

Rishabhdev Technocable Ltd

Established in 1994

22nd Annual Report

FY-2015-2016

Board of Directors		
Mr. Sunil B. Golchha	DIN : 00318899	Chairman & Managing Director
Mr. Amla Prasad P. Mishra	DIN : 02254272	Independent Director
Mr. Umashankar M. Singh	DIN : 02935964	Independent Director
Mrs. Sonali Ashwin Vedpathak	DIN : 07153903	Independent Director
Mr. Shelendra N Baradia		Chief Financial Officer

OUR BANKERS

IDBI Bank Limited
State Bank of Bikaner & Jaipur
Bank of Maharashtra

OUR AUDITORS

M/s. DMKH & Co.
Chartered Accountants
Mumbai

PRACTICING COMPANY SECRETARY

M/s. M.K Saraswat & Associates
Company Secretaries
Mumbai

REGISTERED OFFICE:

Rishabhdev Technocable Limited
Unit No. 53, 1st Floor,
Jagat Satguru Industrial Estate,
Vishveshwar Nagar Road,
Goregaon (East), Mumbai – 400063.
CIN: L31300MH1994PLC083244
E-mail: fpo@rtclcables.com

POWER CABLES PLANT ADDRESS

Survey No. 60/P,
Village Karajgam,
Silvassa – UT 396230

REGISTRAR & TRANSFER AGENT

Universal Capital Securities Pvt. Ltd.
(Unit- Rishabhdev Technocable Ltd)
25, Shakil Niwas,
Opp. Satya Sai Baba
Temple,
Mahakali Caves Road,
Andheri (East), Mumbai- 400093.
Contact Person: Mr. Ravindra
Utterakar
E-mail: info@uniseq.in/ravi@uniseq.in

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ANNUAL GENERAL MEETING on Friday 30th September, 2016, at 10:00 A.M., at Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai – 400063



MESSAGE FROM CHAIRMAN & MANAGING DIRECTOR, SUNIL B.GOLCHHA

Dear Shareholders,

It gives me immense pleasure to welcome you all to the 22nd Annual General Meeting of Rishabhdev Technocable Limited. Your continued trust, encouragement, support and fair criticism based on data and facts are what give us energy, enthusiasm, confidence and motivation to strive for betterment.

I have always believed that fairness, transparency, meritocracy, accountability and leadership by example are key to the success of any enterprise.

The Director's report, Auditors report and audited accounts with notes thereon have been with you for some time and request your kind permission to take them as read.

This year Rishabhdev Technocable Limited had its own set of challenges and opportunities. The Company has able to maintain turnover of Rs. **3546.57** Lacs as on 31st March, 2016, despite the loss of a significant sized customer contract which was partly made up by new customer acquisition.

There are many new challenges before the cable as well as general industry with new market opportunities and product developments despite of slowdown in the overall industry and also in various process based industries, we are planning to enter into the international market with a vision of expanding the business operations on the globe.

On behalf of the Board of Directors and the Management, I would like to place on record your Company's sincere appreciation of the support extended by the Central & State Government and their agencies, term lenders & working capital bankers and the continuing patronage and support of all stakeholders.

To conclude, we have been able to continue on our journey of innovation and winning new customers and are on track to achieve our vision.

And finally, I would like to record my appreciation for the efforts of all my colleagues at Rishabhdev Technocable Limited for their dedication and hard work.

I take this opportunity to thank you for the confidence you have placed in our company and for your continued support over the years. Together we can make a difference.

Sincerely

For Rishabhdev Technocable Limited
-sd-
Sunil B. Golchha
Chairman & Managing Director
DIN: 00318899



NOTICE TO THE SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT THE 22nd ANNUAL GENERAL MEETING OF THE MEMBERS OF RISHABHDEV TECHNOCABLE LIMITED WILL BE HELD ON FRIDAY, 30TH SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY AT UNIT NO. 53, JAGAT SATGURU INDUSTRIAL ESTATE, NEAR VISHWESHWAR NAGAR ROAD, GOREGAON (EAST), MUMBAI 400063, MAHARASHTRA AT 10:00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business:

1. To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March 2016 including Audited Balance Sheet as at 31st March, 2016, the Statement of the Profit and Loss for the year ended on that date and Reports of the Board of Directors along with the Independent Auditors Report thereon.
2. To appoint the New Statutory Auditors and to fix their remuneration and in this regards pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, framed there under, as amended from time to time and pursuant to the recommendations of the Audit Committee, M/s. JMK & Co. Chartered Accountants (Firm Registration No. 120459W), be appointed as statutory Auditors of the Company in place of resigning auditors M/s. DMKH & Co, Chartered Accountants (Firm Registration No. 116886W), to hold office from the conclusion of this 22nd Annual General Meeting (AGM) until the conclusion of the 27th AGM, subject to ratification by members every year, as applicable, at such remuneration and out of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors decided."

3. If any earlier Ordinary/Special Business is pending, to be consider and discuss in this Annual General Meeting.

For and on Behalf of the Board of Director
Rishabhdev Technocable Limited



Sunil B. Golchha
Chairman & Managing Director
DIN: 00318899

Date: 06.09.2016

Place: Mumbai

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Members / proxies are requested to bring their copies of annual report to the meeting and attendance slip duly filled in for attending the meeting.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday September 24, 2016 to Friday September 30, 2016 (both days inclusive) for the purpose of Annual General Meeting. Cut-off date for the purpose of e-voting in the Annual General Meeting will be September 23rd, 2016.
4. Members desiring any information regarding the accounts are requested to write to the Company at least 7 days before date of the meeting, so as to enable the Company to keep the information ready.
5. Statutory Registers and the documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days (Monday to Friday) between 10.00 a.m. to 2.00 p.m. up to the date of Annual General Meeting and will also be available for inspection at the Meeting.

6. Green Initiative in the Corporate Governance: The Government of India- Ministry of Corporate Affairs has vide the Circular No. 17/2011 21st April, 2011, allowed service of documents to the shareholders in the electronic mode. Thus, having regard to the said Circular read with the information Technology Act, 2000, the Company hereby requests the Members to register their E-mail Address (and any change therein from time to time) with M/s Universal Capital Securities Pvt. Ltd., the Registrar and Share Transfer Agents of the Company. The Company proposes to send the future correspondence in electronic form to the Members who's E-mail Address is registered with the Registrar and Share Transfer Agents of the Company. Any Member desiring to receive the said correspondences in the physical form should inform the Company.
7. Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents M/s Universal Capital Securities Pvt. Ltd. 25, Shakil Niwas, Opp.Satya Sai Baba Temple, Mahakali Caves Road, Andheri (East), Mumbai- 400093.
8. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.
9. **Voting through electronic means:**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting system provided by Central Depository Securities Limited (CDSL). The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM is termed as 'remote e-voting'.
 - II. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The instructions for e-voting are as under:

- A. In case a Member receives an email from CDSL [for members whose email IDs are registered with the Company/ Depository Participants]:
 - (1) Open email and open PDF file viz; "RISHABHDEV TECHNOCABLE e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - (2) Launch internet browser by typing the following URL: <https://www.evoting.CDSL.com/>
 - (3) Click on "Shareholder – Login"
 - (4) Put user ID and password as initial password/PIN noted in step (a) above. Click Login.
 - (5) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (6) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
 - (7) Select "EVEN" (E-Voting Event Number) of Rishabhdev Technocable Limited.
 - (8) Now you are ready for e-voting as Cast Vote page opens.
 - (9) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when Prompted.
 - (10) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (11) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (12) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs.mukeshsaraswat@gmail.com with a copy marked to evoting@cdsl.co.in

(13) Important

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

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)
	• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
	• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your



	name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your Demat account or in the company records for the said Demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your Demat account or in the company records for the said Demat account or folio. • 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 the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (14) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when Prompted.
- (15) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (16) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (17) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (18) Once you have voted on the resolution, you will not be allowed to modify your vote.
10. Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to scrutinize fpo@rtlcables.com with a copy marked to evoting@CDSL.co.in.
11. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants or who request physical copy of notice]:
12. In case of any queries, you may refer the frequently asked questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of www.evoting.CDSL.com.
13. If you are already registered with CDSL for e-voting, then you can use your existing user ID and password / PIN for casting your vote.
14. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
15. The e-voting period commences on, Tuesday 27th September, 2016 (10:00 am) and ends on Thursday 29th September, 2016 (5:00 pm)., the cut-off date of 23rd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2016. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- As the voting would be through electronic means, the Members who do not have access to e-voting, may send their assent or dissent in writing on the Ballot Form enclosed with the Annual Report. You are required to complete and sign the Ballot Form and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company - Mr. Mukesh Saraswat, Practicing Company Secretary, Scrutinizer, M.K Saraswat & Associates, Office Address at 1st Floor JBF House 13, Old Post Office Lane Kalabadevi Road Marine Line (East), Mumbai-400002 not later than, 29th September, 2016 (6.00 p.m. IST). Ballot Form received after this date will be treated as invalid.
- A Member can opt for only one mode of voting, i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
16. Mr. Mukesh Saraswat (Membership No. 28618), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process (including ballot form received from the members who do not have access to the e-voting facility) in a fair and transparent manner.
17. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, and send it to the Chairperson of the Company.
- The Results shall be declared at or after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.rtlcables.com and on the website of



CDSL within two(2) days of passing of the resolutions at the AGM of the Company and also communicated to the Bombay Stock Exchange Ltd. (BSE) .

18. The Company has opted e-voting facility with CDSL. As per the information by R&T of our Company.



**For and on Behalf of the Board of Director
Rishabhdev Technocable Limited**

**Sunil B. Golchha
Chairman & Managing Director
DIN: 00318899**

**Date: 06.09.2016
Place: Mumbai**

**ANNEXURE TO THE NOTICE:
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

ITEM NO. 2:

M/s. DMKH & Co., Chartered Accountants holding office of the Statutory auditors of the Company up to the conclusion of this Annual General Meeting has tendering resignation due to pre occupancy from the post of Statutory Auditor of the Company as on 06/09/2016. Hence recommendation of Audit Committee Board approved the appointment of New Auditor M/s JMK & Co. in the place on existing Auditor for the period of 5 Years commencing from the conclusion of 22nd AGM till the conclusion of the 27th AGM, subject to ratification by members every year, as may be applicable.

M/s JMK & Co., Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

None of the Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 2 of the notice.

The Board recommends the resolution set forth in item No. 2 of the notice for approval of the members.



**For and on Behalf of the Board of Director
Rishabhdev Technocable Limited**

**Sunil B. Golchha
Chairman & Managing Director
DIN: 00318899**

**Date: 06.09.2016
Place: Mumbai**

Brief information of Directors being appointed / Re-appointed

CHAIRMAN & MANAGING DIRECTOR**Mr. Sunil B. Golchha**

Director Identification No	: 00318899
Date of Birth	: 03.09.1969
Experience in specific functional area	: Experience in cable industry since 20 years, Responsible for Plant Working & overall Management of company
Shareholding in Company	: 7.96%
Directorship held in any other Companies	: None

INDEPENDENT DIRECTOR**Mr. Amala Prasad P Mishra**

Director Identification No	: 02254272
Date of Birth	: 01.07.1951
Experience in Specific Functional area	: Various Business Planning
Shareholding in Company	: NIL
Directorship held in any other Companies	: None

INDEPENDENT DIRECTOR**Mr. Umashankar Manikrao Singh**

Director Identification No	: 02935964
Date of Birth	: 22.11.1956
Experience in Specific Functional area	: Various strategic Planning
Shareholding in Company	: NIL
Directorship held in any other Companies	: None

INDEPENDENT DIRECTOR**Mrs. Sonali Ashwinkumar Vedpathak**

Director Identification No	: 07153903
Date of Birth	: 14.09.1989
Experience in Specific Functional area	: Corporate Advise
Shareholding in Company	: NIL
Directorship held in any other Companies	: None



DIRECTORS' REPORT

Dear Shareholders,

Your Directors have the pleasure in presenting the 22nd Annual Report on the business and operations of the Company for the year ended 31-03-2016 together with the audited accounts for the year ended 31-03-2016.

FINANCIAL RESULTS

(Rs. In Lacs)

PARTICULARS	FY-2015-16	FY-2014-15
Gross Sales	3629.53	7554.13
Less: State Excise & VAT	82.96	177.43
Net Sales	3546.57	7376.70
Other Income	18.72	3.33
Total	3565.29	7380.03
Profit before depreciation & taxation	(3442.92)	(4046.59)
Less: Depreciation	3153.08	343.02
Less: Provision for taxation	-	-
Add: Prior period adjustment (Taxation)	-	70.61
Profit after taxation	(6596)	(4460.22)
Deferred Tax Liability	6.68	61.17
Add: Balance brought forward from previous year	(3512.96)	1008.43
Surplus available for appropriation	-	-
Appropriations	-	-
General Reserves	3.00	3.00
Proposed Dividend	-	-
Tax on Dividend	-	-
Additional depreciation on fixed asset	-	-
Balance carried to Balance sheet	(10115.64)	(3512.96)

RESERVES:

There is Loss during the Year hence company has not transferred any amount to General Reserves.

OPERATIONAL REVIEW:

The turnover for the financial year 2015-2016 is 3546.57 Lacs against 7376.70 Lacs for financial year 2014-2015.

DIVIDEND:

In view of inadequacy of profit for the year under review, your Directors do not recommend dividend on the Equity Shares for the year under Review.

SHARE CAPITAL:

The paid up equity capital as on March 31, 2016 was Rs 2668.98 Lacs.

FINANCE:

Cash and cash equivalents as at March 31, 2016 was Rs.37.56 Lacs. The company continues to focus on judicious management of its working capital, Receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring

DEPOSITS

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has not given any loans or guarantees or investment covered under the provisions of section 186 of the Companies Act, 2013.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the year, there was no change in the nature of business of the Company

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Managing Director.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars required under Section 134 of the Companies Act, 2013, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) as per 8(3) Rules Account Rules 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are given in the **Annexure-A** forming part of this Report.

SAFETY, HEALTH AND ENVIRONMENT

Sustained and meticulous efforts continue to be exercised by the Company at all plants of the Company, towards greener production and environment conservation. The Company perseveres in its efforts to indoctrinate safe and environmentally accountable behavior in every employee, as well as vendors, by rigid compulsory annual training and refresher courses, as well as frequent awareness programs, Mock drills of emergency preparedness are regularly conducted at all the plants showing Company's commitment toward safety, not only of its own men and plants, but also of the society at large.

Safety records, at all plants showed considerable improvement and accident statistics showed downward trend. This was made possible by strict adherence to laid down procedures and following of international guidelines, involvement of workers in all safety matters has been encouraged by their participation in shop floor safety meeting. The health of employees and the environment in and around the plant area have been given due care and attention. The Company continued to comply with the prescribed industrial safety environment protection and pollution control regulation at its production plant, through periodic checks of the system involved and constant monitoring to meet the standards set by the pollution control authorities etc.

INDUSTRIAL RELATIONS & HUMAN RESOURCES MANAGEMENT

The Company recognizes that in a people-intensive business, major gains can be scored in the area productivity management. In view of this, the Company strengthened its people management through performance-linked incentives, amenities, training, multi-skilling and career path identification.

The Company is of firm belief that good human Resource Management would ensure success though high performance HR strategy and plans of the company are deeply imbedded with the organizational goal is set to increase the production capacity of the various plants and rationalize the manpower through scientific study. All the operational goals of the top management emanate from the business plan. The goal of Chairman is shared with his subordinates who in turn share their goal with their respective subordinates and so on. Regular visits by HR team are being made to all plants to meet the employees and also interaction meeting are conducted to get their feedback, based on which HR policies are improved continuously. The process has resulted in better employees' relationship.

The Company lays due emphasis on all round development of its human resource. Hence training of the employees is aimed at systemic development of knowledge, skill, aptitude and team work. Training is designed for the development of personal skills necessary for the performance of the present job and to prepare them for future growth. Individual development is given top priority to groom high caliber manpower.

DIRECTORS & KEY MANAGERIAL PERSONNEL

In accordance with the provision of the Companies Act, 2013 and the Articles of the Company, Mr. Sunil B. Golchha (DIN: 00318899) Chairman & Managing Director of the Company who has consented to retire by rotation for compliance with the requirements of Section 152 of the Companies Act, 2013, and being eligible, offers himself for re-appointment. If re-appointed, his term would be up to next AGM.

In accordance with the provision of the Companies Act, 2013 and the Articles of the Company, Mr. Umashankar Manikrao Singh and Mr. Amalprasad Parasnath Mishra, were re appointed as Independent directors at the Annual General Meeting of the Company held on 30th September, 2014 In accordance with Section 149(7) of the Companies Act, 2013 they have submitted a declaration that each of them meets the criteria of independence as provided in section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, there has been no change in the circumstances which may affect their status as independent director during the year.

Pursuant to the provisions of section 203 of the Act, the key managerial personnel of the Company are - Mr. Shelendra N Baradia, Chief Financial Officer. There has been no change in the key managerial personnel during the year.

Mrs. Sonali Ashwinkumar Vedpathak (DIN: 07153903) resigned as Independent Director with effect from, 8th April, 2016 due to personal reasons. The board places on record its appreciation for the services rendered by Mrs. Sonali Ashwinkumar Vedpathak (DIN: 07153903) during her tenure with the company.

Board Evaluation

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by Regulation 17(10) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations").

The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.



Declaration by an Independent Director(s) and re- appointment, if any

The Company has received necessary declaration from each independent director under section 149 (7) of the Companies Act,2013, that he /she meets the criteria of independence laid down in section 149(6) of Companies Act,2013 and as per SEBI(LODR) Regulation, 2015

Remuneration Policy

The Board has, on the recommendation of the Appointment & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy in accordance with Section 178(3) of the Companies Act, 2013 & Regulation 9(4) of the Listing Regulations is stated in the Corporate Governance Report.

Number of Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year 5 (Five) Board Meetings and 5 (Five) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed.
2. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
3. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The directors have prepared the annual accounts on a going concern basis.
5. 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.
6. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

Since there were no related party transaction during the year under review except in the ordinary course of business, Form AOC-2 as prescribed under section 134(3)(h) of the Companies Act, 2013 is not applicable for the Company.

SUBSIDIARY COMPANIES:

There is no Subsidiary Company, During the Financial year ended as on 31st March, 2016.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as "code of business conduct" which forms an Appendix to the Code. The Code has been posted on the Company's website www.rtlcables.com.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Company has a Fraud Risk and Management Policy to deal with instances of fraud and mismanagement, if any. The FRM 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.

A high level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

PREVENTION OF INSIDER TRADING:

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

All Board Directors and the designated employees have confirmed compliance with the Code.

AUDITOR'S REPORT/ SECRETARIAL AUDIT REPORT:

AUDITORS:

M/s DMKH & Co. Chartered Accountants, Statutory Auditors of the Company, were appointed as auditors at Company's Annual General Meeting (AGM) held in F.Y.2014-2015 to hold office as Statutory Auditor of the company and fix their remuneration. Currently, they are holding office of the auditors up to the conclusion of the 22nd AGM.

The Company has received a letter from M/s. DMKH & Co. Chartered Accountants for the resignation from the post of statutory auditor of the Company.

Accordingly, as per the said requirements of the Act, M/s. JMK & Co, Chartered Accountants (Firm Registration No.120459W) are proposed to be appointed as auditors for a period of 5 years commencing from the conclusion of 22nd AGM till the conclusion of the 27th AGM, subject to ratification by shareholders every year, as may be applicable, in place of M/s. DMKH & Co, Chartered Accountants.

M/s. JMK & Co, Chartered Accountants, have consented to the said appointment, and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditor in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

- The Audit Committee and the Board of Directors recommend the appointment of M/s. JMK & Co, Chartered Accountants, as statutory auditors of the Company from the conclusion of the 22nd AGM till the conclusion of 27th AGM, to the shareholders.

The observation made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

INTERNAL AUDIT & CONTROLS

The Company has engaged the services of an Independent Chartered Accountants, to carry out internal audit of books of accounts. During the financial year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant or material orders passed by the Regulators/ Courts/ Tribunals which could impact the going concern status of the Company and its future operations.



SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s. M.K Saraswat & Associates, a firm of company Secretaries in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "Annexure B"

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report. Certain observations made in the report with regard to non filing of some forms were mainly due to ambiguity and uncertainty of the applicability of the same for the relevant period. However, the company would ensure in future that all the provisions are complied to the fullest extent.

EXTRACT OF ANNUAL RETURN:

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

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

Company have pending litigations which would impact its financial position

Board informed that Due to slow down in Power & Control Cables Industries and trading business and not having sufficient orders to utilize our installed production capacity, therefore, Management could not achieve their targets in last 7 years. Due to the same, company could not serve the interest of esteemed bankers and also could not pay the Term Loan EMI's, all the company, all assets and personal assets of promoters have kept to the bankers against the loan facility taken from our bankers. Since Company's repayment to bankers were not made in time.

Therefore, all our esteemed Bankers (IDBI Bank Ltd, State Bank of Bikaner & Jaipur and Bank of Maharashtra), have taken all properties and assets as per various court orders.

BUSINESS RISK MANAGEMENT:

Pursuant to section 134 (3) (n) of the Companies Act, 2013 & as per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has constituted a risk evaluation/ risk management committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

At present the company has not identified any element of risk which may threaten the existence of the company.

PARTICULARS OF EMPLOYEES:

The information required pursuant to Section 197(12) read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered office of the company during business hours on working days of the company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the company in advance.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

The detailed report on Corporate Governance and Management Discussion & Analysis Report in terms of the provisions of Regulation 34 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), which form an integral part of this Report, are set out as separate Annexure, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Regulation 34 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015.

Chief Financial Officer's certification under Regulation 17(8) of the LODR forms part of the Corporate Governance Report. Therefore a report on the Corporate Governance practices, the Auditors' Certificate on compliance of mandatory requirements thereof are not given as an annexure to this report.

AUDIT COMMITTEE

The composition of Audit Committee is as given in the Report on Corporate Governance

SHAREHOLDERS'/INVESTOR GRIEVANCE COMMITTEE

The composition of Shareholders'/Investor Grievance Committee is as given in the Report on Corporate Governance

REMUNERATION COMMITTEE

The composition of Remuneration Committee is as given in the Report on Corporate Governance

EMPLOYEE RELATIONS

The management employee relations continue to be cordial the Board is committed to strengthen the same and to work towards ensuring health, safety, welfare and a healthy working environment for its employees



OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

ACKNOWLEDGEMENTS:

Your Directors place on record their appreciation of the assistance and support extended by Bankers, Consultants, Customers, Suppliers, Service Providers, Government Department, Solicitors, Shareholders and Employees of the Company

For and on Behalf of the Board of Director
For Rishabhdev Technocable Limited

-sd-

Sunil B. Golchha
Chairman & Managing Director

DIN : 00318899

Date : 06.09.2016

Place : Mumbai



ANNEXURE TO THE DIRECTORS' REPORT

ANNEXURE-A

Information as per Section 134 of the Companies Act, 2013, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) as per 8(3) Rules Account Rules 2014 and forming part of the Directors' Report for the year 2015-16

CONSERVATION OF ENERGY:

- a) Energy Conservation measures taken:-
 - Systematic control of the idle running of machines to reduce consumption of energy.
- b) Additional investment and proposals if any, being implemented for the reduction of consumption of energy
 - Energy conservation is not significant
- c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of products/goods.
 - N.A.
- d) Total energy consumption & energy consumption per unit as per prescribed Form A
 - Not given, as the company is not covered in the list of specified items

TECHNOLOGY ABSORBPTION:

EFFORTS MADE IN TECHNOLOGY ABSORPTION AS PER FORM B OF THE ANNEXURE TO THE RULES.

Research and Development (R & D)

- a) Specified areas in which R & D Activities are carried out by the Company. NIL
- b) Benefits derived as a result of the above NIL
- c) Future Plan of Action Efforts aimed at cost reduction, improvement in quality of existing products and development of new process will continue.
- d) Expenditure on R & D NIL
- e) Technology Absorption, Adaption and Innovation The Company has not utilized any imported technology

FOREIGN EXCHANGE EARNINGS AND OUT-GO :

	Year ended 31.03.2016	Year ended 31.03.2015
a) Foreign Exchange Outgo (` in Lacs)	Nil	Nil
b) Foreign Exchange earned (` in Lacs)	Nil	Nil

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text 'SRIHARIV TECHNO CARE LIMITED' around the perimeter and 'MUMBAI' in the center.

FORM NO. AOC -2

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

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

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

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	N.A
c)	Duration of the contracts/arrangements/transaction	N.A
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Justification for entering into such contracts or arrangements or transactions'	N.A
f)	Date of approval by the Board	N.A
g)	Amount paid as advances, if any	N.A
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	N.A
c)	Duration of the contracts/arrangements/transaction	N.A
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Date of approval by the Board	N.A
f)	Amount paid as advances, if any	N.A

Form shall be signed by the people who have signed the Board's Report.

Annexure B to Boards Report

SECRETARIAL AUDIT REPORT

For The Financial Year Ended On 31st March, 2016

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

To,
The Members,
M/s. Rishabhdev Technocable Limited
Unit No 53, 1st Floor, Jagat Satguru Industrial Estate,
Vishveshwar Nagar Road,
Goregaon (East),
Mumbai - 400063 .

CIN: L31300MH1994PLC083244
Authorised Capital: Rs. 100,00,00,000/-
Paid up Capital: Rs. 26,68,98,680/-

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 (audit Period), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, except for a few E-forms are not filed with MCA and in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. Rishabhdev Technocable Limited** for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (Applicable until 14th May, 2015) and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Applicable w.e.f 15th May, 2015);



- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

As informed by the management of the company no other law is applicable specifically to the Company subject to following laws as they are not applicable to the Company. Management of the Company informed that Factory, Plant and machinery was not in working and no employees were under employment so following compliances did not attract:

- (a) Factories Act, 1948
- (b) Payment Of Wages Act, 1936, and rules made there under,
- (c) The Minimum Wages Act, 1948, and rules made there under,
- (d) Employees' State Insurance Act, 1948, and rules made there under,
- (e) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made there under,
- (f) Payment of Gratuity Act, 1972, and rules made there under
- (g) The Payment of Bonus Act, 1965, and rules made there under,
- (h) The Water (Prevention & Control of Pollution) Act, 1974, Read with Water (Prevention & Control of Pollution) Rules, 1975,
- (i) Food Safety and Standards Act, 2006, and rules made there under.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Ltd, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective from 1st December, 2015).

During the period under audit the Company has complied with the provisions of the Act, Rules, Regulations, guidelines as mentioned above as applicable to the company subject to the observations as per Annexure -I.

We further report that the Compliance for the financial laws like Accounts, Financial Position, Direct and Indirect tax laws has not been reviewed in this audit since the same has been subject to review by statutory auditor and other designated professionals.

We further report that,

The Board of Directors of the Company is duly constituted and details are as under:



DIN	Name of the Directors	Designation
00318899	Mr. Sunil B Golchha	Chairman & Managing Director
002254272	Mr. Amla Prasad P Mishra	Independent Director
02935964	Mr. Umashankar M Singh	Independent Director
07153903	Mrs. Sonali Ashwin Vedpathak	Independent Women Director

During the Audit Period there are changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

As informed to us, adequate notice is given to all Directors by hand delivery to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. No Extra Ordinary General Meeting was held during the year under review.

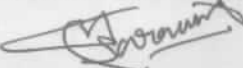
Majority decisions were passed unanimously so no dissenting member views are captured and recorded as part of the minutes.

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

- As informed, the Company has responded appropriately to notices received from the various statutory/ regulatory authorities including initiation actions for corrective measures, wherever found necessary.
- Has obtained the approval of members in the Annual General Meeting held on 30.09.2015 for Increasing the Authorized Share Capital of the Company, for which actual implementation has not been made during the year.
- Has obtained the approval of members in the Annual General Meeting To increase the limit for investments by Foreign Institutional Investors (FIIs) subject to the condition that the total holding of all FIIs, when put together, shall not exceed 100% of the paid-up equity share capital of the Company. for which actual implementation has not been made during the year.

Place: Mumbai
Date: 06th September, 2016

For: M.K. Sarswat and Associates


Mukesh K. Sarswat
Practising Company Secretary
COP No. : 10856



Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE I' & 'ANNEXURE II' and forms an integral part of this report.

'ANNEXURE I'

To
M/s. RISHABHDEV TECHNOCABLE LIMITED
UNIT NO 53,1ST FLOOR,JAGAT SATGURU INDUSTRIAL ESTATE,
VISHVESHWAR NAGAR ROAD,
GOREGAON (EAST)
MUMBAI 400063

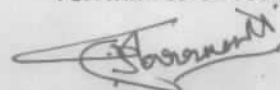
Our report of even date is to be read along with following observations made during the Secretarial Audit:

1. As per requirement of Section 203 (1) of the Companies Act, 2013, and as per Clause 47(a) of Listing Agreement and SEBI (LODR) Regulation, 2015 with Stock exchange, We observe that the Company has not appointed the key managerial position of Company Secretary (CS).
2. The Company has a website but various LODR policies pursuant to the Listing Agreement, have not been uploaded on the website.
3. As per Section 138 of the Companies Act, 2013, Internal Auditor was not appointed by the Company during the year.
4. The Company has defaulted in filing the e-forms and returns as required under the Companies Act, 2013 with MCA and otherwise, is generally regular in filing the forms and returns within the prescribed time.

Sr. No.	Reason	Form
1.	Resignation of Women Director (Mrs. Sonali Ashwinkumar Vedpathak)	Form DIR-12
2.	Appointment of Women Director (Mrs. Shankuntladevi K. Mahajan)	Form DIR-12
3.	Resignation of Women Director (Mrs. Shankuntladevi K. Mahajan)	Form DIR-12
4.	Resignation of CFO (Shailendra Awasthi)	Form DIR-12

7. As per Audit report undisputed statutory dues is as per the audited balance sheet.
According to the records of the company on MCA with regards to Index of Charges examined by us and the information and explanation given to us, The Company has taken term loan for working capital from bank, for which the Company has defaulted in repayment of dues.
8. As per information provided by management as company could not serve the interest of bankers and also could not pay the Term Loan EMI's, all the company assets and personal assets of promoters have kept to the bankers against loan facility taken from bankers, all the assets of promoters is in possession of the respective bankers against the loan facility taken from bankers. Since Company's repayment to the bankers were not made in time, due to heavy losses. Therefore, all Bankers (IDBI Bank Ltd, State Bank of Bikaner & Jaipur and Bank of Maharashtra), have taken over all properties and assets as per various court orders.
9. As per information provided by management Management is in process of OTS (One Time Settlement) with all its working capital partners/bankers. Company has not paid any amount against the Short Term loans taken from its working capital partners/bankers i.e. IDBI Bank, State bank of Bikaner and Jaipur, & Bank of Maharashtra and therefore these loans had become NPA (Non Performing Assets).
10. All the assets of the Company are in the possession of its various bankers and settlement with the bankers by managements is going on.
11. We have observed that, Company is not in operation from more than last six months and as per the management the Plant & Machineries are sold by bankers as scrap value. (as per auditors note)
12. Training programme, familiarization programs and Performance evaluation of the Independent Directors are yet to be organized for Independent Directors.

For: M.K. Sarswat and Associates



Mukesh K. Sarswat
Practising Company Secretary
COP No. 10856

Place: Mumbai

Date: 06th September, 2016



'ANNEXURE II'

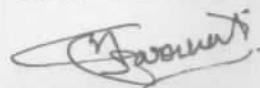
To,

M/s. Rishabhdev Technocable Limited
UNIT NO 53,1ST FLOOR,JAGAT SATGURU INDUSTRIAL ESTATE,
VISHVESHWAR NAGAR ROAD,
GOREGAON(EAST)
MUMBAI MH 400063 IN

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

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

For: M.K. Sarswat and Associates



Mukesh K. Sarswat
Practising Company Secretary
COP No. : 10856

Place: Mumbai

Date: 06th September, 2016



Annexure C to Boards Report

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on
31st March, 2016[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: L31300MH1994PLC083244
- ii) Registration Date: 24.11.1994
- iii) Name of the Company: **RISHABHDEV TECHNOCABLE LIMITED**
- iv) Category / Sub-Category of the Company: **Company Limited by Equity Shares**
- v) Address of the Registered office and contact details: **RISHABHDEV TECHNOCABLE LIMITED**
Unit No 53, 1st Floor, JagatSatguru Industrial Estate
Vishveshwar Nagar Road, Goregaon (East),
Mumbai – 400063
CIN: L31300MH1994PLC083244
E-mail : fpo@rtclcables.com
- vii) Whether listed company: YES (BSE Listed)
- viii) Name, Address, Contact details of Registrar & Transfer Agent: **Universal Capital Securities Pvt. Ltd.**
25, Shakil Niwas, Opp.Satya Sai Baba Temple,
Mahakali Caves Road, Andheri (East),
Mumbai- 400093.
Contact Person: Mr. Ravindra Utterakar
Email : info@unisec.in/ravi@unisec.in

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	All types of Cables & Systems	3130	18.71%
2	Cotton Fabric Material	51491	81.29%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	N.A	N.A.	N.A	N.A.	N.A.



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

i) Category-wise Share Holding

Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)										
Category code	Category of Shareholder	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)	Individuals/ Hindu Undivided Family	3335530.00	0.00	3335530	12.50	24,07,820	0.00	24,07,820	9.02	-3.48
(b)	Central Govt(s)	0	0	0	0.00			0	0.00	0.00
(c)	State Govt(s)			0	0.00			0	0.00	0.00
(d)	Bodies Corporate			0	0.00			0	0.00	0.00
(e)	Banks / FI			0	0.00			0	0.00	0.00
(f)	Any Others(Specify)									
(e-i)										
(e-ii)										
	Sub Total(A)(1)	3335530.00	0.00	3335530	12.50	24,07,820	0.00	24,07,820	9.02	-3.48
2	Foreign									
A	NRIs – Individuals			0	0.00			0	0.00	0.00
B	Other Individuals			0	0.00			0	0.00	0.00
C	Bodies Corporate			0	0.00			0	0.00	0.00
D	Banks / FI			0	0.00			0	0.00	0.00
E	Any Others(Specify)									
e-i										
e-ii										
	Sub Total(A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	3335530	0	3335530	12.50	24,07,820	0.00	24,07,820	9.02	-3.48



Annual Report 2015-2016

(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds			0	0.00			0	0.00	0.00
(b)	Banks / FI			0	0.00			0	0.00	0.00
(c)	Central Govt(s)			0	0.00			0	0.00	0.00
(d)	State Govt(s)			0	0.00			0	0.00	0.00
(e)	Venture Capital Funds			0	0.00			0	0.00	0.00
(f)	Insurance Companies			0	0.00			0	0.00	0.00
(g)	FIs			0	0.00			0	0.00	0.00
(h)	Foreign Venture Capital Funds			0	0.00			0	0.00	0.00
(i)	Any Other (specify)									
(i-ii)										
	Sub-Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00
B 2	Non-institutions									
(a)	Bodies Corporate	1495725	0.00	1495725	5.60	0	0.00	0	0	-5.60
(i)	Indian			0	0.00			0	0.00	0.00
(ii)	Overseas			0	0.00			0	0.00	0.00
(b)	Individuals									
(i)	Individual shareholders holding nominal share capital up to Rs 2 lakh	10421779	90051.00	10511830	39.39	10640877	89251	1,07,30,128	40.203	0.813
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	9795393	55000.00	9850393	36.91	10403846	55000	1,04,58,846	39.187	2.277
(c)	Others (specify)	0	0	0	0	0	0	0	0	0
(i)	Clearing Members	256490.00	0.00	256490	0.96	196793	0	1,96,793	0.737	-0.223
(ii)	Trusts			0	0.00			0	0.00	0.00
(iii)	NRI / OCBs	1239900	0.00	1239900	4.65	1246919	0	1246919	4.672	-0.022
(iv)	Foreign Nationals			0	0.00			0	0.00	0.00
(v)	Foreign Corporate Body			0	0.00	1648362	1,000	1649362	6.180	6.180
	Sub-Total (B)(2)	23209287	145051	23354338	87.50	2,41,36,797	1,45,251	2,42,82,048	90.98	2.36
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	23209287	145051	23354338	87.50	2,41,36,797	1,45,251	2,42,82,048	90.98	2.36
	TOTAL (A)+(B)	26544817	145051	26689868	100.00	2,65,44,617	1,45,251	2,66,89,868	100.00	0.00
(C)	Shares held by Custodians for GDRs & ADRs								0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	26544817	145051	26689868	100.00	2,65,44,617	1,45,251	2,66,89,868	100.00	0.00



ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged /encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged /encumbered to total shares	
1	LATE Mr. BHAWAR LAL AMOLAK GOLCHHA	0	0	NIL	0	0	NIL	0
2	Mr. KAMAL BHANWAR LAL GOLCHHA	12,12,010	4.54%	NIL	3,26,913	1.22%	NIL	-3.32
3	Mr. SUNIL BHANWARALAL GOLCHHA	21,23,520	7.96%	NIL	20,80,907	7.80%	NIL	-0.16
	Total	33,35,530	12.497		24,07,820	9.02%		-3.48

iii) Change in Promoters' Shareholding

	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
Sunil Bhanwarlal Golchha, Chairman & Managing Director				
At the beginning of the year	21,23,520	7.96		
Increase/ (Decrease) in Share holding during the year :			(42,613)	-0.16
21/03/2016	(15900)	(0.06)		
22/03/2016	(26380)	(0.10)		
31/03/2016	(333)	(0.00)	20,80,907	7.80
At the End of the year			20,80,907	7.80
Kamal Bhanwarlal Golchha				
At the beginning of the year	12,12,010	4.54		
Increase/ (Decrease) in Share holding during the year :			(8,85,097)	(3.31)
27/04/2015	(3398)	(0.013)		
29/04/2015	(18500)	(0.069)		
30/04/2015	(18727)	(0.071)		
05/05/2015	(5000)	(0.019)		
27/11/2015	(29550)	(0.11)		
30/11/2015	(17895)	(0.067)		
01/12/2015	(32100)	(0.120)		
02/12/2015	(125520)	(0.470)		
04/12/2015	(24014)	(0.090)		
07/12/2015	(41054)	(0.159)		
08/12/2015	(93)	(0.000)		
09/12/2015	(19900)	(0.075)		
10/12/2015	(2849)	(0.011)		
11/12/2015	(10700)	(0.040)		
14/12/2015	(31)	(0.000)		
15/12/2015	(3404)	(0.013)		
17/12/2015	(9501)	(0.036)		
21/12/2015	(7300)	(0.027)		
22/12/2015	(500)	(0.002)		
23/12/2015	(33550)	(0.126)		
31/12/2015	(105435)	(0.395)		
01/01/2016	(256526)	(0.961)		
05/01/2016	(76700)	(0.287)		
06/01/2016	(42850)	(0.161)		
At the End of the year			3,26,913	1.22



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

Sr No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	PERIYANAN RAGAVAN	653806	2.45	653806	2.45
2	P RAGAVAN	463200	1.74	463200	1.74
3	RAJIV KUMAR MITTAL	269800	1.01	269800	1.01
4	KANAI BANERJEE	262717	0.98	262717	0.98
5	ANIL BANSILAL LODHA	332612	1.25	221949	0.83
6	L.S.E. SECURITIES LIMITED	0	0	202027	0.76
7	RAKHA HARI DE	200000	0.75	200000	0.75
8	BAFNA KISHANRAJ KANRAJ	192448	0.72	192448	0.72
9	DEVENDRA REDDY METTU	158293	0.59	184010	0.69
10	ABL INFRASTRUCTURE PVT LTD	238938	0.98	181976	0.68

(v) Shareholding of Directors and Key Managerial Personnel:

	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
Mr. Sunil Bhanwarlal Golchha, Chairman & Managing Director				
At the beginning of the year	21,23,520	7.96		
Increase/ (Decrease) in Share holding during the year :			(42,613)	-0.16
21/03/2016	(15900)	(0.06)		
22/03/2016	(26380)	(0.10)		
31/03/2016	(333)	(0.00)		
At the End of the year			20,80,907	7.80

V. INDEBTEDNESS (Rs. In Lakhs)

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits *	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	48,38,15,097	3,01,15,310	NIL	51,39,30,407
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	
Total (i+ii+iii)	48,38,15,097	3,01,15,310	NIL	51,39,30,407
Change in Indebtedness during the financial year				
Addition	5,93,57,461	4,36,147	NIL	5,97,93,608
Reduction	NIL	NIL	NIL	NIL
Net Change Indebtedness	5,93,57,461	4,36,147		5,97,93,608

At the end of the financial year				
i) Principal Amount	54,31,72,558	3,05,51,457	NIL	57,37,24,015
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	54,31,72,558	3,05,51,457	NIL	57,37,24,015

*Deposits received from scrap dealers are in the nature of business deposits.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Rs. In Lakhs)

Sr	Particulars of Remuneration	Name of Chairman & Managing Director	Total Amount
		Mr. Sunil B. Golchha	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others, please specify		
	Total (A)	NIL	NIL
	Ceiling as per the Act	NIL	NIL

B. Remuneration to other directors: (Amount in Rs.)

Sr No.	Particulars of	Name of Directors			Total Amount
		Amlaprasad P.Mishra	Umashankar Singh Rao	Sonali Ashwinkumar Vedpathak	
1	Independent Directors Fee for attending board/committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors	NIL	NIL	NIL	
	Fee for attending board /committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				





INDEPENDENT AUDITORS REPORT

To,

The Members of,

RISHABHDEVTECHNOCABLELIMITED

Report on the Financial Statements

1. We have audited the accompanying financial statements of **RISHABDEV TECHNOCABLE LIMITED** ('the company'), which comprises Balance Sheet as at 31st Mar 2016, the Statement of Profit and Loss account and Cash Flow Statement for the year then ended, and a Summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting 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 financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedure selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system and the operating effectiveness of such control. 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 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 standalone financial statements.

Basis of Qualified Opinion

- a) As the documents on the Internal Financial Control (IFC) were not provided to us, we are unable to express our opinion on the adequacy of the Internal Financial Control over financial reporting, reported in our **Report on Other Legal and Regulatory Requirements Point No. 6 (g)**.
- b) Out of the total depreciation of Rs. 31.53 crore, depreciation amounting to Rs.30.77 crore is due to charging full depreciation on Plant & Machinery and Software(grouped in capital wip) as the assets were obsolete due to not in use for more than 6 months.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, **except for the matter described in the Basis of Qualified Opinion paragraph**, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2016, and its loss and its cash flow for the year ended on that date.

Emphasis of Matter

- a) As referred in note number 33 to the financial statement, the company have not complied with section 203 & section 134 (1) of Companies Act, 2013. Our opinion is not qualified in respect of this matter
- b) There is no manufacturing activity in the company since last six months and the company has written off complete block of plant and machinery. Going ahead, it may severely affect operations & performance of the company.



Report on Other Legal and Regulatory Requirements

4. As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Section 143 (11) of the Act, we enclosed in the annexure a statement on matters specified in paragraph 3 & 4 of the said order.
5. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet and the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) **In respect of matter having adverse effect on functioning of Company refer Basis of Qualified Opinion**
 - f) On the basis of the written representations received from the directors as on 31st Mar 2016 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st Mar 2016 from being appointed as a directors in terms of section 164(2) of the Act.
 - g) We are unable to report on the adequacy of Internal Financial Control over financial reporting of the company and the operating effectiveness of such controls as the documents on the Internal Financial Control (IFC) were not provided to us.
 - h) 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. As informed to us the Company have pending litigations which would impact its financial position refer Note No 36 Of the financial statements
 - 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 DMKH & CO.
CHARTED ACCOUNTANTS
FRN 0116886W

Manish Kankani

CA. Manish Kankani
M.No.158020
Place: Mumbai
Date: 6th SEP,2016



1

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- i.
 - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
 - c. The title deeds of immovable properties are held in the name of the company.
- ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provision of section 185 and 186 of the Companies Act, 2013 In respect of loans, investment, guarantees, and security.
- v. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.



vii.

- a. According to information and explanations given to us and on basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues with the appropriate authorities. However company have undisputed statutory dues amounts of Rs. 4,24,795/- which includes Rs. 15000/- of Professional Tax, Rs. 42,407/- of CST & 3,67,388 of TDS not deposited for a period of more than six months from the date they become payable.
- b. According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes other than following :-

Name of the statute	Nature of the dues	Amount (Rs.)	Period to which the amount related	Forum where dispute pending
Income Tax Act, 1961	Income Tax	Rs. 1,23,053/-	A.Y. 2009-10	ITAT Mumbai
Income Tax Act, 1961	Income Tax	Rs. 11,79,15,090/-	A.Y. 2009-10	ITAT Mumbai
Income Tax Act, 1961	Income Tax	Rs. 1,26,18,940/-	A.Y. 2010-11	ITAT Mumbai
Income Tax Act, 1961	Income Tax and Interest thereon	Rs. 3,42,560/-	A.Y. 2012-13	Assessing Officer
Income Tax Act, 1961	Income Tax and Interest thereon	Rs. 1,08,39,210/-	A.Y. 2013-14	Assessing Officer
MVAT Act 2002	Sales Tax thereon	Rs. 24,49,651/-	A.Y. 2010-11	Assessing Officer
MVAT Act 2002	Sales Tax thereon	Rs. 20,70,062/-	A.Y. 2011-12	Assessing Officer



- viii. According to the records of the company examined by us and the information and explanation given to us, The company has taken term loan from financial institution, bank for which company has defaulted in repayment of dues as given below :

Name of the Financial Institution	Type of Loan	Overdue Amount
IDBI Bank Ltd.	Term Loan	3,78,462,07.48
IDBI Bank Ltd.	Cash Credit	10,00,00,000.00
IDBI Bank Ltd.	WCDL	8,83,09,616.50
IDBI Bank Ltd.	Letter of Guarantee	1,45,00,000.00
IDBI Bank Ltd.	Bank Guarantee	49,00,000.00
SBBJ Bank	Cash Credit	9,97,88,701.28
BOM	Cash Credit	10,00,00,000.00
BMW Financial Services Ltd	Vehicle Loan	Nil*

*The lender has taken the possession of the vehicle to sale and recovers the dues. Company has adjusted the balance loan amount of Rs. 24 lac against the surrender of vehicle. However we are not in position to ascertain the balance loan due amount which depends on the sale consideration of the vehicle.

- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.



- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or person connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. And accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For DMKH & CO.
CHARTED ACCOUNTANTS
FRN 0116886W

Manish Kankar

CA. Manish Kankar
M.No.158020
Place: Mumbai
Date: 6th SEP,2016



DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

As provided under Clause 49 of the Listing Agreement / SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 with the Stock Exchange(s), it is hereby declared that all the Board Members and Management personnel of Rishabhdev Technocable Limited have affirmed compliance with the Code of Conduct for the F.Y. ended March 31, 2016

Date: 06.09.2016
Place: Mumbai



For RISHABHDEV TECHNOCABLE LIMITED

-sd-
Sunil B. Golchha
Chairman & Managing Director
DIN : 00318899

CERTIFICATE OF CHIEF FINANCIAL OFFICER ON CORPORATE GOVERNANCE
(Certificate pursuant to the Regulation 17(8) of the LODR)

The Board of Directors
M/s. Rishabhdev Technocable Limited

I, Mr. Shailendra Baradia, Chief Financial officer of Rishabhdev Technocable Limited do certify to the Board that:

- a) We have reviewed the financial statements and the Cash Flow Statement of the Company for the year 2015-16
 - These financial statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.
 - These financial statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transaction entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have disclosed to the Auditors and the Audit Committee:
 - Significant changes in internal control over financial reporting during the year.
 - Significant changes in accounting policies, if any during the year and that the same have been disclosed in notes to the financial statements; and
 - Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: 06.09.2016
Place: Mumbai

For RISHABHDEV TECHNOCABLE LIMITED



-sd-
Shailendra N Baradia
Chief Financial Officer

AUDITORS' COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,
THE MEMBERS
RISHABHDEV TECHNOCABLE LIMITED.

We have examined the compliance of conditions of Corporate Governance by **Rishabhdev Technocable Limited**, for the year ended on March 31, 2016, as stipulated in Clause 49 of the Listing Agreement and regulation 46(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015("Listing Regulations") for the respective period of applicability of the said Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Management, we certify that the Company has fully complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **M/S. DMKH & Co.**
Chartered Accountants
FRN 116886W




Manish Kankani
Chartered Accountants
Partner
Membership No.158020
Date: 06.09.2016
Place: Mumbai



CORPORATE GOVERNANCE REPORT :

Report on matters required to be stated on Corporate Governance pursuant to Clause 49 of the Listing Agreements (up to 30 November 2015) and through SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (with effect from 1 December 2015) is as under:

1. Company's Philosophy on Code of Governance

At **Rishabhdev Technocable Limited**, the concept of Corporate Governance does not mean only total transparency, integrity and accountability of the management team but also to maximize shareholder's value and protection of the interests of all the stakeholders. It includes the policies and procedures adopted by the Company in achieving its objective in relation to its shareholders, employees, customers, suppliers, regulatory authorities and society at large.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") the Company has executed fresh Listing Agreements with the Stock Exchanges.

In India, the Securities and Exchange Board of India (SEBI) regulates corporate governance for listed companies through Clause 49 of the Listing Agreement (up to 30 November 2015) and through regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (with effect from 1 December 2015) as applicable, with regard to corporate governance.

It is a recognized philosophy of the company that effective and good Corporate Governance is a must, not only in order to gain credibility and trust, but also as a part of strategic management for the survival, consolidation and growth.

2. Board of Directors**a) Composition, Category of Directors and their other directorship as on March 31, 2016:**

Name of the Director	Category of Directorship	No. of Directorship in other Public & Pvt. Ltd. Companies
Mr. Sunil B. Golchha	Executive (Chairman & Managing Director)	NIL
Mr. Amla Prasad P. Mishra	Non-Executive (Independent Director)	NIL
Mr. Umashankar M. Singh	Non-Executive (Independent Director)	NIL
Mrs. Sonali Ashwinkumar Vedpathak	Non-Executive (Independent Director)	NIL

Detailed profiles of the Directors have been given in this annual report.

b) Number of Board Meetings:

The Board of Directors consists of 4 Directors.

During the year 2015-16, the board met 5 times on the following dates namely 30th May, 2015, 14th August, 2015, 1st September, 2015, 10th November, 2015 and 15th February, 2016. The gap between two meetings did not exceed one hundred and twenty days.

The necessary quorum was present for all the meetings.

The following table gives details of Directors, attendance of Directors at the Board Meetings as on 31st March, 2016 and last Annual General Meeting held on 30th September, 2015 as well as number of membership held by Directors in the Board / Committees of various Companies :-

Name	Category	Attendance Particulars		Number of other directorships and Total Committee member/Chairmanships		
		Board Meetings	Last AGM	Other Directorships In Indian Public Limited Companies	Committee Memberships	Committee Chairmanships
Mr. Sunil B. Golchha	CMD	5	Yes	NIL	4	NIL
Mr. Umashankar M. Singh	ID	5	Yes	NIL	4	2
Mr. Amlaprasad P. Mishra	ID	5	Yes	NIL	4	2
Mrs. Sonali Ashwinkumar Vedpathak	ID	5	No	Nil	4	NIL

"CMD" = Chairman & Managing Director, "ID" = Independent Director

c) **Non-Executive Directors Compensation Disclosures:**

Details of Sitting Fees paid to Non-Executive Directors of the Company during the year is as follows:

Name of Director	Attendance Particulars	
	Board Sitting fees (A)	Committee Sitting Fees (B)
Mr. Umashankar M. Singh	NIL	NIL
Mr. Amlaprasad P. Mishra	NIL	NIL
Mrs. Sonali Ashwinkumar Vedpathak	NIL	NIL
Total (A+B)	NIL	NIL

3. **COMMITTEES OF THE BOARD**

a) **Board Committees**

The requirement that a Director shall not be a member of more than 10 committees and Chairman of more than 5 committees has been complied with while constituting the Committees of Director.

b) **Audit Committee**

The Board of Directors of the Company has constituted an Audit Committee. The Audit Committee comprised of Mr. Sunil B. Golchha, Mr. Amlaprasad P. Mishra and Mr. Umashankar M. Singh.

i) **Terms of Reference:**

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Companies Act 2013, the Audit committee reviews reports of the internal auditor, meets statutory auditors as and when required and discusses their findings, suggestions, observations and other related matters. It also re-views major accounting policies followed by the company

ii) **Composition:**

The terms of reference specified by the Board to the Audit Committee are as contained under Regulation 18 of SEBI Listing Regulations. They are as follows:

- Oversight of the Company's financial reporting process and the disclosure of its financial information.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.



- c. Reviewing with management the Annual Financial Statements before submission to the Board, focusing primarily on (i) any changes in accounting policies and practices (ii) major accounting entries based on exercise of judgment by management (iii) qualifications in draft Audit Report (iv) significant adjustments arising out of audit (v) the going concern assumption (vi) compliance with Accounting Standards (vii) compliance with Stock Exchange and legal requirements concerning financial statements and (viii) any related party transactions i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc.
- d. Reviewing with the management, external and internal auditors, the adequacy of internal control systems.
- e. Reviewing the adequacy of internal audit functions.
- f. Discussion with internal auditors any significant findings and follow up there on.
- g. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- h. Discussion with external auditors before the audits commences nature and scope of audit as well as has post-audit discussion to ascertain any area of concern.
- i. Reviewing the Company's various financial and risk management policies.
- j. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.

The previous Annual General Meeting ("AGM") of the Company was held on September 30, 2015 and was attended by Mr. Amalprasad P. Mishra, Chairman of the audit committee

During the year 2015-16, the Audit Committee met 5 times on the following dates 30th May, 2015, 14th August, 2015, 1st September, 2015, 10th November, 2015 and 15th February, 2016 and the gap between two meetings did not exceed one hundred and twenty days. The necessary quorum was present for all the meetings.

The composition of the Audit Committee and the details of meetings attended by its members are given below:

Name of The Member	Designation	No Meetings of Attended
Mr. Amalprasad P. Mishra	Chairman	5
Mr. Umashankar M. Singh	Member	5
Mr. Sunil B. Golchha	Member	5

c) Nomination and Remuneration Committee:

i) Constitution and Meetings

The Board of Directors in their meeting has constituted a Remuneration Committee. The Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act. The Remuneration Committee comprised of Mr. Amalprasad P. Mishra, Mr. Umashankar M. Singh, and Mrs. Sonali Ashwinkumar Vedpathak are the Members of the Committee. Mr. Amalprasad P. Mishra is the Chairman of the Committee. The Remuneration Committee is empowered to decide and recommend to the Board of Directors managerial personnel in terms the Appointment and Remuneration (A&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

ii) Remuneration and Sitting Fees to Managing Director and Directors

Remuneration is paid to Managing Director as proposed by the Remuneration Committee and approved by the Board. Non-Executive Directors do not received any Remuneration or commission or any other consideration except the Sitting Fees as per their presentation in the Board Meetings and Committees Meetings.

Details of Remuneration to Managing Director

Name	Salaries & Perquisites (in `)
Mr. Sunil B. Golchha	0.00

iii) Non Executive Directors of the Company do not have any pecuniary relationship with the Company other than Sitting Fees.

d) Stakeholder & Relationship Committee:

The Shareholders'/ Investors' Grievance Committee of the Company has been re-constituted in the meeting of the Board of Directors is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act. The Committee now comprises of Mr. Umashankar M. Singh, Mr. Sunil B. Golchha, Mr. Amalprasad P. Mishra and Mrs. Sonali Ashwinkumar Vedpathak as the Members of the Committee. Mr. Umashankar M. Singh is the Chairman of the Committee.

The Committee, inter alia, looks into redressing of shareholders'/investors' complaints like transfer of shares, non-receipt of balance sheet, non-receipt of dividends etc. The Committee oversees the performance of the Company and recommends measures for overall improvement of the quality of investor services. The Board of Directors has delegated the power for approving transfer of securities to the Managing Director and Chairman of the Company.

During the year 2015-16, the Shareholders'/Investors Grievance Committee met 5 times on the following dates namely 30th May, 2015, 14th August, 2015, 1st September, 2015, 10th November, 2015 and 15th February, 2016.

Name of Member	Designation	Attendance
Mr. Umashankar M. Singh	Chairman	5
Mr. Sunil B. Golchha	Member	5
Mr. Amalprasad P. Mishra	Member	5
Mrs. Sonali Ashwinkumar Vedpathak	Member	5

No of Shareholder's Complaint received so far : NIL

Complaints solved to the satisfaction of shareholders : NIL

Number of pending complaints : NIL

e) Risk evaluation/ Risk management committee

The company has formed a business risk evaluation/ Risk management committee in line with the provisions of Regulation 21 of SEBI Listing Regulations consisting of the following members.

Name of The Member	Designation	No Meetings of Attended
Mr. Umashankar M. Singh	Chairman	1
Mr. Sunil B. Golchha	Member	1
Mr. Amalprasad P. Mishra	Member	1

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The objectives and scope of the Risk Management Committee broadly comprise of

1. Oversight of risk management performed by the executive management;
2. Reviewing the BRM policy and framework in line with local legal requirements and SEBI guidelines;
3. Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle;
4. Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.
5. Within its overall scope as aforesaid, the Committee shall review risks trends, exposure, potentials impact analysis and mitigation plan.

INDEPENDENT DIRECTORS MEETING:

During the year under review, the Independent Directors met on March 31, 2016, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.



3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors were present at the meeting.

4. General Body Meetings

The last three Annual General Meetings of the Company were held as under:-

Year	Location	Date	Time
2012-13	Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063	Monday, 23.09.2013	2.00 P.M.
2013-14	Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063	Tuesday, 30.09.2014	1.00 P.M.
2014-15	Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063	Wednesday, 30.09.2015	1.00 P.M.

5. Disclosures:

The company has not entered into any transaction of a material nature with the Promoters, the Directors or the Management, their relatives etc. that may have any potential conflict with the interests of the company.

The company has complied with the requirements of the stock exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years. There were no penalties imposed nor any strictures issued on the Company by the Stock Exchanges, SEBI or any other statutory authority relating to the above.

6. Means of Communication :

- (a) The Company has published its quarterly results in 'The Free Press Journal' in English and 'Navshakti' in Marathi the Quarterly results and Quarterly shareholding patterns are also posted at Bombay Stock Exchange website i.e. [www. bseindia.com](http://www.bseindia.com)
- (b) The results are also displayed on the Company's website
- (c) Management Discussion and Analysis forms integral part of this Annual Report.

7. General Shareholder Information

7.1 Annual General Meeting

- Date and time : 30th September 2016 at 10.00 a.m.
- Venue : Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM to be held on September 30, 2016.

7.2 Financial Year

- Financial Calendar 2016-17(tentative) : 1st April 2016 to 31st March 2017
- Annual General Meeting – (Next year) : August 2017
- Board Meetings
- Results for the quarter ending June 30, 2016 : Second week of August, 2016
- Results for the quarter ending September 30, 2016 : Second week of October, 2016
- Results for the quarter ending December 31, 2016 : Second week of January, 2017
- Results for the year ending March 31, 2017 : Second week of May, 2017

As mentioned in the Notice of the AGM to be held on September 30, 2016. 24th September, 2016 to 30th September, 2016

7.3 Book Closure date
(Both days Inclusive)

7.4 Dividend Payment Date

(a) Listing of Equity shares

STOCK EXCHANGE

STOCK EXCHANGE	SCRIPT CODE	
Bombay Stock Exchange Ltd	533083	RDEV CAB
Pune Stock Exchange Ltd	160250	RISTE
Jaipur Stock Exchange Ltd	1047	RISHTECH
Luxembourg Stock Exchange		

(b) Demat ISIN Numbers in NSDL /CDSL : Equity Shares: INE685F01019

7.5 Stock Market Data

Rishabhdev Technocable Limited (at the Bombay Stock Exchange Ltd.)

Month	High (₹)	Low (₹)	Close (₹)	Volume of share transaction
Apr-15	1.99	1.38	1.58	2,89,943
May-15	1.79	1.31	1.32	79,201
Jun-15	1.57	1.12	1.26	1,78,728
Jul-15	1.69	1.21	1.46	1,47,676
Aug-15	1.81	1.15	1.29	1,92,660
Sep-15	1.60	1.13	1.59	1,05,636
Oct-15	1.58	1.20	1.48	2,30,812
Nov-15	1.58	1.15	1.15	1,57,978
Dec-15	1.29	1.01	1.06	6,69,796
Jan-16	1.68	1.01	1.17	9,30,257
Feb-16	1.25	1.00	1.06	40,791
March-16	1.40	0.85	1.01	1,24,689

Source: www.bseindia.com.

7.6 Distribution of Shareholding

Category		Number of Shareholders	Number of Shares held
From	To		
Up to	500	7791	1919608
501	1000	1707	1504447
1001	2000	1050	1706103
2001	3000	460	1217100
3001	4000	231	837944
4001	5000	212	1020389
5001	10000	379	2861321
10001	and above	396	15622956
TOTAL		12226	26689868

Source: R&T of the Co.

7.7 Performance in comparison to broad -based indices such as BSE Sensex, CRISIL index etc.

The shares of the Company are listed at Bombay Stock Exchange Ltd., the Stock Market Details of which has been given as above.

7.8 Our Registrar & Transfer Agent

M/S UNIVERSAL CAPITAL SECURITIES PVT. LTD
25, SHAKIL NIWAS, MAHAKALI CAVES
ROAD OPP. SATYA SAIBABA TEMPLE,
ANDHERI (EAST), MUMBAI - 400 092

7.9 Share Transfer System: The shares of the Company, being in the compulsory demat list, are transferable through the depository system. All transfers received are processed and approved by the Share Transfer Committee which normally meets twice a month. Shares under objection are returned within two weeks.



7.10 a Shareholding Pattern as on 31st March, 2016

Category	No. of shares held	Percentage of Shareholding
1. Promoter's Holding	24,06,318	9.02%
2. Public Shareholding(Bodies Corporate, Individuals, Clearing Members, NRI/OCBs)	2,42,83,550	90.98%
Total	2,66,89,868	100.00

7.10. b Dematerialization of Shares : Approximately 99.45% of the shares issued by the Company have been dematerialized up to 31st March 2016.

7.10. c Liquidity : The Companies shares are listed on The Bombay Stock Exchange.

7.11 Plant Location : Survey No. 60/P, 60/1/P, 2/P, 4/P & 68 Village Karajgam, Silvassa – UT 396230

7.12 (i) Address for Investor Correspondence

For transfer / dematerialization of Shares payment of dividend on shares interest and redemption of debenture and any other query relating to share and debentures of the Company.	M/S. UNIVERSAL CAPITAL SECURITIES PVT. LTD. 25, SHAKIL NIWAS, MAHAKALI CAVES ROAD, OPP. SATYA SAIBABA TEMPLE, ANDHERI(E), MUMBAI- 400 093 E-mail ID-info@unisec.in/ravi@unisec.in
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Note: Shareholders holding shares in electronic mode should address all correspondence to their respective depository participants.

7.12 (ii) Any query on Annual Report : Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai –400069

7.13 Outstanding GDR's/ADR's/Warrant's/Convertible instruments and their impact on equity. : NIL.

By Order of the Board of Director
For RISHABHDEV TECHNOCABLE LIMITED




-sd-
Sunil B. Golchha
Chairman & Managing Director
DIN : 00318899

Date: 06.09.2016
Place: Mumbai

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

FORWARD-LOOKING STATEMENTS

This Report contains certain forward-looking statements. These forward-looking statements generally can be identified by words or phrases like "will", "aim", "believe", "expect", "will continue", "anticipate", "estimate", "intend", "plan", "seek to", "future", "objective", "project", "should" and similar expressions or variations of such expressions, that are "forward looking statements". Similarly, the statements that describe our objectives, plans or goals are also forward-looking statements. All forward looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results differ materially from those contemplated by the relevant statement.

Actual results may differ materially from those suggested by the forward looking statements due to risks or uncertainties associated with our expectations with respect to, but not limited to, regulatory changes pertaining to the cable industry in India and our ability to respond to them, our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks, general economic and political conditions in India and our overseas markets which have an impact on our business activities or investments, the monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic and foreign laws, regulations and taxes and changes in competition in our industry. The following discussion is based on internally prepared statistical information and publicly available information.

OVERVIEW F.Y 2015-16

INDUSTRY STRUCTURE AND DEVELOPMENTS

Cable & Automation industry in India

Power and Industrial Electrification and Digital Telecom network spread across the country form the critical infrastructure backbone of India's economy. This infrastructure is undoubtedly dependent upon the manufacturers of power & Industrial automation cables and manufacturers of Networking & telecom cables in the Indian cables industry. With the market environment shifting to a more competitive and complex plan, the Company has taken strategic measures by moving up the technology path and shaping its future with a distinctive competitive edge to ensure long term sustainable growth.

Apart from the power cables and automation, telecom cables, Indian cable manufacturers are producing technologically advanced specialty cables including instrumentation systems and cables, process control instruments and cables, and we also deal with various major all types of cotton fabric cloth tape for use in various types of protection material for domestic purpose and industries and general purpose, which are used by the Indian industrial projects and general house hold users.

The Indian Electrical control and energy cable industry is highly fragmented with large number of cables producers. Many of these companies are small-scale cables producers, the smallest of which are family-run operations which use the most basic production equipments. There has been very limited consolidation amongst the major players in the industry. The tendency of cable companies to grow organically, rather than by acquisition of competitors, means that no dominant groups have emerged in the industry. The sector witnessed sustained market depression during the period 2014-2015 we hope there will be upswing in the cables industries so that we can grow in a high growth sector,

The company have suffered heavy losses due to various reasons such as underutilization of installed capacity, change in the market demand and delay in various industrial approvals and certifications from eminent project consultants & engineers. We have time to time opted latest technology and added various new product segment in last 7 years and have always been in implementing the required changes in product range and segment by modernization of Plant & Machinery, We have installed one of the best software for Technology up-gradation and modernization for improving the product design and cables as per international standard. Many times time we have faced difficulties in achieving the object due to under utilization of our installed capacity & lack of working capital, some of the most critical situation we have faced were Volatility in Metal & Steel market, Demand of industrial electrical cable due to which large prestigious orders were cancelled. Apart from BIS approvals and certification we have faced various challenges like not been issued Vendor Registration from number of eminent buyers as all large buyers have there own listed fixed and identified suppliers and they do not enlist new vendor. Large buyers of our cables generally asked us for various paper approvals and documentation and when we finally approved by their QC & Vendor Registration Department than the special terms were discussed by various reputed buyers for supply of cables within 6 to 9 months payment terms and they place order only if we supply cables with various inspection and certification with site inspection and then they make payment after 6 to 9 months which is not acceptable by us.

with this heavy risk of rejection of cables if we disagree their other terms for such practice for new vendor need to induct more than 100 Crores to achieve 50 to 60 % installed capacity, Amounting to Rs.10 to 100 Crores is required and we have requested our growth partners bankers and financial institution to infuse funds based on our enhancement of working capital as per projection, but have not funded us due to various internal banking norms. We have also requested our esteemed bankers for CDR (Corporate debt restructuring so that we can get investor in on going facility but not received any approval and our Bank Accounts was classified as NPA.

Various norms to be followed is amongst the major challenges to be faced by small upcoming promoters like us for example BID Bond , Bank Guarantee Performance and various other heavy expenses , we were unable to bear such heavy expenses which made our business in slow down . Apart from above we have also faced various big challenges from other government departments. For last 6 years we have been submitting the documents and most of the notices issued to us have been ordered in our favor including demand order notice. We have recently settled various issues of the government departments which were pending from last 6 years. Since we have to manage the plant and overall compliances of various government authorities but we have been under financed by all our esteemed bankers and we have never been sanctioned and disbursed the facility on time whenever required to execute our prestigious orders, With this the company was unable to fulfill all its commitments to top level management so they all left and also our various prestigious orders were cancelled and most of all 20 years of our reputed customers were lost due to insufficient fund for executing the valued customers orders.

From last several years we have not been properly & timely financed by bankers in spite of our regular submission of proposals. Even after that we have achieved the sales of Rs.5.29 Lacs in the 1st year grown up to Rs.115 Crores in F.Y.2013-14. Now we are planning to approach all customers in infra customers, solar cables customer and LED lighting customer by trading of cables as our plant is with Our Esteemed Bankers. And we have to run the business to survive and pay to the department.

All major business facility Silvassa plant has been shut down from last year and now new trading division is under planning stage to re start the developed market and it will be marketed by India's one of the most reputed cables company, the full-fledged business will start in next 3 to 6 months and many customers approvals and government samples have been sent for certification and after receiving the certification of approvals, we will find suitable working capital partner & we hope by this running of new division and with our 21 years of knowledge we will convert our company in profitability.

CHALLENGES, RISKS and CONCERNS



Financial Market Risks

We are exposed to financial market risks from changes in interest rates and inflation.

Interest Rate Risk – Our interest rate risk arises from short term and long-term borrowings. Borrowings obtained at variable rate expose us to cash flow interest rate risk. Many of our existing loan as well as loans which we propose to raise to fund our proposed capital expenditure would be linked to respective bank PLR, any rise in interest rates could have our bankers to push for a higher rate of interest on the loans.

Inflation Risk – We are affected by inflation as any rise in inflation may lead to increment in cost of raw materials, fuel & power cost, employee cost, etc.

Significant Economic Changes affecting our Business operations.

Any major change in the industrial policies of the government may have a significant impact on our operations. Except the above, there are no significant economic changes that may materially affect or likely to affect income from continuing Business operations.

COMPANY OUTLOOK

The Company is operating with focused efforts on cost control, reduction in cycle time, improvement on operational efficiency and efficient Working Capital Management. Programs This has helped the Company in controlling costs and also to be competitive. Timely delivery has reaffirmed the dependable image created by the Company in the market.

The gross sales have decrease from Rs.7376.70 Lacs to `Rs.3546.57 in F.Y.2015-16



INTERNAL CONTROLS

The Company has formulated certain policies to oversee the Internal Controls both from the business trade process and regulatory compliance point of view. The Company has also formulated a Corporate Policy on Internal Controls to provide a structured framework for identifying and rectifying Internal Control weaknesses as also monitoring and reporting the same to the Corporate Management. It details the specific responsibilities and tasks enjoined upon the employees in certain positions.

Apart from structured framework, the Company has well documented policies, procedures and authorization guidelines commensurate with the level of responsibility and standard operating procedures specific to respective businesses.

FINANCIAL REVIEW

The following table sets forth certain information with respect to the results of operations of the Company as derived from our restated financial statements for the period indicated:

<i>Particulars</i>	For the period ending March 31	
	2016	2015
Net Sales	3546.56	7376.70
Other Income	18.72	3.33
Increase / Decrease in Stock	(2504.30)	(656.08)
Total	1060.98	6723.95
Expenditure		
Material consumed / Purchases	3710.51	10133.17
Employee Expenses	26.50	29.61
Manufacturing Expenses	10.56	16.86
Administration Expenses	58.91	80.17
Total	3807.26	10259.81
Earnings Before Interest, Depreciation, Tax and Amortization	(2746.28)	(3535.86)
Less: Interest & Bank Charges	696.65	510.73
Earnings Before Depreciation, Tax	(3442.15)	(4046.59)
Less: Depreciation	3153.07	343.02
Earnings Before Tax	(6595.99)	(4389.61)
Less: Provision for Taxation		
Deferred Tax Liability	6.68	61.17
Less: Tax Paid		
Net Profit after tax but before prior period adjustment	(6602.67)	(4450.78)
Less: Prior Period Adjustment	0.0	70.61
Net Profit After Tax and Extra Ordinary Items	(6602.67)	(4521.39)

Comparison of year ended March 31, 2016 with year ended March 31, 2015.

Income

Sales – Our sales in fiscal 2016 were Rs. 3546.57 as against Rs. 7376.70 lacs in fiscal 2015.

Other Income – Our other income Rs. 18.72 in the fiscal 2016 to Rs3.33lacs in the fiscal 2015.

Expenditure

Material Expenses – In fiscal 2016 our Input material expenses / purchases amounted to Rs. 3710.51 Lacs constituting 104.62% of net sales while Input material expenses in 2015 were Rs. 10133.17 lacs constituting 137.36% of net sales.

Manufacturing Expenses – Our manufacturing expenses stood at Rs. 10.56 Lacs in fiscal 2016 i.e. 0.297 % of net sales as compared to Rs. 16.86 lacs in fiscal 2015, i.e. 0.22 % of net sales.



Administrative Expenses – The administrative expenses stood at Rs. 58.91 Lacs in fiscal 2016 i.e. 1.66 % of net sales as compared to Rs. 80.17 lacs in fiscal 2015, i.e. 1.08 % of net sales.

Employee Expenses – The employee expenses stood at Rs 26.50 Lacs in fiscal 2016 i.e. 0.747 %of net sales as compared to Rs. 29.61 Lacs in fiscal 2015, i.e. 0.40 % of net sales.

Interest & Bank Charges – Interest expenses amounted to Rs. 696.65 Lacs in fiscal 2016 i.e. 19.64% of net sales as compared Rs.510.73 Lacs in fiscal 2015 i.e. 6.92% of net sales. The increase is on account of additional working capital loans borrowed from banks to fund additional working capital requirements.

Depreciation – Depreciation amounted to Rs. 3153.07 Lacs in fiscal 2016 i.e. 88.90 % net sales as compared to Rs. 343.02 Lacs in fiscal 2015 i.e. 4.65% of net sales.

Provision for Taxation – The provision for tax for the fiscal 2016 was NIL as compared to provision for tax of NIL in the fiscal 2015.

Earnings before Interest, Depreciation, Tax and Amortization (EBIDTA) – We recorded an EBIDTA of Rs. (2746.28) Lacs in fiscal 2016 as against an EBIDTA of Rs. (3535.86) lacs in fiscal 2015, with EBIDTA margin Decreases from 546.68% in fiscal 2015 to 22.33% .in fiscal 2016.

Net Profit after tax and prior period adjustment – Our Net Loss for the fiscal 2016 stood at Rs. 6602.67 lacs as against Loss Rs. 4521.39 of for fiscal 2015.

Operating Activities

Cash flow from operating activities mainly depends on our operating profits and changes in net working capital. The following table summarizes our cash flows from operations for each of the years ended 2014-2015 and Current FY-2015-2016.

Particulars	For the year ended March 31 st	
	2016	2015
Net Profit before tax and extraordinary items	(6595.99)	(4389.60)
Operating profit before working capital changes	(2763.31)	(3519.31)
Adjustment for changes in working capital	3382.29	3895.17
Cash Used in operations	618.98	375.85
Direct Taxes Paid / Provisions Adjusted	0	(70.61)
Cash Flow before Extraordinary Items	618.98	305.24
Extraordinary Items	-	-
Net Cash from operating activities	618.98	305.24

Net cash Flow From operating activities in the fiscal 2016 was Rs. 618.98. lacs, reflecting a net profit before tax and extraordinary items of Rs. (6595.99) lacs, depreciation & preliminary expenses write off of Rs. 3153.07 lacs, Profit on sale of fixed asset of Rs.14.88 lacs, and interest Expenses of Rs 696.65 lacs. Working capital adjustment included decrease in trade & other receivables of Rs.177.34 lacs, decrease in inventories of Rs. 2506.94 lacs and Increase in trade and other payables & Short Term Loan of Rs. 694.85 lacs. After all adjusting, the net cash Flow From operating activities was Rs 618.98 lacs in the fiscal 2016.

Net cash Flow From operating activities in the fiscal 2015 was Rs. 305.24. lacs, reflecting a net profit before tax and extraordinary items of Rs. (4389.60) lacs, depreciation & preliminary expenses write off of Rs. 346.52 lacs, Loss on sale of fixed asset of Rs.16.37 lacs, and interest Expenses of Rs 510.73 lacs. Working capital adjustment included decrease in trade & other receivables of Rs.2476.54 lacs, decrease in inventories of Rs. 1409.69 lacs and Increase in trade and other payables of Rs. 66.03 lacs. After adjusting for taxes and provision of Rs.127.71 lacs, the net cash Flow From operating activities was Rs 305.24 lacs in the fiscal 2015.

Financing Activities

The following table summarizes our cash flows from financing activities for each of the years ended March 31, 2016 and 2015.

Particulars	For the year ended March 31st	
	2016	2015
Proceeds from Call Money of Share Capital		
Proceeds of Loans from Banks / Institutions	-	-
Proceeds / (Repayment) of Unsecured Loans, Long Term Borrowing	54.31	22.80
Dividend Paid (Including Tax)	-	-
Interest & Finance charges paid	(696.65)	(510.73)
Net Cash (used in) / from financing activities	(642.33)	(487.93)

Net cash Used in financing activities in the fiscal 2016 was Rs 642.33 lacs, primarily comprising of proceeds of call money on share capital to the tune of Rs Nil, proceeds of loans from banks of Rs Nil Lacs, net proceeds of unsecured loans & long term borrowing was Rs 54.31 Lacs, offset by dividend payment of Rs Nil and interest and finance charges of Rs 696.65 Lacs, resulting in net cash used in financing activities being Rs. 642.33 Lacs.

Net cash Used in financing activities in the fiscal 2015 was Rs 487.93 lacs, primarily comprising of proceeds of call money on share capital to the tune of Rs Nil, proceeds of loans from banks of Rs Nil Lacs, net proceeds of unsecured loans & long term borrowing was Rs 22.80 Lacs, offset by dividend payment of Rs Nil and interest and finance charges of Rs 510.73 Lacs, resulting in net cash used in financing activities being Rs. 487.93 Lacs.

BUSINESS OVERVIEW

Over the years, we have expanded our product range and have added variety of cables in our product range like Industrial control cables, Hi- Tech- data cables, Process control instrument systems & signal cables, Thermocouple extension and Compensating cables, Computer application, Hi- Bit rate networking cables, Digital data communication systems, Specialty cables and Customized cables. And also PVC Compound and Domestic & Industrial Protection Fabric Material, with the objective of moving up the value chain we identified new opportunities and are now diversifying into Electrical Low Voltage Energy and Power cables on a major level.

Our Company is a regular supplier to many large Corporate and well known Public and Private Sector Undertakings Since last Several years

Our Company is ISO Certified and having BIS-ISI Mark on Our Cables ISI-694, ISI: 1554 ISI 7098 certified by Bureau of Indian Standards

HUMAN RESOURCE DEVELOPMENT

One of the 'Key' reasons for the exponential growth of Rishabhdev is undoubtedly its "People" Given the right environment and nurturing that is provided, time and time again seemingly "Ordinary" people surprise the Company as they deliver extraordinary results This has indeed been the cornerstone of "Rishabhdev" resounding success. We are committed to ensure adequate safety for our workers. The workers are provided with suitable protective requirements.

CAUTIONARY STATEMENT:-

Statements mentioned in the Management Discussion Analysis about the Company's objectives, estimates, and 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 difference to the Company's performance include economic conditions affecting demand/ supply and rice conditions in domestic market in which your Company operates, changes in Government regulations, tax laws, statutes and other incidental/related matters

By Order of the Board of Director
For Rishabhdev Technocable Limited


Sunil B. Golchha
Chairman & Managing Director
Date: 06.09.2016
Place: Mumbai



Rishabhdev Technocable Limited

Balance Sheet as at 31st March, 2016

(Amount in Rs)

	Note No.	As At 31.03.2016	As At 31.03.2015
<u>EQUITY AND LIABILITIES:</u>			
Shareholders' Funds			
(a) Share Capital	2	266,898,680	266,898,680
(b) Reserves and Surplus	3	(659,101,895)	1,414,835
Non-current Liabilities			
(a) Long-Term Borrowings	4	45,206,296	43,264,061
(b) Deffered Tax Laibilities	5	43,067,828	42,399,554
Current Liabilities			
(a) Short-Term Borrowings	6	528,517,719	470,666,346
(b) Trade Payables	7	6,222,057	3,095,132
(c) Other Current Liabilities	8	23,269,471	14,762,476
(d) Short-Term Provisions	9	3,651,078	3,335,365
Total		257,731,235	845,836,449
<u>ASSETS:</u>			
Non-Current Assets			
(a) Fixed Assets			
Tangible Assets	10	236,907,492	424,053,570
Capital Work in Progress		2,136,615	131,209,740
(b) Long - Term Loans & Advances	11	8,296,839	12,190,851
Current Assets			
(a) Inventories	12	-	250,693,767
(b) Trade Receivables	13	6,551,892	24,285,727
(c) Cash and Cash Equivalents	14	3,756,963	3,321,360
(d) Other Current Assets	15	81,434	81,434
Total		257,731,235	845,836,449

Summary of Significant Accounting Policies
Notes to Balance Sheet and Statement of Profit and Loss

1
2-35

As per our attached report of even date

For DMKH & CO.
Chartered Accountants
Firm Registration No. 116886W

M. Kankani


CA. Manish Kankani
Partner
Membership No: 158020

Date : 30/05/2016
Place : Mumbai

For and on behalf of the Board
For Rishabhdev Technocable Limited



Sunil B. Golchha

SUNIL B. GOLCHHA
Chairman & Managing Director
DIN: 00318899

Rishabhdev Technocable Limited
Statement of Profit and Loss for the period ended 31st March, 2016

(Amount in Rs)

	Note No.	Year ended 31.03.2016	Year ended 31.03.2015
REVENUE :			
Revenue from Operations (net)	16	354,656,823	737,670,208
Other Income	17	1,872,143	333,226
Total		356,528,966.28	738,003,434
EXPENSES :			
Cost of Material Consumed	18	34,205,378	213,543,652
Changes in Inventory	19	250,429,581	65,608,422
Purchases of Stock in Trade	20	336,845,601	799,773,111
Employee Benefits Expenses	21	2,650,953	2,961,227
Other Expenses	22	7,024,478	9,702,558
Total		631,155,990.92	1,091,588,970
Earnings before interest, tax, depreciation and amortization (EBITDA)		(274,627,025)	(353,585,536)
Depreciation and Amortization expense	10	315,307,674	34,301,726
Finance costs	23	69,665,294	51,073,198
Profit Before Tax		(659,599,993)	(438,960,460)
Tax Expenses			
Current tax		-	7,061,437
Last Year taxes		-	6,117,192
Deferred Tax		668,274.00	-
Total Tax Expense		668,274	13,178,629
Profit for the year		(660,268,267.35)	(452,139,089)
Earnings per Share (Basic and Diluted)	24	(24.74)	(16.94)
Summary of Significant Accounting Policies	1		
Notes to Balance Sheet and Statement of Profit and Loss	2-35		

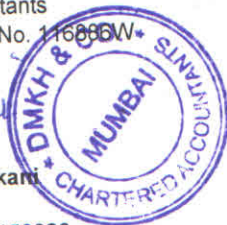
As per our attached report of even date

For DMKH & CO.

Chartered Accountants

Firm Registration No. 116886W

Manish Kankani



CA. Manish Kankani

Partner

Membership No: 158020

Date : 30/05/2016

Place : Mumbai

For and on behalf of the Board
For Rishabhdev Technocable Limited

Sunil B. Golchha



SUNIL B. GOLCHHA

Chairman & Managing Director

DIN: 00318899

Rishabhdev Technocable Ltd*Notes forming part of financial statements***Note 1 Significant Accounting Policies**

Corporate Information

A. Brief Business Activity

Rishabhdev Technocable Ltd is engaged in Manufacturing & Trading of All Types of cables, Industrial & House Hold Wires & protection Materials, as per customers & Indian Standard Specification & automation drive systems, Any Type of Cables as per Customers Specification As per national and International Standard.

B. Place of Business

Regd. Office	No. 53, 1st Floor, JagatSatguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (E), Mumbai – 400069
Plant	Survey No. 60/P, 60/1/P, 2/P, 4/P & 68 Village KarajgamSilvassa – UT-396230

Basis of Accounting

These financial statements have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

Inventories

Inventories of materials and stores/spares & consumables etc. are valued at cost determined on FIFO basis and the net realizable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.



Fixed assets

Fixed assets are stated at cost of acquisition or construction. All cost relating to the acquisition and installation of fixed assets are capitalized and includes borrowing cost directly attributable to company.

Capital work-in-progress

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Depreciation

The company is providing depreciation on depreciable fixed assets at the rates provided on Straight Line Method basis at the rates provided by the Schedule II of The Companies Act, 2013 from the date of actual put to use i.e. on pro-rata basis. Company has fully depreciated Plant & Machinery due to non-operation of business.

Revenue Recognition

Sales are accounted for on dispatch of goods to the customers and are exclusive of the Excise, Sales return, and Vat. All other income is accounted on accrual basis. Dividend income is accounted on cash basis.

Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Investments

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments.

Current investments are carried individually, at the lower of cost and fair value. Costs of investments include acquisition charges such as brokerage, fees and duties.

Retirement Benefits

Liabilities in respect of bonus, gratuity, retirement benefit & leave encashment is being accounted for on cash basis.

Borrowing Cost

Borrowing costs directly attributable to the acquisition and construction of qualifying fixed assets are capitalized as part of the cost of the assets, up to the date the asset is put to use. Other borrowing costs are charged to the Profit and Loss Account.

Segment reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organization and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / (loss) amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "HENSHENG TECHNO CABLE LIMITED" around the perimeter and "MUMBAI" in the center. The number "48" is written in the bottom right corner of the page.

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue/expenses/assets/liabilities.

Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized only if there is virtual certainty that there will be sufficient future taxable income available to realize such assets. Deferred tax assets are recognized for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their reliability.



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Research and development expenses

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technological feasibility has been established, in which case such expenditure is capitalized. The amount capitalized comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Fixed assets utilized for research and development are capitalized and depreciated in accordance with the policies stated for Tangible Fixed Assets and Intangible Assets.

Impairment of assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, except in case of revalued assets.

Provisions and contingencies

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

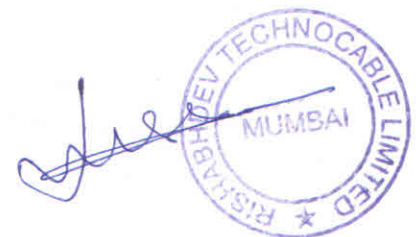
Contingent Liability are determined on the basis of available information and explanation and are disclosed by way of note to the accounts. Provision is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end, till the finalization of accounts and have material effect on the position stated in the balance sheet. All liabilities have been provided for in the accounts except liabilities of a contingent nature, which have been disclosed at their estimated valuing the notes to the accounts.

Share issues expenses

Share issue expenses and redemption premium are adjusted against the Securities Premium Account as permissible under Section 52(2) of the Companies Act, 2013 to the extent balance is available for utilization in the Securities Premium Account. The balance of share issue expenses is carried as an asset and is amortized over a period of 5 years from the date of the issue of shares.

Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.



Rishabhdev Technocable Limited
Notes forming part of the Financial Statements as at 31st March, 2016

Note 2 Share Capital	(Amount in Rs)	
Particulars	As at 31.03.2016	As at 31.03.2015
Authorised Capital 100,00,0000 Equity Shares of Rs. 10/- each	1,000,000,000	1,000,000,000
Issued, Subscribed and Paid Up 2,66,89,868 Equity Shares of Rs. 10/- each fully paid up	266,898,680	266,898,680
	266,898,680	266,898,680

a Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	31 March, 2016		31 March 2015	
	No.	Amount (Rs.)	No.	Amount (Rs.)
At the beginning of the period	26,689,868	266,898,680	26,689,868	266,898,680
Issued during the period	-	-	-	-
Outstanding at the end of the year	26,689,868	266,898,680	26,689,868	266,898,680

b Terms/rights attached to equity shares

The company has only one class of share capital namely Ordinary Shares having par value of Rs.10 per share. Each holder of Ordinary Shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. In the event of liquidation of the company, the holders of Ordinary Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Ordinary Shares held by the shareholders.

c Details of shareholders holding more than 5% shares in the company

Name of the Holder	31 March, 2016		31 March 2015	
	Qty	%	Qty	%
Equity Shares of Rs.10/- each fully paid				
Sunil Kumar Bhanwarlal Golchha	2,080,907	7.80%	2,363,510	8.86%

Note 3 Reserve & Surplus

Particulars	As at 31.03.2016	As at 31.03.2015
(a) Capital reserve		
Opening balance	24,750,000	24,750,000
Add: Additions during the year	-	-
Closing balance	24,750,000	24,750,000
(b) Securities premium account		
Opening balance	327,660,646	327,660,646
Add: Additions during the year	-	-
Closing balance	327,660,646	327,660,646
(c) General reserve		
Opening balance	300,000	300,000
Add: Utilisation during the year	-	-
Closing balance	300,000	300,000
(d) Surplus/(Deficit) in the Statement of Profit and Loss		
Balance as per last Balance Sheet	(351,295,811)	100,843,278
Add: Loss for the current year	(660,268,267)	(452,139,089)
Add: Other Adjustemts	(248,462)	-
	(1,011,812,541)	(351,295,811)
	(659,101,895)	1,414,835

Note 4 Long Term Borrowings

Particulars	As at 31.03.2016	As at 31.03.2015
Secured Loan		
Term Loan (refer Note 6.2)	45,206,296	41,288,501
Vehicle Loan	-	1,975,560
Inter Corporate Deposits	-	-
	45,206,296	43,264,061

Note 4.1 BMW Car surrendered in settlement of Vehicle loan and its Interest of intotal Rs. 24 Lakhs.
Note 4.2 Company has not paid any principle or interest amount against term loan during the year.

Note 5 Deffered Tax Laibilities

Particulars	As at 31.03.2016	As at 31.03.2015
Deffered Tax Laibilities		
Related to Fixed Assets	43,067,828	42,399,554
	43,067,828	42,399,554



Rishabhdev Technocable Limited
Notes forming part of the Financial Statements as at 31st March, 2016

Note 6 Short Term Borrowings

Particulars	As at 31.03.2016	As at 31.03.2015
Secured		
Bank Overdraft Cash Credit Facility	497,966,262	436,591,701
Unsecured		
Loans from Related Parties (Promoters)	30,551,457	30,115,310
Others	-	3,959,335
	528,517,719	470,666,346

Note 6.1 Working Capital Loan is secured by hypothecation of stock & book debt upto 90 days.

Note 6.2 Company has not paid any amount against these loans to its working capital partners/bankers e.i. IDBI Bank, State bank of Bikaner and Jaipur, & Bank of Maharashtra and therefore these loan has become NPA (Non Performing Assest). Settlement is going on with all of them.

Note 7 Trade Payable

Particulars	As at 31.03.2016	As at 31.03.2015
Sundry Creditors For Goods	2,895,467	679,942
Sundry Creditors For Expenses	3,326,591	2,415,190
	6,222,057	3,095,132

Note 7.1 There are no Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2015. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note 8 Other Current Liabilities

Particulars	As at 31.03.2016	As at 31.03.2015
Short - Term Maturity of Long Term Debt	-	-
Statutory Dues Payable	13,028,732	13,060,825
Other Payables	8,864,445	448,213
Creditors for Capital Goods	1,294,864	1,172,008
Advance Received from Customers	-	-
Unpaid Dividend	81,430	81,430
	23,269,471	14,762,476

Note 9 Short-Term Provisions

Particulars	As at 31.03.2016	As at 31.03.2015
Provision for Income Tax (Net of Advance Tax)	3,651,078	3,335,365
	3,651,078	3,335,365

Note 11 Long-Term Loans and Advances

Particulars	As at 31.03.2016	As at 31.03.2015
Unsecured, Considered Good		
Receivable from various Tax Authorities	2,298,323	6,278,534
Secutory Deposits	178,666	142,467
VAT Credit Entitlement Daman/Silvassa	1,582,926	1,582,926
Other Loans & Advances	4,236,924	4,186,924
	8,296,839	12,190,851



Note 12 Inventories

Particulars	As at 31.03.2016	As at 31.03.2015
Raw Material	-	264,186
Work in Progress	-	41,972,956
Finished Goods	-	579,199
Trading Stock	-	207,877,426
	-	250,693,767

Note 13 Trade Receivables

Particulars	As at 31.03.2016	As at 31.03.2015
Unsecured, Considered Good For a period exceeding six months	6,551,892	24,285,727
Others	-	-
	6,551,892	24,285,727

Note 13.1 Ageing of Debtors has been done on the basis of Invoice Date

Note 14 Cash and Bank Balances

Particulars	As at 31.03.2016	As at 31.03.2015
a) Balance with banks		
- Currents Account Balances	311,555	253,035
- Fixed Deposits with longterm Maturity	3,359,645	3,061,699
b) Cash on hand	85,762	6,625
	3,756,962	3,321,359

Note 15 Other Current Assets

Particulars	As at 31.03.2016	As at 31.03.2015
Others	81,434	81,434
	81,434	81,434

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Rishabhdev Technocable Limited
Notes forming part of the Financial Statements as at 31st March, 2016

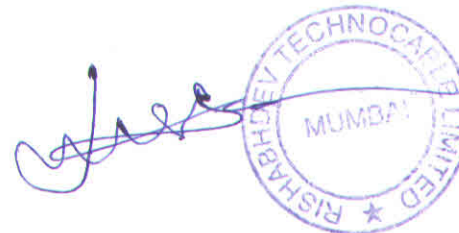
Note - 10 Fixed Assets

(Amount in Rs)

Description	Gross Block			Depreciation/Amortization				Net Block		
	As at 01.04.2015	Additions	Deletions	As at 31.03.2016	Up to 01.04.2015	For the Period	Adjustment	Up to 31.03.2016	Total as at 31.03.2015	Total as at 31.03.2014
Tangible Assets										
Freehold Land	30,275,000	-	-	30,275,000	-	-	-	-	30,275,000	30,275,000
Silvassa shed & Mumbai office)	234,216,200	-	-	234,216,200	30,120,689	7,521,546	-	37,642,235	196,573,965	204,095,511
Plant & Machinery Equip	255,659,514	-	-	255,659,514	67,658,531	178,600,938	-	246,259,469	9,400,045	188,000,983
Furniture & Fixtures	958,384	-	-	958,384	284,222	91,068	-	375,290	583,094	674,162
Vehicle	12,176,974	-	911,528	11,265,446	11,265,446	-	-	11,265,446	0	911,528
Office Equipments	621,129	-	-	621,129	621,129	-	-	621,129	-	0
Computer & Software	511,177	-	-	511,177	414,792	20,997	-	435,789	75,388	96,385
Total	534,418,378	-	911,528	533,506,850	110,364,808	186,234,549	-	296,599,358	236,907,492	424,053,570
Capital Work in Progress	131,209,740	-	-	131,209,740	-	129,073,125	-	129,073,125	2,136,615	147,597,125
Grand Total	665,628,118	-	911,528	664,716,590	110,364,808	315,307,674.33	-	425,672,483	239,044,107	571,650,695
Previous Year	682,015,503	-	16,387,385	665,628,118	76,063,082	34,301,726.00	-	110,364,808	555,263,310	605,952,421

Note 10.1 Company has written down its Plant & Machinery to its residual value and affect has been given in statement of profit and loss under the head of depreciation. Company is not in operation from more than last six months and as per the management these Plant & Machineries are scrap and now has no value. Further company was having an Automation Software in fixed assets which was due for renewal but the company has temporary closed down its manufacturing activities and therefore the same was not applied for renewal. Company has, depreciated its full book value as on 31st March, 2016

Note 10.2 BMW Car surrendered in settlement of Vehicle loan and its Interest.



Rishabhdev Technocable Limited
Notes forming part of the Financial Statements as at 31st March, 2016

Note 16 Revenue From Operations

(Amount in Rs)

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Sale of Products	354,656,823	737,670,208
	354,656,823	737,670,208

Note 17 Other Income

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Interest income	371,448	322,976
Miscellaneous Income	1,500,695	10,250
	1,872,143	333,226

Note 18 Cost of Raw Material Consumed

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Inventory at beginning of the year	264,186	75,624,669
Add: Purchase during the year	33,941,192	138,183,169
Less: Inventory at the end of the year	-	264,186
Cost of Raw Material Consumed	34,205,378	213,543,652

Note 19 Changes in Inventory

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Inventory at end of the year	-	250,429,581
Less: Inventory at the beginning of the year	250,429,581	316,038,003
Cost of Raw Material Consumed	250,429,581	65,608,422

Note 20 Purchase of Stock In Trade

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Purchase	336,845,601	799,773,111
	336,845,601	799,773,111

Note 21 Employee Benefit Expenses

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Wages, Salaries, and Bonus	1,827,274	1,876,334
Staff Welfare Expenses	823,679	904,893
Directors Remuneration	-	180,000
	2,650,953	2,961,227



Note 22 Other Expenses

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Selling & Distribution Expenses		
Sales Promotion Expenses	77,569	179,482
Manufacturing Expenses:-		
Power & Fuel	383,178	855,654
Factory Expenses	428,624	632,441
Labour Expenses	143,555	18,973
Repair and Maintenance:-		
Repair and Maintenance - Machinery	-	50,000
Repair and Maintenance - Others	100,860	12,210
Auditors Remuneration:-		
Audit Fees	100,000	500,000
Others :-		
General Expenses	472,422	924,367
Legal & Professional Charges	1,612,478	1,332,148
Printing & Stationery	176,270	421,128
Travelling & Conveyance	73,404	475,467
ROC Expenses	13,957	92,572
Rent, Rates and Taxes	2,481,677	82,041
Communication Expenses	154,468	183,811
Donation	13,600	368,860
Business Promotions Expenses	731,160	1,099,077
Freight & Forward Expenses	-	301,657
Misc. Expenses	61,257	185,284
Preliminary Expenses Written Off	-	350,000
Loss on sale of Fixed Assets	-	1,637,385
	7,024,478	9,702,558

Note 23 Finance Cost

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Interest expense on loans	69,662,799	51,058,824
Bank Charges	2,495	8,274
Other Finance Charges	-	6,100
	69,665,294	51,073,198

Note 24 Earnings Per Share

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Net Loss after tax available for equity shareholders.	(660,268,267)	(452,139,089)
Weighted average number of Ordinary Shares for Basic EPS	26,689,868	26,689,868
Weighted average number of Ordinary Shares for Diluted EPS	26,689,868	26,689,868
Nominal Value of Ordinary Shares	10	10
Basic Earnings per Ordinary Share	(24.74)	(16.94)
Diluted Earnings per Ordinary Share	(24.74)	(16.94)

Note 25 Related Party Disclosures

A Key Managerial Personal

i)	Mr. Sunil Golchha

Disclosures of transactions between the Company and Related Parties and the status of outstanding balances as on 31st March,2016

Nature of transactions	Transactions		Closing Balance	
	Year Ended 31.03.2016	Year Ended 31.03.2015	As at 31.03.2016	As at 31.03.2015
A				
Loan Taken	436,147	319,175	-	-
Loan Repaid	-	-	-	-
B				
Remuneration	-	180,000	-	-
Professional Fees	-	-	-	-
C				
Unsecured Loans	-	-	30,551,457	30,115,310



Note 26 Contingent Liabilities

There is a no contingent liabilities for the Current year or Previous Year.

Note 27 Segment Reporting

The Company is mainly engaged in the business of manufacturing of Control Cables & Trading Business.

A) Segment Revenue

Particulars	For the year ended 31.03.2016			For the year ended 31.03.2015		
	Business Segment		Total	Business Segment		Total
	Cable & Wire	Cotton Isolation Material		Cable & Wire	Cotton Isolation Material	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Revenue	66,370,686	288,286,137	354,656,823.00	159,967,871	577,702,337	737,670,208
Result	(218,264,273)	(48,559,464)	(266,823,737)	(74,003,032)	(267,251,945)	(341,254,977)
Unallocated Expenses (net)			323,110,962			46,632,285
Operating Profit			(589,934,699)			(387,887,262)
Finance Costs			69,665,294			51,073,198
Profit Before Tax			(659,599,993)			(438,960,460)
Tax Expenses			668,274			13,178,629
Profit After Tax			(660,268,267)			(452,139,089)

B) Segment Assets & Liabilities

Particulars	For the year ended 31.03.2016			For the year ended 31.03.2015		
	Business Segment		Total	Business Segment		Total
	Cable & Wire	Cotton Isolation Material		Cable & Wire	Cotton Isolation Material	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Assest						
Unallocable Assets	-	-	257,731,235	-	-	845,836,449
Liabilities						
Unallocable Liabilities	-	-	257,731,235	-	-	845,836,449
Other Information	-	-	315,307,674	-	-	34,301,726

Note 28 Balances shown under Sundry Debtors, Advances, some of the Sundry Creditors are subject to confirmation/ reconciliation and consequential adjustment, if any. However the company has been sending letters for confirmation to these parties. In the opinion of management, the value of Sundry Debtors, Advances, Sundry Creditors on realization/ payment in the ordinary course of business, will not be less/ more than the value at which these balances are stated in the Balance Sheet.

Note 29 Company's bankers has not given any bank gaurantee to any third party on behalf of the company.

Note 30 Provision of retirement benefits of employes was not provided on accrual basis, which is not conformity with Accounting Standard 15 issued by ICAI and the amount has not been quantified because acturial valuation report was not available. However in opinion of the management the amont involved is negligibile has no material impact on the Profit & Loss Account.



Note 31 Company has not received required information from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006. Hence disclosures, if any, relating to amount unpaid as at the year end together with interest paid/payable as required under the said Act have not been made.

Note 32 Value of Material Traded and Consumed

Name of Major Raw Material	2015-16		2014-15	
	Value	%	Value	%
Copper& Aluminum Conductors, PVC/XLPE, Fabric Cotton, Polyester, Aluminum, Teflon Protection Tapes	315,504,647	85.03%	880,876,262	86.93%
Metal, Foil & Various isolation material Additives, Steel Wires and strips and various pigments	55,546,332	14.97%	132,440,501	13.07%
	371,050,979	100.00%	1,013,316,763	100.00%

Note 33 The company being listed company required to follow section 203 & 134 (1), However, the view of absence of appropriate candidate for filing vacancy of CS have not appointed. The said Key Managerial Personnel as per section 203 and to the extent 134(1) Signing of financial statement have been considered only by Chairman & Managing Director & CFO. However, the management has considered the matter in the process of appointing relevant Key Managerial Personnel

Note 34 Company has not exported/imported any material during the year and also has not been incurred any expenditure in foreign currency.

Note 35 The Company has regrouped/ reclassified the previous year figures in accordance with the requirements applicable in the current year.

Note 36 As informed by management Due to slow down in Power & Control Cables Industries and not having sufficient orders to utilize our installed production capacity, therefore, we could not achieve our targets in last 7 years.

Due to the same, company could not serve the interest of esteemed bankers and also could not pay the Term Loan EMI's, all the company assets and personal assets of promoters have kept to the bankers against the loan facility taken from our bankers. Since Company's repayment to bankers were not made in time.

Therefore, all our Bankers (IDBI Bank Ltd, State Bank of Bikaner & Jaipur and Bank of Maharashtra), have taken all properties as per various court orders.

As per our attached report of even date

For DMKH & CO.
Chartered Accountants
Firm Registration No. 116889W



CA. Manish Kankar
Partner
Membership No: 158020

Date : 30/05/2016
Place : Mumbai



For and on behalf of the Board
For Rishabhdev Technocable Limited

SUNIL B. GOLCHHA
Chairman & Managing Director
DIN: 00318899

CASH FLOW STATEMENT FOR COMPANIES OTHER THAN FINANCE COMPANIES
Rishabhdev Technocable Limited

Cash Flow Statement for the year ended 31 March, 2016

Particulars	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		-659,599,993		-438,960,460
<i>Adjustments for:</i>				
Interest income	-371,448		-333,226	
Misc. Expenditure written off	200		350,000	
Other Adjustment	155,890			
Profit on sale of Fixed Assets	-1,488,471		1,637,385	
Depreciation and amortization	315,307,674		34,301,726	
Finance costs	69,665,294	383,269,139	51,073,198	87,029,083
Operating profit / (loss) before working capital changes		-276,330,854		-351,931,377
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	250,693,767		140,968,905	
Trade receivables	17,733,835		247,477,023	
Other current assets	0		177,246	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Last Year Tax Expenses	-		-7,061,437	
Short-term borrowings	57,851,373		21,722,874	
Trade payables	3,126,925		-28,114,515	
Other current liabilities	8,506,995		12,994,778	
Short-term provisions	315,713	338,228,608	(5,709,167)	382,455,707
		61,897,754		30,524,330
Cash flow from extraordinary items				
Cash generated from operations		61,897,754		30,524,330
Net income tax (paid) / refunds				
Net cash flow from / (used in) operating activities (A)		61,897,754		30,524,330
B. Cash flow from investing activities				
Fixed Assets Purchase	-			
Sale proceed from Fixed Assets	2,400,000		14,750,000	
Sale proceed from Investment				
Interest Received	371,448	2,771,448	333,226	15,083,226
Cash flow from extraordinary items				
		2,771,448		15,083,226
Net cash flow from / (used in) investing activities (B)		2,771,448		15,083,226



Particulars				
C. Cash flow from financing activities				
Proceeds from Short term borrowings	1,942,235		(170,026)	
Proceeds from long-term borrowings	(69,665,294)		(51,073,198)	
Finance cost	3,489,463	(64,233,596)	2,450,253	(48,792,971)
Proceed from Long term Loans & Advances				
Cash flow from extraordinary items				
Net cash flow from / (used in) financing activities (C)		(64,233,596)		(48,792,971)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		435,606		(3,185,415)
Cash and cash equivalents at the beginning of the year		3,321,356		6,506,774
Effect of exchange differences on restatement of foreign currency Cash				
Cash and cash equivalents at the end of the year		3,756,962		3,321,359
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents as per Balance Sheet		3,756,963		3,321,360
Less: Bank balances not considered as Cash and cash equivalents				
Net Cash and cash equivalents		3,756,963		3,321,360
Add: Current investments considered as part of Cash and cash				
Cash and cash equivalents at the end of the year *		3,756,963		3,321,360
* Comprises:				
(a) Cash on hand		85,762		6,625
(c) Balances with banks				
(i) In current accounts		311,555		253,035
(ii) In earmarked accounts		3,359,645		3,061,699
		3,756,962		3,321,359

In terms of our report attached.

For DMKH & Co.
Chartered Accountants
FRN:-116886W

Manish Kankani

CA. Manish Kankani
Partner

M.No.- 158020
Place : Mumbai
Date : 30/05/2016



For and on behalf of the Board

Sunil B. Golchha

SUNIL B. GOLCHHA
Chairman & Managing Director

Form No. MGT-11

PROXY FORM

22ND ANNUAL GENERAL MEETING – 30TH SEPTEMBER, 2016

[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 named company. Hereby appoint		
Name :	E-mail Id:	
Address:		
Signature , or failing him		

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting / of the company, to be held on the Friday 30th September, 2016 at 10:00 a.m. at Registered office and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March 2016 including Audited Balance Sheet as at 31st March, 2016, the Statement of the Profit and Loss for the year ended on that date and Reports of the Board of Directors along with the Independent Auditors Report thereon		
2.	To appoint the New Statutory Auditors and to fix their remuneration		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 20 ____

Affix Revenue Stamps

Signature of Shareholder Signature of Proxy holder

Signature of the shareholder
Across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company



Attendance Slip

RISHABHDEV TECHNOCABLE LIMITED

(Unit No.53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai-400063.)

(Please fill the attendance slip and hand it over at the entrance of meeting venue. Joint shareholders may obtain additional attendance slip on request.)

Ref. Folio

DP ID* _____

No. of shares held

Client ID _____

Name and Address of Shareholder: _____

I / We hereby record my / our presence at the Annual General Meeting of Rishabhdev Technocable Ltd held on 30th September, 2016 at 10.00 a.m. at Regd. Office: 53, Jagat Satguru Industrial Estate, 1st Floor, off. Aarey Road, Goregaon (E), Mumbai- 400 063.

Signature of Shareholder / Proxy

** Applicable for Shareholders holding shares in Electronic form*



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If undelivered please return to

Universal Capital Securities Pvt Ltd.

25, Shakil Niwas, Opposite Satya Sai Baba Temple,
Mahakali Caves Road, Andheri (East), Mumbai 400093.

