in) From Financing Activities		(66.33)		151.79
NET INCREASE IN CASH AND CASH EQUIVALENTS: (A+B+C)		(17.15)		15.66
OPEINING BALANCE OF CASH & CASH EQUIVALENTS		32.95		17.29
CLOSING BALANCE OF CASH & CASH EQUIVALENT		15.80		32.95

As per our attached report of even date
For B.D. Jokhakar & Co.
Chartered Accountants
Firm Registration No.: 104345W

Pramod Prabhudesai
Partner
Membership No.: 032992

Mumbai
May 26, 2018

For and on behalf of the Board of Directors

Abhishek Patel
Managing Director
DIN 05183410

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Chief financial officer

Gauri Gangal
Company Secretary
M. No: 52130

Sheela Ayyar
Director
DIN 06656579

Mumbai
May 26, 2018

Statement of Changes in Equity for the year ended 31 March, 2018

A Equity share capital

(₹ In Lakhs)

Particulars	Note	Amount
As at April 01, 2016		**579.80**
Changes in Equity share capital during the year		128.90
As at March 31, 2017		**708.70**
Changes in Equity share capital during the year		30.40
As at March 31, 2018	14	**739.10**

B Other Equity

(₹ In Lakhs)

Particulars	Reserves & surplus				Money Received Against Share Warrants	Total Other Equity
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings		
As at April 01, 2016	**49.07**	**434.30**	**401.88**	**(26.19)**	**25.20**	**884.26**
Profit for the year				244.99		244.99
Other comprehensive Income				(0.68)		(0.68)
Total Comprehensive Income for the year				244.31		244.31
Expected credit loss				(8.76)		(8.76)
Tax impact on Actuarial valuation-Gratuity				(0.18)		(0.18)
Preferential issue of Equity Shares		120.00				120.00
Conversion of Share Warrants into Equity Shares		20.23			-12.28	7.95
Preliminary expense written off		(8.77)				(8.77)
As at March 31, 2017	**49.07**	**565.76**	**401.88**	**209.19**	**12.92**	**1,238.82**
Profit for the year				252.91		252.91
Other comprehensive Income				(12.90)		(12.90)
Total Comprehensive Income for the year				240.01		240.01
Expected credit loss				2.79		2.79
Conversion of Share Warrants into Equity Shares		21.28			-12.92	8.36
As at March 31, 2018	**49.07**	**587.04**	**401.88**	**451.99**	**-**	**1,489.98**

Notes to Accounts form an integral part of financial statements
As per our attached report of even date

For B.D. Jokhakar & Co.
Chartered Accountants
Firm Registration No.: 104345W

Pramod Prabhudesai
Partner
Membership No.: 032992

Mumbai
May 26, 2018

For and on behalf of the Board of Directors

Abhishek Patel
Managing Director
DIN 05183410

Jagdish Dokwal
Chief financial officer

Gauri Gangal
Company Secretary
M. No: 52130

Sheela Ayyar
Director
DIN 06656579

Mumbai
May 26, 2018

Notes forming part of Financial Statements for the year ended 31st March,2018

1 Corporate information

Rishi Techtex Limited is a public company incorporated and domiciled in India. Its shares are listed on the recognized stock exchanges, namely BSE Limited, in India. The registered office of the Company is located at 612, V.K.Industrial Estate, 10-14, Pais Street, Byculla (West), Mumbai 400011.

The Company is engaged in manufacturing of Shade nets and Plastic Woven Sacks and supplying to fertilizer and cement industry. Company has consistently developed number of products to cater to a wide spectrum of industries such as cement, fertilizer, chemical Petrochemical, etc.

These financial statements were authorised for issue by the Board of Directors on May 26, 2018.

2 Basis of preparation

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a. Compliance with Ind AS:

The financial Statements comply in all material respects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (“the Act”) [Companies (Indian Accounting Standards) Rules, 2015] other relevant provisions of the Act.

The Financial Statements up to the year ended March 31,2017 were prepared in accordance with the Accounting Standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) (“Previous GAAP”) and other relevant provisions of the Act.

These financial statements are the first financial statements of the company prepared in accordance with Ind AS. Refer note 41 for an explanation of how the transition from Previous GAAP to Ind AS has affected financial position, financial performance and cash flows of the company.

Historical cost convention:

The Financial Statements have been prepared on a historical cost basis except for the following:

a) Certain financial assets and liabilities that are measured at fair value

b) Defined benefit plans: plan assets measured at fair value

Rounding of Amounts:

The financial statements are presented in INR and all values are rounded to the nearest lakhs, except when otherwise indicated.

b. Significant estimates,judgements and assumptions

The preparation of financial statements in conformity with Ind AS requires the management to make estimates, assumptions and exercise judgment in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the end of the financial statements and reported amounts of income and expense during the year.

The management believes that these estimates are prudent and reasonable and are based on management’s best knowledge of current events and actions. Actual results could differ from these estimates and difference between actual results and estimates are/ shall be recognised in the period in which results are known or materialised.

c. Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle (12 months) and other criteria set out in the Schedule III to the Act.

3. Significant Accounting Policies

Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the carrying amount of asset or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the Statement of Profit and Loss during the period in which they are incurred. Gains or losses arising on retirement or disposal of assets are recognised in the Statement of Profit and Loss.

Spare parts, stand-by equipment and servicing equipment are recognised as property, plant and equipment if they are held for use in the production or supply of goods or services, for rental to others, or for administrative purposes and are expected to be used during more than one period.

Property, plant and equipment which are not ready for intended use as on the reporting date are disclosed as ‘Capital work-in-progress’.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation on Property,Plant and Equipment

Depreciation on property, plant and equipment is provided on the straight line method over the useful lives of assets as prescribed under para C of Schedule II of the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of acquisition/installation till the date, the assets are sold or disposed off.

The useful life is for the whole of the asset, except where cost of the part of the asset is significant to the total cost of the asset and useful life of that part is different from the useful life of the remaining asset, useful life of that significant part (“Component”) is determined separately and the depreciable amount of the said component is allocated on systematic basis to each accounting period during the useful life of the asset.

The residual values and useful lives of property, plant and equipment are reviewed at each financial year end and adjusted if appropriate.

Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the assets and is recognised in profit or loss.

Impairment of Assets

The carrying amounts of assets are reviewed at each Balance Sheet date to assess if there is any indication of impairment based on internal/external factors. An impairment loss on such assessment will be recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the assets is net selling price or value in use, whichever is higher. While assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognised impairment loss is further provided or reversed depending on changes in the circumstances and to the extent that carrying amount of the assets does not exceed the carrying amount that Will be determined if no impairment loss had previously been recognised.

De-recognition of Assets

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal in proceeds and the carrying amount of the item and is recognized in the statement of profit and loss when the item is derecognized.

Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

Financial Assets

Classification

The Company classifies its financial assets in the following measurement categories:

i) Those to be measured subsequently at fair value (either through Other Comprehensive Income, or through profit or loss)

ii) Those measured at amortised cost.

The classification depends on the business model of the entity for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in Other Comprehensive Income or profit or loss. For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments, method of recognition will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through Other Comprehensive Income.

Recognition and measurement

Initial Recognition:

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

Subsequent Measurement:

After Initial recognition, financial assets are measured at:

I. Financial assets carried at amortized cost

II. Financial assets at fair value through other comprehensive income

III. Financial assets at fair value through profit and loss;

Debt instrument

Measured at amortized cost:

Financial Assets that are held for collection of contractual cash flow where those cash flows represent solely payment of principal and interest are measured at amortised cost. Interest income from these financial assets is included in interest income using the Effective Interest Rate (EIR) method the amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

Measured at fair value through Other Comprehensive Income (OCI):

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through Other Comprehensive Income (FVTOCI).

Fair value movements are recognised in the OCI. Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss.

On de-recognition, cumulative gain/ (loss) previously recognised in OCI is reclassified from the equity to other income in the Statement of Profit and Loss.

Measured at fair value through profit or loss:

A financial asset not classified as either amortised cost or FVTOCI, is classified as Fair Value through Profit or Loss (FVTPL). Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as other income in the Statement of Profit and Loss.

Impairment of financial assets:

The Company assesses on a forward looking basis the expected credit losses (ECL) associated with its financial assets carried at amortised cost and FVTOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade and lease receivable only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of such receivables.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument.

De-recognition of financial assets:

A financial asset is de-recognised only when the Company

i) has transferred the rights to receive cash flows from the financial asset or

ii) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or losses on financial liabilities held for trading are recognised in the Statement of Profit and Loss.

Other Financial liabilities:

i) Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

ii) Initial recognition and measurement:

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the fair value.

iii) Subsequent measurement:

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized in the Statement of Profit and loss.

iv) De-recognition:

A financial liability is de-recognised when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Equity instruments:

The Company subsequently measures all investments in equity instruments other than subsidiary companies, associate company and joint venture company at fair value. The Management of the Company has elected to present fair value gains and losses on such equity investments in Other Comprehensive Income, and there is no subsequent reclassification of these fair value gains and losses to the Statement of Profit and loss.

Dividends from such investments continue to be recognized in profit or loss as other income when the right to receive payment is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in the Statement of Profit and loss.

Impairment losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value.

Employee Benefits

Short-term employee benefits:

All employee benefits payable within 12 months of service such as salaries, wages, bonus, ex-gratia, medical benefits etc. are recognized as an expense at an undiscounted amount in the statement of profit and loss of the year in which the employees render the related service and are presented as current employee benefit obligations within the Balance Sheet. Termination benefits are recognised as an expense as and when incurred.

Short-term leave encashment is provided at undiscounted amount during the accounting period based on service rendered by employees.

Defined contribution plans

The Company's contribution to provident fund and superannuation fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.

Defined benefit plans

Gratuity liability is a defined benefit obligation and is computed on the basis of present value of amount payable determined using actuarial valuation techniques as per projected unit credit method at the end of each financial year.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

It is recognized as an expense in the statement of profit & loss for the year in which the employee has rendered services.

Re-measurement cost of net defined benefit liability, which comprises of actuarial gain and losses, return on plan assets(excluding interest), and the effect of the asset ceiling (if any, excluding interest) are recognized in other comprehensive income in the period in which they occur.

Revenue

Revenue Recognition

Revenue is the gross inflows of economic benefits received/ receivable by the entity on its own account. Revenue is recognized to the extent, it is probable that economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer. Amounts disclosed as revenue are net of returns, trade allowances; value added taxes and volume rebates, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The Company has assumed that recovery of excise duty flows to the company on its own account. This is for the reason that it is liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not.

Since, the recovery of excise duty flows to the company on its own account, revenue includes excise duty. However, Goods & Services Tax (GST) is not received by the company on its own account. Hence tax collected on account of the commodity on behalf of the government is excluded from revenue.

Interest income

Interest income for all debt instruments, are measured at amortized cost or fair value through other comprehensive income, is recognized using effective interest rate method and shown under interest income in statement of profit and loss. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.

Dividend income

Dividend income from financial assets are recognized in the Statement of Profit and loss only when the right to receive payment is established.

Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Operating lease payments are recognized on straight line basis over the lease period in the statement of profit and loss account unless increase is on account of inflation.

Foreign Currency

Functional and presentation currency:

Items included in the FinanCial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('functional currency'). The Financial Statements of the Company are presented in Indian currency (INR), which is also the functional and presentation currency of the Company.

Transactions and Translation:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Monetary items denominated in foreign currencies at the year-end are restated at closing rates.

Non-monetary items which are carried in terms of historical cost denominated in foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain/ (loss).

Foreign exchange gain/(loss) resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in profit or loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and loss, within finance costs. All other foreign exchange gain/(loss) are presented in the Statement of Profit and loss on a net basis within other income/ (expense).

Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank, cash in hand and short-term deposit with original maturity upto three months, which are subject to insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposit, as defined above, Bank overdrafts which are repayable on demand form an integral part of an entity's cash management,bank overdrafts are included as a component of cash and cash equivalents.

Inventories

Raw materials, packing materials, purchased finished goods, work-in-progress, manufactured finished goods, other than specific spares for machinery are valued at lower of cost (which includes duties and taxes, except those subsequently recoverable) net realizable value. Cost is arrived at on moving weighted average basis.

However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventory to the present location and condition.

Income Tax

Tax expense comprises of current and deferred tax.

(i) Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Current tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. Current tax is recognized in the statement of profit and loss except to the extent that the tax relates to items recognized directly in other comprehensive income or directly in equity.

(ii) Deferred tax:

Deferred tax assets and liabilities are recognized using the balance sheet approach for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transition.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Earnings per share:

Earnings per share (EPS) is calculated by dividing the net profit or loss (excluding other comprehensive income) for the period attributable to Equity Shareholders by the weighted average number of Equity shares outstanding during the period. Earnings considered in ascertaining the EPS is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period.

For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity shareholders is adjusted for after income tax effect of interest and other financing costs associated with dilutive potential equity shares and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Provisions,contingent liability and contingent assets

The Company recognizes provisions when a present legal or constructive obligation as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are not recognized for future operating losses.

If the effect of time value of money is material,provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable. When the realization of income is virtually certain, then the related asset is no longer a contingent asset and is recognised as an asset.

Provisions and contingencies are reviewed at each balance sheet date and adjusted to reflect the correct management estimates.

Amendment to Ind AS 7

Amendment to Ind AS 7 effective from 01 April, 2017 require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance sheet for liabilities arising from financing activities, to meet disclosure requirement. Accordinlgy, the Company has given the said disclosure as below:

(₹ in Lakhs)

Particulars	Note No.	Opening Balance	Financing Cash flow changes	Non Cash flow changes		Closing Balance
				Effect of changes in foreign exchange rates	Effect of Effective Interest rate and Others	
Non-current liabilities						
- Borrowings	16	221.08	11.81	-	-	232.89
Current Liabilities						
- Borrowings	20	741.29	501.34	-	-	1,242.63
Interest expense	31		180.25	-	-	180.25
Interest paid			(180.25)	-	-	(180.25)
Total		**962.37**	**513.15**	**-**	**-**	**1,475.52**

4 Property, plant and equipment & Capital work-in-progress

(₹ In Lakhs)

Particulars	Property, Plant & Equipment									Capital work-in-progress
	Freehold Land	Building	Plant & Equipments	Furniture & Fixtures	Vehicles	Office equipment	Electrical installation	Tools & dies	Total	
Gross carrying value, at cost										
Opening as on 1st April 2016	1.27	260.97	2,906.00	13.64	25.41	37.72	102.79	9.66	3,357.46	-
Addition		39.18	122.22	1.44	4.41	0.67	7.45		175.36	266.27
Disposal										
As at 31st Mar, 2017	**1.27**	**300.15**	**3,028.22**	**15.08**	**29.81**	**38.39**	**110.24**	**9.66**	**3,532.82**	**266.27**
Addition		53.65	615.23	0.84	0.28	4.63	9.29		683.91	
Disposal								0.03	0.03	101.50
As at 31st Mar, 2018	**1.27**	**353.80**	**3,643.45**	**15.92**	**30.09**	**43.02**	**119.53**	**9.63**	**4,216.71**	**164.77**
									-	
Accumulated Depreciation/amortisation									-	
Opening as on 1st April 2016		150.38	1,864.61	3.63	18.38	28.21	99.19	9.55	2,173.94	-
Charge for the year		8.89	129.36	0.93	2.87	3.35	2.57		147.97	-
Disposal	-	-	-	-	-	-	-	-	-	-
As at 31st Mar, 2017		**159.26**	**1,993.97**	**4.55**	**21.25**	**31.57**	**101.75**	**9.55**	**2,321.90**	**-**
									-	
Charge for the year		7.26	139.98	0.58	1.95	3.23	1.66	0.01	154.66	-
As at 31st Mar, 2018		**166.52**	**2,133.95**	**5.13**	**23.19**	**34.80**	**103.41**	**9.56**	**2,476.57**	**-**
									-	
Net Book Value									-	
As at 31st March 2018	**1.27**	**187.28**	**1,509.50**	**10.79**	**6.90**	**8.22**	**16.11**	**0.07**	**1,740.14**	**164.77**
As at 31st March 2017	1.27	140.89	1,034.25	10.53	8.56	6.82	8.49	0.11	1,210.92	266.27
As at 1st April 2016	1.27	110.60	1,041.39	10.02	7.03	9.50	3.61	0.11	1,183.53	-

5 Non current Investment

(₹ In Lakhs)

Particulars	Face value	As at 31.03.2018		As at 31.03.2017		As at 1.04.2016	
		Number of Shares	Value	Number of Shares	Value	Number of Shares	Value
Investment in Equity Instruments							
Investments measured at Fair Value through Other Comprehensive Income							
Quoted							
a) M/S Adarsh Chemical & Fertilisers Ltd.	10.00	28,000.00	1.40	28,000.00	1.40	0.28	1.40
b) M/S Standrose Mafatlal Ltd.	10.00	1,722.00	2.58	1,722.00	2.81	1,722.00	2.16
c) Std Ind Ltd.	10.00	900.00	0.19				
d) TGVSRAAK Ltd	10.00	50.00	0.00				
Total (A)			**4.17**		**4.21**		**3.56**
Investment in Government securities							
Investment at Cost:							
Six Years National Saving Certificates							0.02
Total (B)			**-**		**-**		**0.02**
Investments in others							
Investment at Cost:							
-M/S Centennial Finance Ltd.	10.00	138,000.00	18.05	138,000.00	18.05	138,000.00	18.07
-M/S Vision Products Pvt. Ltd.	10.00	150,000.00	15.06	150,000.00	17.70	150,000.00	15.06
Total (C)			**33.11**		**35.75**		**33.13**
Total Non Current Investments (A+B+C)			**37.28**		**39.95**		**36.69**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Total Non Current Investments	37.28	35.95	36.69
Aggregate value of quoted investments	4.17	4.21	3.56
Aggregate value of unquoted investments	**33.11**	**35.75**	**33.13**

6 Other Financial Assets - Non Current

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Security deposits for utilities and premises	75.46	62.61	34.85
Total	**75.46**	**62.61**	**34.85**

7 Inventories

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(a) Raw materials	534.04	520.93	430.74
(b) Work-in-progress	1,029.02	943.95	870.77
(c) Finished Goods	5.88	1.89	18.20
(d) Stores and spares	121.97	103.45	98.60
Total	**1,690.91**	**1,570.22**	**1,418.30**
* Refer note number 3 of accounting policies for method of valuation			

8 Trade Receivables

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
i) Unsecured, Considered Good	1,004.30	909.34	701.97
ii) Unsecured, considered doubtful	33.28	36.07	27.31
Total	**1,037.58**	**945.41**	**729.28**
Less : Allowance for doubtful debts (expected credit loss)	33.28	36.07	27.31
Total	**1,004.30**	**909.34**	**701.97**

9 Cash and cash equivalents

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(a) Balances with banks			
In current accounts	13.01	31.43	15.51
(b) Cash on hand	2.79	1.52	1.78
Total	**15.80**	**32.95**	**17.29**

10 Bank Balances Other Than Above

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Bank balances other than cash and cash Equivalents	75.46	92.01	92.01
Total	**75.46**	**92.01**	**92.01**
Refer note no. 34 of notes to the financial statements			

11 Other financial assets (Current)

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Other receivables	3.23	1.08	-
Total	**3.23**	**1.08**	**-**

12 Current Tax Assets (Net)

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Advance Tax (Net of provisions)	-	-	17.97
Total	**-**	**-**	**17.97**

13 Other current assets

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
a) Advance recoverable in cash or kind or for value to be received	123.98	119.76	47.49
b) Prepaid Expenses	28.40	14.06	18.65
(c) Balances with government authorities			
(i) CENVAT credit receivable	-	11.25	5.67
(ii) Balance in GST	171.61	-	
(iii) VAT credit receivable	49.65	35.85	11.07
(iv) Service Tax credit receivable	-	9.54	22.27
(v) Central Excise Duty Refund Receivable	-	189.36	189.36
Total	**373.64**	**379.80**	**294.51**

14 EQUITY SHARE CAPTIAL

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Authorised shares			
80,00,000 (March 31, 2017: 8,000,000 and April 01, 2016: 7,000,000) Equity shares of ₹ 10/-Each	800.00	800.00	700.00
	800.00	**800.00**	**700.00**
Issued, Subscribed and fully Paid up shares			
7,391,000 (March 31, 2017: 7,087,000 and April 01, 2016: 5,798,000) equity shares of ₹ 10/- each (Refer note (a) below)	739.10	708.70	579.80
Balance at end of year	**739.10**	**708.70**	**579.80**

₹ In Lakhs, except no. of shares data

a) Reconciliation of Number of Shares (Equity)	2017-18		2016-17		2015-16	
	No. of Shares	**Amount**	**No. of Shares**	**Amount**	**No. of Shares**	**Amount**
Number of Shares outstanding as at the beginning of the year	7,087,000.00	708.70	5,798,000.00	579.80	5,522,000.00	552.20
Add: Number of Shares Issued during the Year	304,000.00	30.40	1,289,000.00	128.90	276,000.00	27.60
Number of Shares outstanding as at the end of the year	**7,391,000.00**	**739.10**	**7,087,000.00**	**708.70**	**5,798,000.00**	**579.80**

b) Rights, preferences, restrictions of equity shares

The Company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

The equity shares are entitled to dividend proposed by Board of Directors subject to approval of the share holders in the Annual General Meeting except in case of interim dividend. In the event of liquidation of the Company, holder of equity shares are entitled to receive remaining assets of the Company,

after distribution of all preferential amounts in proportion to their share holding.

c) Shareholders holding more than 5 per cent of total Equity Shares of company

₹ In Lakhs, except no. of shares data

Name of the Shareholders	As at 31st March 2018		As at 31st March 2017		As at 31st March 2016	
	No. of Shares	**% held**	**No. of Shares**	**% held**	**No. of Shares**	**% held**
Abhishek Patel	962,659	13.02%	963,000	13.59%	679,000	11.71%
Smita Patel	635,998	8.61%	441,000	6.22%	436,000	7.52%
Centennial Finance Ltd	509,964	6.90%	510,000	7.20%	531,000	9.16%
Aakanksha Patel	400,861	5.42%	-	-	292,000	5.04%
Stressed Asset Stabilisation Fund	-	-	-	-	342,000	5.90%
Nikhil Merchant	-	-	-	-	330,000	5.69%

15 Other Equity

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Capital Reserve			
Balance at the beginning of the year	49.07	49.07	49.07
Balance at end of year	**49.07**	**49.07**	**49.07**
Securities Premium Reserve			
Balance at the beginning of year	565.76	434.30	414.98
Add: Addition during the year (Share Warrant)	21.28	20.23	19.32
Add: Addition during the year (Pref.Issue)		120.00	
Less: Preliminary Expenses (Pref.Issue)		(8.77)	
Balance at end of year	**587.04**	**565.76**	**434.30**
General Reserve			
Balance at the beginning of the year	401.88	401.88	401.88
Balance at end of year	**401.88**	**401.88**	**401.88**
Retained Earning			
Balance at the beginning of year	209.18	(26.19)	2.24
Add : Profit for the year	252.91	244.99	175.16
Add : Other comprehensive income during the year	(12.90)	(0.68)	-
Add : Changes in fair value of current investments & non Current Investments			(2.14)
Less: Expected Credit Loss	2.79	(8.76)	(27.31)
Less: Tax Impact on Gratuity		(0.18)	
Less: Deferred Tax Impact			(174.13)
Balance at end of year	**451.98**	**209.18**	**(26.19)**
Money Received Against Share Warrants			
Balance at the beginning of the year	12.92	25.20	25.20
Less: Conversion of Share Warrants into Equity Shares	12.92	12.28	-
Balance at end of year	-	12.92	25.20
TOTAL	**1,489.98**	**1,238.82**	**884.26**

16 Borrowings - Non Current

(Rs. In Lakhs)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 1.04.2016	
	Non Current Portion	Current Portion	Non Current Portion	Current Portion	Non Current Portion	Current Portion
Term loans						
From banks						
Secured						
1. Term loan From Canara Bank: Secured by First Charge on Companies Land and Building, Machineries at Survey No.381, Causeway Road, Kachigam, Daman. (Repayment of Rs. 15 lacs/Qtr. for 20 Instalments from July 2012 Qtr onwards)	-	-	-	-	-	31.27
	-	-	-	-	-	31.27
From other parties						
Secured						
1. Loan from L&T Finance Limited Secured by Hypothecation of Specific Plant and Machinery at Daman Repayment of ₹1.35 lacs P.M.(EMI) for Three years from May 2013 to April 2016	-	-	-	-	-	1.45
2. Hire Purchase Loan From SBI Finance Ltd. Secured by Hypothecation of Vehicle (Duster)	0.36	1.54	2.43	1.01	3.96	0.97
(Repayment of Rs. 0.15 lacs per month from 30.11.2012 to 30.10.2019)						
3. Hire Purchase Loan From AXIS Bank Ltd. Secured by Hypothecation of Vehicle (Maruti-Cellerio)	0.24	1.27	1.52	1.27	-	-
(Repayment of loan Rs. 0.12 lacs Per Month from 15.05.2016 to 15.04.2019)						
Total	**0.60**	**2.81**	**3.95**	**2.28**	**3.96**	**2.42**
Unsecured						
1. Loan from Bajaj Fin. Services Repayment of Rs. 1.22lacs P.M. (EMI) for 1st year, Rs. 0.94 Lacs P.M. for 2nd Year and Rs. 0.52 Lacs P.M. for 3rd Year Starting From November 2014 till October 2017.	-	-	-	3.42	3.42	7.82
2. Loan from Bajaj Fin. Services Repayment of Rs. 1.04 lacs P.M. (EMI) Starting from April 2016 to March 2019.	-	11.30	11.30	9.37	20.67	7.75
3. Loan from Tata Finance : Repayment of Rs. 1.86 lacs P.M. (EMI) for 1st year, Rs. 1.15 Lacs P.M. for 2nd Year and Rs. 0.57Lacs P.M. for 3rd Year starting from February 2015 to January 2018.	-	-	-	5.29	5.29	10.64
4. Loan from Religare Finvest Ltd. Repayment of Rs. 1.26 lacs P.M. (EMI) Starting from May 2016 to April 2018	-	1.24	1.24	13.46	14.70	10.30
5. Loan from Diwan Housing Fin.Corporation Ltd. Repayment of Rs. 2.57 lacs P.M.(EMI) Starting from January 2017 to December 2019.	21.74	25.47	47.21	21.94	-	-
6. Loan from Diwan Housing Fin.Corporation Ltd. Repayment of Rs. 1.93 lacs P.M.(EMI) Starting from October 2017 to September 2022.	63.35	13.63	-	-	-	-
7. Loan from Hero Fincorp Ltd. Repayment of Rs. 3.01 lacs P.M. (EMI) Starting from February 2017 to January 2022.	89.70	18.14	107.38	20.04	-	-
Total	**174.79**	**69.78**	**167.13**	**73.52**	**44.08**	**36.52**
Total	**175.39**	**72.59**	**171.08**	**75.80**	**48.04**	**38.94**
Deposits received from members						
Unsecured	40.00	5.00	40.00	10.00	24.45	30.00
	40.00	**5.00**	**40.00**	**10.00**	**24.45**	**30.00**
Loan From Related Party - Director						
Unsecured	17.50	-	10.00	-	36.89	-
	17.50	**-**	**10.00**	**-**	**36.89**	**-**
Total	**232.89**	**77.59**	**221.08**	**85.80**	**109.38**	**100.21**

17 Other financial liabilities - Non Current

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
(i) Creditor for capital goods	32.44	49.68	49.25
(ii) Payable on Contractually reimbursable expenses	116.56	69.28	81.54
(ii) security deposit and others	-	2.50	74.87
Total	**149.00**	**121.47**	**205.67**

18 Provisions-Non Current

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Provision for employee benefits:			
- Provision for gratuity liability	94.97	59.16	61.00
Total	**94.97**	**59.16**	**61.00**

19 Deferred Tax Liabilities (net)

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Deferred Tax Liabilities			
Depreciation on Property, Plant, & Equipment	165.55	172.74	181.75
Total (A)	**165.55**	**172.74**	**181.75**
Deferred Tax Assets			
Provision for Bonus	2.78	2.17	1.94
Provision for Gratuity & Leave encashment	27.88	28.81	24.39
Total (B)	**30.66**	**30.98**	**26.33**
Total (A-B)	**134.89**	**141.76**	**155.42**

20 Borrowings - Current

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Loans repayable on demand			
From banks			
Secured	1,242.63	741.29	732.28
(secured against hypothecation of Inventories and Receivables and Collateral security by creation of equitable mortgage by deposit of title deeds on the immovable property of company situated at Daman.)			
Total	**1,242.63**	**741.29**	**732.28**

21 Trade payables

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Total outstanding dues of micro enterprises and small enterprises	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	816.80	998.15	912.83
Total	**816.80**	**998.15**	**912.83**
Refer note no. 38 of notes to the financial statements for Micro, Small and Medium Enterprises disclosure			

22 Other financial liabilities - Current

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Current Maturities of Long Term Debt	77.59	85.80	100.21
Total	**77.59**	**85.80**	**100.21**
Refer note no. 16 of notes to the financial statements			

23 Other current liabilities

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
Advances received from customers	131.37	184.76	-
Statutory dues	8.65	7.06	9.66
Employee benefits payable	50.51	37.93	33.78
Total	**190.53**	**229.75**	**43.44**

24 Provisions

(₹ In Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
(a) Provision for employee benefits:			
- Provision for gratuity liability & leave encashment	5.23	14.01	12.83
Total	**5.23**	**14.01**	**12.83**

25 Current Tax Liabilities

(₹ In Lakhs)

Current tax Assets	As at 31.03.2018	As at 31.03.2017
Advance Tax	109.00	78.00
TDS	3.39	11.84
Sub Total	**112.39**	**89.84**
Current Tax Liabilities		
Provision for tax	119.77	95.00
Sub Total	**119.77**	**95.00**
Total	**7.38**	**5.16**

26 Revenue from operations

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Sale of Products (including excise duty)	6,757.49	6,375.43
Other operating revenue:		
Scrap sale	10.06	12.28
Total	**6,767.55**	**6,387.72**

27 Other income

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest income:		
Interest from bank deposits	12.83	12.60
Dividend Income		
From long Term Investment	0.11	0.11
Net (gain) / loss on foreign currency transactions and translation	8.63	6.55
Total	**21.57**	**19.26**

28 Cost of Raw Material and components consumed

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Opening stock	520.93	430.74
Add: Purchases	4,778.27	4,415.68
	5,299.20	4,846.42
Less: Closing stock	534.04	520.93
Cost of material consumed	**4,765.16**	**4,325.49**

29 Changes in inventories of finished goods, work in progress and stock in trade

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Inventories at the Commencement		
Finished Goods	1.89	870.77
Work in progress	943.94	18.20
Inventories at Close		
Finished Goods	5.88	1.89
Work in progress	1,029.02	943.94
Net (increase) / decrease	**(89.08)**	**(56.86)**

30 Employee benefit expense

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Salaries and Wages	518.07	372.31
Contributions to provident and other funds	30.57	22.68
Gratuity expenses	13.77	9.89
Staff welfare expenses	9.24	10.25
Total	**571.64**	**415.14**

31 Finance cost

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest	166.24	110.36
Other borrowing costs	14.02	11.59
Total	**180.25**	**121.96**

32 Other expenses

(₹ In Lakhs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Consumption of stores and spares		
Op. Stock	103.45	98.60
Add: Purchases during the year	142.76	104.18
	246.21	202.78
Less: Closing Stock	121.97	103.45
Consumption of Stores and Spares	124.24	99.32
Processing charges	93.30	84.35
Power and fuel	212.37	211.92
Repairs and maintenance:		
Plant and Machinery	21.83	8.91
Others	10.41	8.11
Rent	21.16	14.98
Insurance	8.13	12.25
Rates and taxes	1.48	4.20
Printing and Stationary	5.80	3.35
Travelling and conveyance	15.65	17.28
Postage, Telephone, Telex	9.75	6.83
Donations and contributions	0.42	0.25
Legal and professional	22.88	12.61
Payments to auditors	2.99	1.51
Security charges	16.30	16.52
Sundry Dr./Cr. Balance written off	0.05	0.18
Trading Expenses	-	4.74
Selling and distribution expense	182.74	170.48
Miscellaneous expenses	31.40	26.82
Total	**780.91**	**704.63**

Note 33 Employee Benefits

a. Defined benefit plan: Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on retirement / resignation or retirement at 15 days salary (last drawn salary) for each completed year of service. The present value of gratuity obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation

(₹ In Lakhs)

		31-Mar-18	31-Mar-17
I.	**Expenses recognized in the statement of profit and loss**		
1	Current Service Cost	8.19	5.09
2	Interest Cost [(Income)/Expense]	5.58	4.81
3	Actuarial Losses / (Gains) / Remeasurements in OCI	13.27	51.09
4	Past Service cost	-	-
Total		**27.04**	**60.99**

(₹ In Lakhs)

		31-Mar-18	31-Mar-17
II.	**Amount recognized in other comprehensive income (OCI)**		
	Return on plan assets, excluding amount included in interest expense /(income)	-	-
	Remeasurement during the period due to:		
	Change in financial assumptions- (Gain)/Loss		(22.26)
	Experience adjustments- (Gain)/Loss	13.27	51.09
	Demographic Assumptions	-	(24.72)
Total		**13.27**	**4.11**

III. Reconciliation of defined benefit obligation:

(₹ In Lakhs)

Particulars	**31-Mar-18**	**31-Mar-17**
Opening Defined Benefit Obligation	73.17	60.99
Current service cost	8.19	5.09
Interest cost	5.58	4.81
Actuarial loss/(gain) due to change in demographic Assumptions	-	(24.72)
Actuarial loss/(gain) due to change in financial assumptions	-	(22.25)
Actuarial loss/ (gain) due to experience adjustments	13.27	51.09
Benefits paid	(2.46)	(1.84)
Closing Defined Benefit Obligation	**97.75**	**73.17**

IV. Reconciliation of plan assets:

(₹ In Lakhs)

Particulars	**31-Mar-18**	**31-Mar-17**
Opening value of plan assets	-	-
Interest Income	-	-
Return on plan assets excluding amounts included in interest income	-	-
Employer Direct Benefit Payments	2.46	1.84
Benefit Payments from Employer	(2.46)	(1.84)
Assets Withdrawn	-	-
Closing value of plan assets	**-**	**-**

(₹ In Lakhs)

	31-Mar-18	31-Mar-17
V. Net (Asset) / Liability recognised in the Balance Sheet as at 31 March		
Present value of defined benefit obligation (DBO)	97.74	73.17
Net (Asset) / Liability	97.74	73.17

VI. The significant actuarial assumptions were as follows:

Particulars	**31-Mar-18**	**31-Mar-17**
Discount rate	7.75% p.a.	7.75% p.a.
Salary escalation rate	5% p.a.	5% p.a.

Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumption for determination of defined benefit obligation and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period.

(₹ In Lakhs)

	As at 31 March 2018	**As at 31 March 2017**
Increase by 1% in discount rate	89.48	88.56
Decrease by 1% in discount rate	107.42	108.75
Increase by 1% in rate of salary increase	108.13	109.39
Decrease by 1% in rate of salary increase	88.75	87.87
Increase by --1% in rate of employee turnover	99.85	100.23
Decrease by --1% in rate of employee turnover	95.34	95.27

Note 34 Contingent liability

(₹ In Lakhs)

	Contingent liability	Mar-18	Mar-17	Apr-16
a.	Claims against the company not acknowledge as debt	20.32	20.32	-
b.	Guarantee given by bank on behalf of Company	-	-	-
	Commitments			
	Estimated amount of Capital contract remaining to be executed for tangible Assets	250.00	450.00	-
	TOTAL	**270.32**	**470.32**	**-**

Note:

Enforcement Directorate vide provisional attachment order No. 01/2017/KZSZO (IN ECIR/KZSZO/4/2015) dated 15.03.2017 issued directions for freezing Bank accounts of the Company. The Company filed writ petition in the High Court of Kerala and the court vide order dated 12.05.2017 asked the Company to furnish the bank guarantee equivalent to the amount lying in the frozen bank accounts. The Company vide letter dated 23.05.2017 furnished the required bank guarantee of Rs. 20.33 Lacs in favour of DIRECTORATE OF ENFORCEMENT, KOCHI. The Enforcement Directorate vide their letters dated 08.06.2017 released the frozen accounts of the Company. The said bank guarantee was renewed further as requested by Enforcement Directorate vide their letter dated 27.04.2018 and furnished to DIRECTORATE OF ENFORCEMENT, KOCHI vide letter dated 07.05.2018.

Note 35 Reconciliation of Tax Expense

(₹ In Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
(a) Income tax expenses :		
Current tax- In respect of the current year	65.00	58.00
Deferred tax- In respect of the current year	(6.86)	(13.67)
Total	**58.14**	**44.33**
(b) Income tax recognised in Other Comprehensive Income		
Remeasurements of the defined benefit plans	3.23	0.17
Total income tax expense recognised in the year (a + b)	**61.37**	**44.50**

Note 36 Related Party Disclosures

Details of transactions between the company and other related parties as disclosed below :

Related Parties	Key Management personnel and their relatives	Non Executive directors & their relationships
Mrs. Smita Patel	Mr. Abhishek Patel (Managing director)	Mr. Arvind Nopany
(Mother of Mr. Abhishek Patel)	Mr. Jagdish Dokwal (Chief Financial Officer)	Mrs. Sheela Ayyar
	Ms. Nidhi Shah (Up to 10.10.2017) (Resigned) (Company Secretary)	Mr. Pranav Patel
	Ms. Gauri Gangal (From 11.10.2017) (Appointed) (Company Secretary)	

Details relating to parties/ persons referred to in above items are as under:

(In Lakhs)

Nature of transaction	31-Mar-18	31-Mar-17
Related Party		
Rent Paid	3.00	3.00
Loans & Deposit Paid	NIL	4.45
Key management personnel		
Remuneration/ Reimbursement	97.39	55.05
Balance outstanding as at year end	NIL	NIL
Receivable/ (Payable)	NIL	NIL
Non-executive directors and their relatives		
Remuneration/ Reimbursement/sitting fees	0.63	0.65
Balance outstanding at year end	NIL	NIL
Receivable/ (Payable)	NIL	NIL

Note 37 Financial Instrument and Risk Management

i) Financial risk management objective and policies

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the management of these risks.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk - interest rate risk, foreign currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, other financial instruments.

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that future cash flows of floating interest bearing investments will vary because of fluctuations in interest rates.

Interest rate sensitivity

The borrowing of the Company includes vehicle loans which carries fixed coupon rate and hence the Company is not exposed to interest rate risk.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, deposits and loans given, investments and balances at bank. The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Expected Credit Loss is based on actual credit loss experienced and past trends based on the historical data.

(₹ In Lakhs)

Movement in allowance for credit loss during the year was as follows:	Mar-18	Mar-17
Balance at 1 April	36.07	27.31
Add :- Provided during the year		8.76
Less :- Reversal during the year	2.79	-
Balance as at 31 March	33.28	36.07
Net Trade receivable	1,004.30	909.34

Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions

(₹ In Lakhs)

As at 31 March 2018	Less than 1 year	1-3 years	3-5 years	More than 5 years
Trade payable and other financial liabilities	816.80	-	-	-
Borrowing principal payments	77.59	125.50	184.36	-

(₹ In Lakhs)

As at 31 March 2017	Less than 1 year	1-3 years	3-5 years	More than 5 years
Trade payable and other financial liabilities	998.15	-	-	-
Borrowing principal payments	85.80	93.65	127.43	-

(₹ In Lakhs)

As at a April 2016	Less than 1 year	1-3 years	3-5 years	More than 5 years
Trade payable and other financial liabilities	912.83	-	-	-
Borrowing principal payments	100.21	109.38	-	-

ii) Capital Management

For the purpose of the Company' s capital management, capital includes issued capital and all other equity reserves. The Company manages its capital structure to ensure that it will be able to continue as a going concern while maximising the return to the stakeholders.

Categories of financial instruments and fair value thereof

			(₹ In Lakhs)
Financial assets	**Mar-18**	**Mar-17**	**Apr-16**
Measured at amortised cost:-			
Trade Receivables	1,004.30	909.34	701.97
Cash and cash equivalents and bank balances	91.26	124.96	109.30
Other financial assets	3.23	1.08	-
Total	**1,098.79**	**1,035.38**	**811.27**
Financial Liabilities			
Measured at amortised cost:-			
Borrowings	1,242.63	741.29	732.28
Trade payables	816.80	998.15	912.83
Other financial liabilities	77.59	85.80	100.21
Total	**2,137.02**	**1,825.24**	**1,745.32**

The following table shows the Levels within the hierarchy of financial assets and liabilities measured at fair value on a recurring basis:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: unobservable inputs for the asset or liability

		(₹ In Lakhs)
Financial assets:-carrying value/fair value	**Mar-18**	**Mar-17**
Measured at fair value through Other comprehensive Income:		
Investments	37.28	39.95
Total	**37.28**	**39.95**

Note 38 Micro, Small and Medium Enterprises

The Company has not received the required information from Suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence, disclosures, if any, relating to amounts unpaid as at the year end together with interest paid / payable as required under the said Act are NIL as given below. This information has been relied upon by the auditor.

			(₹ In Lakhs)
	Particulars	**As at 31-Mar-18**	**As at 31-Mar-17**
a)	the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	NIL	NIL
b)	the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL
c)	the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL
d)	the amount of interest accrued and remaining unpaid at the end of each accounting year;	NIL	NIL
e)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

Note 39 Operating Leases

a At the reporting date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

(₹ In Lakhs)

Particulars	As at 31st March, 2018	As at 31st March, 2017
Lease rental charges for the year	21.16	14.98
Future Lease rental obligation payable (under non-cancellable lease)	-	-
Not later than one year	37.45	4.95
Later than one year but not later than five years	74.88	112.32
Later than five years	-	-

b The total of future minimum sublease payment expected to be received under non – cancellable subleases at the end of reporting period is NIL

c Lease payment s recognised as an expense in the period in which it is incurred.

Note 40 Earning per share

(₹ In lakhs, except shares data)

	Particulars	Mar-18	Mar-17
a)	Profit after tax attributable to equity shareholders of the company	252.91	244.99
b)	Weighted average number of equity shares (in numbers)	73.15	70.87
	Nominal value of equity shares	10.00	10.00
c)	Basic EPS	3.42	3.46
d)	Weighted average number of equity shares for diluted EPS (in numbers)	7,391,000	7,087,000
	Nominal value of equity shares	10.00	10.00
	Diluted EPS	3.42	3.46

Note 41 Transition to Indian Accounting Standard

FIRST TIME ADOPTION OF IND AS

For all periods upto and including the year ended 31 March 2017, the Company had prepared its financial statements in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013, read together with Rule 7 of the companies (Accounts) Rules, 2014 (Previous GAAP). This note explains the principal adjustments made by the Company in restating its financial statements prepared under Previous GAAP.

Exemptions and exceptions availed

In preparing these Ind AS Financial Statements, the Company has availed certain exemptions and exceptions in accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, as explained below. The resulting difference between the carrying values of the assets and liabilities in the Financial Statements as at the transition date under Ind AS and IGAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). This Note explains the adjustments made by the Company in restating its IGAAP Financial Statements, including the Balance Sheet as at April 01, 2016 and the Financial Statements as at and for the year ended March 31, 2017.

a) Ind AS optional exemptions:

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from IGAAP to Ind AS.

i) Deemed cost

Para D7 AA of Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the Financial Statements as at the date of transition to Ind AS, measured under IGAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities.

The company has exercised this option of adopting deemed cost.

ii) Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at Fair Value through Other Comprehensive Income on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity investments.

iii) Investments in equity instruments:

An entity may make an irrevocable election at initial recognition of a financial asset to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income. Ind AS 101 allows such designation of previously recognized financial assets, as 'Fair value through Other Comprehensive Income'.

The Company has accordingly designated certain equity instruments as at 1st April 2016 as fair value through other comprehensive income.

b) Ind AS Mandatory exceptions:

I. Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

II. Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

III. De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. Accordingly, the Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

First-time Ind AS adoption reconciliations

(i) Effect of Ind AS adoption on the balance sheet as at 31st March, 2017 and 1st April 2016

(₹ In Lakhs)

	Notes	As at 31st March, 2017			As at 1st April, 2016		
Particulars		**Previous GAAP ***	**Effect of transition to Ind AS**	**As per Ind AS Balance sheet**	**Previous GAAP**	**Effect of transition to Ind AS**	**As per Ind AS Balance sheet**
ASSETS							
Non-current assets							
a) Property, Plant and Equipment		1,210.92	0.00	1,210.92	1,183.53	-	1,183.53
b) Capital work-in-progress		266.27	-	266.27			
c) Financial Assets							
(i) Investments	(iv)	38.83	1.12	39.95	38.83	(2.14)	36.69
(ii) Other financial assets	(v)	62.61	-	62.61	34.85	-	34.85
Deferred Tax Asset (Net)		30.99	(30.99)		18.70	(18.70)	-
Total Non-current assets		**1,609.61**	**(29.86)**	**1,579.75**	**1,275.91**	**(20.84)**	**1,255.07**
Current assets							
a) Inventories		1,570.21	0.01	1,570.22	1,418.30	-	1,418.30
b) Financial Assets							
(i) Trade receivables	(ii)	945.41	(36.07)	909.34	729.28	(27.31)	701.97
(ii) Cash and cash equivalents		32.95	(0.00)	32.95	17.29	(0.00)	17.29
(iii) Bank balance other than (ii) above		92.01	-	92.01	92.01	-	92.01
(iv) Other financial assets		1.08	-	1.08			
c) Current Tax Assets (Net)					17.97	-	17.97
d) Other current assets		379.80	(0.00)	379.80	294.51	-	294.51
Total current assets		**3,021.47**	**(36.07)**	**2,985.40**	**2,569.36**	**(27.31)**	**2,542.05**
TOTAL ASSETS		**4,631.08**	**(65.94)**	**4,565.15**	**3,845.28**	**(48.15)**	**3,797.12**
EQUITY AND LIABILITIES							
Equity							
a) Equity Share capital		708.70	-	708.70	579.80	-	579.80
b) Other Equity		1,446.57	(207.74)	1,238.82	1,087.91	(203.65)	884.26
Total Equity (a+b)		**2,155.27**	**(207.74)**	**1,947.52**	**1,667.71**	**(203.65)**	**1,464.06**
LIABILITIES							
Non-current liabilities							
a) Financial Liabilities							
(i) Borrowings		221.08	-	221.08	109.38	-	109.38
(ii) Other financial liabilities		121.47	-	121.47	205.67	-	205.67
b) Provisions		59.10	0.06	59.16	60.94	0.06	61.00
c) Deferred tax liabilities (Net)	(i)	-	141.76	141.76	-	155.42	155.42
Total non-current liabilities		**401.65**	**141.82**	**543.47**	**375.98**	**155.48**	**531.47**
Current liabilities							
a) Financial Liabilities							
(i) Borrowings		741.29	(0.00)	741.29	732.28	-	732.28
(ii) Trade payables		998.15	-	998.15	912.83	-	912.83
(iii) Other financial liabilities		85.80	-	85.80	100.21	-	100.21
b) Other current liabilities		229.75	0.00	229.75	43.44	-	43.44
c) Provisions		14.01	-	14.01	12.83	-	12.83
d) Current Tax Liabilities (Net)		5.16	-	5.16			
Total current liabilities		**2,074.16**	**0.00**	**2,074.16**	**1,801.59**	**-**	**1,801.59**
Total liabilities		**2,475.81**	**141.82**	**2,617.63**	**2,177.57**	**155.48**	**2,333.06**
TOTAL EQUITY AND LIABILITIES		**4,631.08**	**(65.93)**	**4,565.15**	**3,845.28**	**(48.17)**	**3,797.12**

* The Indian GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note

(ii) Reconciliation of total equity as at 31st March 2017 and 1st April 2016

(₹ In Lakhs)

	Notes	As at 31st March, 2017	As at 31st April, 2016
Total Equity under previous GAAP		2,155.27	1,667.71
Add/(Less):- Adjustments for GAAP differences			
Gratuity expenses	(iii)	(0.06)	(0.06)
Adjustment on account of Ind AS transition for expected credit loss	(ii)	(36.07)	(27.31)
Tax adjustment on account of Ind AS transition for expected credit loss, as applicable	(ii)	(0.17)	
Adjustments of finance income on deposits	(v)	4.82	
Fair valuation Gain/(Loss) on investments through profit and loss (FVTPL)	(iv)	(2.14)	(2.14)
Tax adjustments including income tax impact on above, as applicable	(i)	(174.13)	(174.13)
Total adjustments to equity		**(207.75)**	**(203.65)**
Total equity under Ind AS		**1,947.52**	**1,464.06**

(iii) Effect of Ind AS adoption on the statement of profit and loss for the year ended 31st March 2017

(₹ In Lakhs)

	Notes	Year ended March 31, 2017		
		Previous GAAP *	**Effect of transition to Ind AS**	**As per Ind AS Balance sheet**
Income				
I Revenue From Operations		5,928.39	459.33	6,387.72
II Other Income		19.26	-	19.26
III Total Income (I+II)		**5,947.65**		**6,406.98**
IV Expenses				
Cost of materials consumed		4,325.49	(0.00)	4,325.49
Changes in inventories of finished goods, Stock-in -Trade and work-in progress		(56.86)	-	(56.86)
Excise duty on sale of goods		-	(459.33)	459.33
Employee benefits expense		419.25	(4.12)	415.14
Finance costs		121.97	(0.01)	121.96
Depreciation and amortization expense		147.97	-	147.97
Other expenses		704.63	-	704.63
Total expenses (IV)		**5,662.44**	**(4.13)**	**6,117.66**
V Profit/(loss) before tax (III-IV)		285.21	4.13	289.32
VI Tax expense:				
(a) Current tax		58.00	-	58.00
(b) Deferred tax	(i)	(12.28)	(1.39)	(13.67)
Total expenses (VI)		**45.72**	**(1.39)**	**44.33**
VII Profit / (Loss) for the period (V-VI)		239.49	5.51	244.99
VIII Other Comprehensive Income	(iii)			
a (i) Items that will not be reclassified to profit or loss	(iii), (iv)	-	(0.85)	(0.85)
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	0.17	0.17
Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)		**239.49**	**4.82**	**244.31**

* The Indian GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note

(iv) Reconciliation of total comprehensive income for the year ended 31st March 2017 (₹ In Lakhs)

		Year ended March 31, 2017
Net Profit as per previous GAAP(Indian GAAP)		239.49
Adjustments :		
Remeasurement of defined benefit obligation recognised in other comprehensive income	(iii)	4.12
Deferred tax adjustments including income tax impact on above, as applicable	(i)	1.39
Total effect of transition to Ind AS		5.50
Profit for the year as per Ind AS		244.99
Other comprehensive income for the year (net of tax)	(iii)	(0.68)
Total Comprehensive Income		**244.31**

Notes to first time adoption of Ind AS:

(i) Deferred Tax

The previous GAAP required deferred tax accounting using the which focused on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using balance sheet approach which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. Various transitional adjustments has resulted in recognition of temporary differences.

(ii) Expected credit loss

Under Indian GAAP allowances of doubtful debt was provided as per management estimate whereas under Ind AS allowances are based on expected credit loss model as per Ind - AS 109 - Financial Instruments.

(iii) Other comprehensive income (OCI)

Ind-AS requires preparation of Statement of Other Comprehensive Income in addition to Statement of profit and loss. Re-Measurement gain/loss on defined benefit plans earlier accounted for in statement of profit and loss under Indian GAAP has been reclassified to OCI as required by Ind-AS 19 - Employee Benefits.

(iv) Investments

Under the Ind AS, investments are measured at fair value as at reporting date whereas, under the Indian GAAP current investments was valued at lower of cost or market value and non-current investments was valued at cost except for any permanent diminution in value of long term investments was to be provided for.

(v) Security Deposit

Under the previous GAAP, interest free lease security deposits (that are refundable in cash on completion of the lease term) are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly the Company has fair valued these security deposits under Ind AS and the difference between the fair value and the transaction value of the security deposit has been recognised as prepaid rent.

Retained earnings

Retained earnings as at 1st April 2016 have been adjusted consequent to the above Ind AS transition adjustments.

Note 42 Auditors Remuneration

		(₹ In Lakhs)
Particulars	**Mar-18**	**Mar-17**
As auditor:		
Statutory audit	2.95	0.80
Tax audit	-	0.50
In other capacity:		
Other services (certification fees)	-	0.20
Reimbursement of expenses	0.04	0.01
Total	**2.99**	**1.51**

For and on behalf of the Board of Directors

Abhishek Patel
Managing Director
DIN 05183410

Jagdish Dokwal
Chief financial officer

Gauri Gangal
Company Secretary
M. No: 52130

Sheela Ayyar
Director
DIN 06656579

Mumbai
May 26, 2018

FORM DPT 1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING UNSECURED DEPOSITS

[Pursuant to section 73 {2}{a) and section 76 and rule 4{1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014]

RISHI TECHTEX LIMITED

Registered Office: 612, Veena Killedar Industrial Estate,
10-14 Pais Street, Byculla (West), Mumbai - 400011
Website: www.rishitechtex.comTel No. 022-23075677/23074585
Fax No. 022-23080022 CIN No. L28129MH1984PLC032008

GENERAL INFORMATION

a) Date of incorporation of the company- February 7, 1984

b) Business carried on by the company and its subsidiaries with the details of branches or units, if any;

Nature of Business: The Company is engaged in manufacture of HDPE/PP, Paper Laminated Bags and Shade nets.

Units: Village Kachigam, Taluka Daman, Union Territory of Daman And Diu. The Company has no subsidiaries.

c) Brief particulars of the management of the company;

The Company is being managed by Managing Director under the superintendence, control and direction of the Board of Directors.

d) Names, addresses, DIN and occupations of the directors;

Name of Directors	Address of Directors	DIN	Occupation
Mr. Abhishek Patel	8- B, Suvas Apartment, 68F, Neapeansea Road, Mumbai- 400006	05183410	Business
Mr. Pranav J. Patel	Flat No. 1001-1002 Premium Tower II, Shalimar Township, A. B. Road, Indore 452001- Madhya Pradesh	00171387	Business
Mr. Arvindkumar Nopany	11-A, Nilamber-1, Sayed Vasan Road, Nr. Vasan Octori Naka, Baroda 390015	00148521	Business
Mrs. Sheela Ayyar	B-704, Florentine Building, Hiranandani Gardens, Powai, Mumbai-400076	06656579	Business

e) Management's perception of risk factors;

Cost of Raw Material: Volatility in the cost of raw materials due to instability of oil prices and fluctuation in exchange rate is leading variation in standard pricing.

Interest Rate: High Rate of Interest rate is adversely affecting the earnings of the Company.

f) Details of default, including the amount involved, duration of default and present status, in repayment of-

i) statutory dues; Nil

ii) debentures and interest thereon - Nil

iii) loan from any bank or financial institution and interest thereon. Nil

PARTICULARS OF THE DEPOSIT SCHEME

a. Date of passing of board resolution : May 29, 2014

b. Date of passing of resolution in the general meeting authorizing the invitation of such deposits :September 30, 2014

c. Type of deposits: Unsecured

d. Amount which the company can raise by way of deposits as per the Act and the rules made thereunder:

a. 10% of the aggregate of the paid up share capital and free reserves and Security Premium Account (Under Rule 3(1)(a))- 218.00 lacs

Such Deposits are repayable not earlier than three months from the date of deposit or renewal thereof.

b. 35% of the aggregate of the paid-up share capital and free reserves and Security Premium (under Rule 3(3))- 763.00 lacs

The aggregate of deposits actually held on the last day of the immediately preceding financial year- Rs. 45.00/- Lacs

The date of issue of the Circular or advertisement - The effective date of issue of circular will be the date of dispatch of the circular.

Amount of deposit proposed to be raised - 35% of the aggregate of the paid-up share capital and free reserves and Security Premium i.e. 763.00 lacs

Amount of deposit repayable within the next twelve months- Rupees 5.00Lacs only

e. Terms of raising of deposits :

Duration -One to three years

Rate of interest- 12.5%(Subject to changes from time to time)

Mode of payment and repayment - By Cheque or any other mode except Cash

f. Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid - The Scheme will be opened after filing the approved circular with ROC.

g. Reasons or objects of raising the deposits - The monies received as deposits will be utilised for the operations of the Company.

h. Credit rating obtained; Name of the Credit Rating Agencies, Rating obtained, Meaning of the rating obtained, and Date on which rating was obtained- Not Applicable

i. Short particulars of the charge created or to be created for securing such deposits - Not Applicable

k. Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interests of other persons- Nil

DETAILS OF ANY OUTSTANDING DEPOSITS

a. Amount Outstanding- Rs. 45.00 Lacs

b. Date of acceptance-

Date of Acceptance	No. of Depositors	Amount of Deposit
29.02.2016	1	500000
28.02.2017	4	3000000
28.02.2018	2	1000000

c. Total amount accepted- Rs. 45.00

d. Rate of interest -12.5%

e. Total number of depositors -7

f. Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved Nil

g. Any waiver by the depositors, of interest accrued on deposits. - Nil

FINANCIAL POSITION OF THE COMPANY

a. Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement;

(Rs. In lacs)

Accounting Year	Profit Before Tax	Profit After Tax
Year ended 31.3.2016	193.51	175.22
Year ended 31.3.2017	289.32	244.99
Year ended 31.3.2018	315.58	252.91

b. Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid or interest paid)

Accounting Year	Dividend on Equity Shares
Year ended 31.3.2016	Nil
Year ended 31.3.2017	Nil
Year ended 31.3.2018	Nil

c. A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement;

(Rs. In lacs)

	As at 31.3.2016	As at 31.3.2017	As at 31.3.2018
Liabilities			
Share Capital	579.80	708.70	739.10
Reserves & Surplus	884.26	1238.82	1489.98
Non-Current Liabilities	531.47	543.47	611.75
Current Liabilities	1801.59	2074.16	2340.16
	3797.12	**4565.15**	**5180.99**
Assets			
Fixed Assets	1183.54	1477.19	1904.91
Investment	36.69	39.95	37.28
Other Non-Current Financial Assets	34.85	62.61	75.46
Current Assets	2542.05	2985.40	3163.34
	3797.12	**4565.15**	**5180.99**

d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement;

(Rs. In lacs)

	As at 31.3.2016	As at 31.3.2017	As at 31.3.2018
Net profit before tax & extraordinary items	193.51	289.32	315.58
Adjustment for Depreciation, Int. and other items	273.17	227.38	296.36
Operating profit before working capital change	466.68	516.70	611.94
(a) Cash generated from operations	372.06	361.58	682.86
(b) Cash flow from Investing Activities	(125.78)	(453.38)	(571.01)
(c) Cash Flow from Financing Activities	(254.53)	151.79	(66.33)
Net increase in cash & Cash equivalents (a+b+c)	(8.25)	15.66	(17.15)
Opening Balance cash & Cash equivalents	117.54	17.29	32.95
Closing Balance cash & Cash equivalents	109.29	32.95	15.80

e. Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company -The Balancesheet and Profit and loss for the year ended 31.03.2017 and 31.03.2018 are drawn as per Ind As and for the year ended 31.03.2016 as per GAPP

Note: -The figures for the year ended March 2016 are not comparable since they are not as per Ind AS.

DECLARATION BY THE DIRECTORS THAT-

a. the company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest on such deposits there on;

b. the board of directors have satisfied themselves fully with respect to the affairs and prospects of the company and that they are of the opinion that having regard to the estimated future financial position of the company, the company will be able to meet its liabilities as and when they become due and that the company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;

c. the company has complied with the provisions of the Act and the rules made thereunder;

d. the compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;

e. the deposits accepted by the company before the commencement of the Act have been repaid.

f. In case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty.

g. the deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement;

h. the deposits accepted by the company are unsecured and rank pari passu with other unsecured liabilities of the company.

1. Mr. Abhishek Patel
2. Mr. Pranav Patel
3. Mr. Arvind Nopany
4. Mrs. Sheela Ayyar

Date: 26th May, 2018

Place: Mumbai

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RISHI TECHTEX LIMITED

CIN: L28129MH1984PLC032008
Regd. Office: 612, Veena Killedar Industrial Estate, 10-14 Pais Street, Byculla (W), Mumbai - 400 011
Tel No. 022-23075677/23074585, Fax No. 022-230820022

PROXY FORM

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

Name of the member(s) :

Registered address :

E-Mail Id :

Folio No/ Client Id :

DP Id :

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

1. Name:

   Address:

   E Mail Id:

   Signature:…………….or failing him/her

2. Name:

   Address:

   E Mail Id:

   Signature:…………….or failing him/her

3. Name:

   Address:

   E Mail Id:

   Signature:…………….

as my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the Thirty Fourth Annual general meeting to be held on 28th September, 2018 at 3.15 p.m at Killachand Conference Room, 2nd Floor, Indian Merchants' Chamber, Churchgate, Mumbai 400 020 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution For
	ORDINARY BUSINESS
1	Adoption of Accounts
2	To appoint a Director in place of Mr. Pranav Patel (DIN 00171387), who retires by rotation and being eligible offers himself for reappointment.
	SPECIAL BUSINESS
3	Approval of the appointment of Statutory Auditors appointed by the Board to fill the casual vacancy.
	ORDINARY BUSINESS
4	Approval of the appointment of Statutory Auditors for 5 financial years from 2018-2019 and to fix their remuneration.

Signed this …………….day of ……………2018

Affix Revenue Stamp

Signature of Shareholder………….

Signature of Proxy Holders(s) …………

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

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Tel No. 022-23075677/23074585, Fax No. 022-230820022

ATTENDANCE SLIP

Regd. Folio_______________________________. 34th Annual General Meeting

To be handed over at the entrance of the meeting venue.

____

Name of the attending member (in block letters)

____

Name of Proxy (in block letter to be filled in by the proxy attending instead of the members.

No. of Shares held. _________________________

I hereby record my presence at the 34th Annual General Meeting at Killachand Conference Room, 2nd Floor, Indian Merchants' Chamber, Churchgate, Mumbai 400 020, on Friday, 28th September , 2018 at 3.15 p.m. .

Member's / Proxy's Signature

Notes:

1. Interested joint shareholders may obtain attendance slip from the Registered Office of the Company.
2. Shareholders/joint shareholders proxies are requested to bring the attendance slip with them. Duplicate slip will not be issued at the entrance of the venue.

Route Map

IMC Building
Veer Nariman Road, Churchgate,
Mumbai, Maharashtra 400020

Notes

UPDATION OF EMAIL ID

Kindly ensure to update your fresh Email ID with the Company/Depository, in case if you have not updated or changed the same.

UPDATION OF PAN AND BANK MANDATE

Kindly ensure to update your PAN and Bank mandate with the Company/Depository.

COMPULSORY DEMATERIALISATION OF PHYSICAL SHARES

Kindly take the necessary steps to convert physical equity shares of the Company held by you; in demat mode, pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 08th June 2018. As per the said notification physical shares will not be permitted for transfer after 05th December 2018. ISIN of Company is given in the General Shareholder information section of the Annual Report for your ready reference.

GREEN INITIATIVE

As a Green Initiative, you are requested to opt for receipt of Annual Report in electronic mode.

RISHI TECHTEX
Rishi Techtex Limited

612, Veena Killedar Industrial Estate, 10/14, Pais Street,
Byculla (W), Mumbai - 400 011.
Tel. : 022-23074897 / 23074585 / 23075677
Fax : 022-23080022
E-mail : info@rishitechtex.com
Web : www.rishitechtex.com