

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS RSIL HOLDINGS PRIVATE LIMITED
Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **RSIL HOLDINGS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 provisions 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

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

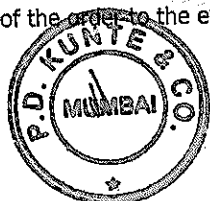
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 March 31, 2016, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') Issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the order to the extent applicable.



2. As required by Section 143 (3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss, and the 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) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

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

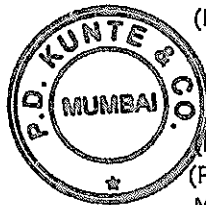
(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

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

iii. This is the 2nd year of operations. Accordingly the Company did not have any amount which was required to be transferred to the Investors Education and Protection Fund as at March 31, 2016.

For **P.D. Kunte & Co. (Regd.)**
Chartered Accountants
(Firm's Registration No. 105479W)



[Signature]
(D.P. Sapre)
(Partner)
Membership No. 040740

Place: Indore.
Date: May 29, 2016.

Annexure A to Independent Auditors' Report

Referred to in paragraph 1 of the Report on Other Legal and Regulatory Requirements of even date to the members of **RSIL HOLDINGS PRIVATE LIMITED** on the financial statements for the year ended March 31, 2016.

- i) The Company does not have fixed assets. Accordingly, clause (i) of the Order is not applicable for the year under audit.
- ii) The Company does not have any inventory. Accordingly, clause (ii) of the Order is not applicable for the year under audit.
- iii) The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause (iii) of the Order are not applicable to the Company and hence not commented upon.
- iv) In our opinion and according to the information and explanations as given to us, In respect of investments made by the Company, the Company has complied with the provisions of Section 186 of the Companies Act, 2016. The Company has not given any loans, guarantee and security.
- v) The Company has not accepted any deposits from the public. Accordingly, clause (v) of the Order is not applicable for the year under audit.
- vi) Considering the activities undertaken by the Company, maintenance of cost records required to be maintained as specified by the Central Government under sub-section (1) of section 148 of the Companies Act is not applicable to the Company. Accordingly, clause (vi) of the Order is not applicable for the year under audit.
- vii) (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, for the period under audit, the Company is not liable to pay any statutory dues including provident fund, employee state insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues. Accordingly, the clause (vii) a is not applicable for the year under audit.
(b) According to the Information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise and value added tax outstanding as at March 31, 2016 on account of any dispute.
- viii) The Company has not taken any loan either from banks, financial Institutions or from the government and has not issued any debentures. Accordingly, the clause (viii) of the Order is not applicable for the year under audit.
- ix) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised moneys by way of Initial public offer or further public offer including debt Instruments and term Loans. Accordingly, the provisions of clause (ix) of the Order are not applicable to the Company for the year under audit.
- x) Based upon the audit procedures performed and the Information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi) Based upon the audit procedures performed and the information and explanations given by the management, no managerial remuneration has been paid or provided. Hence the clause (xi) of the said Order is not applicable for the year under audit.
- xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company for the year under audit.
- xiii) In our opinion, provisions of section 177 are not applicable to the Company for the year under audit. All transactions with the related parties are in compliance with section 188 of Companies Act, 2013 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 (xiv) of the Order are not applicable to the Company for the year under audit.



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 persons connected with them. Accordingly, the provisions of clause (xv) of the Order are not applicable to the Company for the year under audit.

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 (xvi) of the Order are not applicable to the Company for the year under audit.



For **P.D. Kunte & Co. (Regd.)**
Chartered Accountants
(Firm's Registration No. 105479W)

(D.P. Sapre)
(Partner)

Membership No. 040740

Place: Indore.

Date: May 29, 2016.

"Annexure B" to the Independent Auditors' Report of even date on the Standalone

Financial Statements of RSIL HOLDINGS PRIVATE LIMITED

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

We have audited the internal financial controls over financial reporting of RSIL Holdings Private Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended March 31, 2016.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also,




projections of any evaluation of the internal financial controls over financial reporting to future years are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

Considering the nature of activities undertaken by the Company during the year, in our opinion, the Company has an adequate internal financial controls system over financial is operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **P.D. Kunte & Co. (Regd.)**
Chartered Accountants
(Firm's Registration No. 105479W)




(D.P. Sapre)
(Partner)
Membership No. 040740

Place: Indore.
Date: May 29, 2016.

RSIL HOLDINGS PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2016

Particulars	Note No.	As at	As at
		March 31, 2016	March 31, 2015
		Amount in ₹	Amount in ₹
I EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	1	60,600,000	34,600,000
(b) Reserves and surplus	2	(973,027)	(426,119)
		59,626,973	34,173,881
(2) Non-current liabilities			
(a) Other current liabilities	3	29,450	28,790
TOTAL		59,656,423	34,202,671
II ASSETS			
(1) Non-current assets			
(a) Non-current investments	4	58,769,700	33,469,700
(c) Deferred Tax Asset (net)		-	-
(2) Current assets			
(c) Cash and Bank Balances	5	886,723	732,971
TOTAL		59,656,423	34,202,671
Notes Forming Integral Part of Financial Statements			
Significant Accounting Policies			

As per our report of even date attached

For and on behalf of the Board of Directors

For and on behalf of

P. D. Kunte & Co. (Regd.)

Chartered Accountants

Firm Registration No. 105479 W

D.P. Sapre
D. P. Sapre

Partner

Membership No. 40740



Place: Indore

Date : May 29, 2016

Vijay Kumar Jain
Vijay Kumar Jain

Director

DIN : 00098298

Dinesh Shahra
Dinesh Shahra

Director

DIN : 00533055

RSIL HOLDINGS PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

Particulars	Note No.	For the year Ended	For the period from
		March 31, 2016	March 19, 2014 to March 31, 2015
		Amount in ₹	Amount in ₹
I INCOME			
a Revenue from operations (Gross)		-	-
Less: Excise Duty		-	-
Revenue from operations (Net)		-	-
Total Revenue (I)		-	-
II EXPENSES			
Other expenses	6	546,908	426,119
Total expenses(II)		546,908	426,119
III Loss before exceptional and extraordinary items and tax		(546,908)	(426,119)
IV Exceptional / Extraordinary Items		-	-
V Loss before extraordinary items and tax (III - IV)		(546,908)	(426,119)
VI Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
Total of Tax Expense		-	-
VII Loss for the Year		(546,908)	(426,119)
VIII Earning per Equity share:			
- Basic	10	(0.11)	(0.12)
- Diluted		(0.11)	(0.12)
Notes Forming Integral Part of Financial Statements.			
Significant Accounting Policies			

As per our report of even date attached

For and on behalf of

P. D. Kunte & Co. (Regd.)

Chartered Accountants

Firm Registration No. 105479 W

D.P. Sapre

D. P. Sapre

Partner

Membership No. 40740



Place: Indore

Date : May 29, 2016

For and on behalf of the Board of Directors

Vijay Kumar Jain

Vijay Kumar Jain

Director

DIN : 00098298

Dinesh Shahra

Director

DIN : 00533055

RSIL HOLDINGS PRIVATE LIMITED
CASH FLOW STATEMENT

		For the year Ended	
		March 31, 2016	March 19, 2014 to March 31, 2015
		Amount in ₹	Amount in ₹
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit before taxation		
	Adjustment for :		
	Changes in working capital		
	Adjustments for :		
	Other current liabilities		
	Cash generated from operations		
	Taxes paid		
	NET CASH GENERATED FROM OPERATING ACTIVITIES (A)	(546,908)	(426,119)
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of current investments		
	Dividend received		
	NET CASH USED IN INVESTING ACTIVITIES (B)	(25,300,000)	(33,469,700)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Dividend paid		
	Issue of Equity Shares		
	NET CASH FROM FINANCING ACTIVITIES (B)	26,000,000	34,600,000
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	26,000,000	34,600,000
	Opening balance of cash and cash equivalents		
	Closing balance of cash and cash equivalents		
	Increase/(decrease) in cash or cash equivalents	153,752	732,971
	Cash and cash equivalents comprise of:		
	Cash on hand		
	Balances with Banks		
	Total	886,723	732,971
		886,723	732,971

As per our report of even date attached

For and on behalf of

P. D. Kunte & Co. (Regd.)

Chartered Accountants

Firm Registration No. 105479 W

[Signature]

D. P. Sapre

Partner

Membership No. 40740



Place: Indore

Date : May 29, 2016

For and on behalf of the Board of Directors

[Signature]

Vijay Kumar Jain

Director

DIN : 00098298

Dinesh Shakra

Director

DIN : 00533055

RSIL HOLDINGS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

A. GENERAL INFORMATION

RSIL Holdings Private Limited ('the Company') is a Private Limited Company registered with the Registrar of Companies (Reserve Bank) Direction, 2011 formed with the purpose of

B. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

B.1 BASIS OF PREPARATION:

These financial statements have been prepared in accordance with the generally accepted accounting principles. These financial statements have been prepared to comply in all material aspects with the Companies Act, 2013 and other recognised accounting practices and policies.

B.2 INVESTMENTS:

Investments that are readily realisable and are intended to be held for no more than 12 months are carried at cost or fair value, whichever is lower. Non-current investments are carried at cost or fair value, whichever is lower. Non-current investments are other than temporary and the same is made for each item.

B.3 EXPENSES INCURRED FOR ISSUE OF SHARES, DEBENTURES AND OTHER SECURITIES:

Share issue expenses are either charged to the Statement of Profit and Loss or to the Statement of Financial Position in the year in which they are incurred.

B.4 PROVISIONS AND CONTINGENT LIABILITIES:

Provisions: Provisions are recognised when there is a present obligation or liability, the amount of which can be reliably estimated. Provisions are measured at the best estimate of the expenditure required to settle the obligation.

Contingent Liabilities : Contingent liabilities are disclosed in respect of present obligations arising from more uncertain future events not wholly within the control of the Company, the amount of which can be reliably estimated. Contingent assets are not recognized in the financial statements.



RSIL HOLDINGS PRIVATE LIMITED

Note-1

Share Capital
A Authorised
1) Equity Shares

 86,50,000 equity shares of ₹ 10/- each
 (Previous year 35,00,000 equity shares of ₹ 10/- each)

B Issued,Subscribed and paid-up
1) Equity Shares

 60,60,000 shares of ₹ 10/- each fully paid
 (Previous year 34,60,000 equity shares of ₹ 10/- each)

Total

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
	86,50,000	35,00,000
	86,50,000	35,00,000
	60,60,000	34,60,000
Total	60,60,000	34,60,000

(a) Reconciliation of the numbers of shares and amount outstanding is set out below:

Particulars	2015-2016		2014-2015	
	No. of Shares	Amount	No. of Shares	Amount
EQUITY SHARES				
Balance as at the beginning of the Period	3,460,000	34,600,000	-	-
Add : Issued during the Period	2,600,000	26,000,000	3,460,000	34,600,000
Balance as at the end of the Period	6,060,000	60,600,000	3,460,000	34,600,000

(b) Rights, Preferences and Restrictions attached to shares

Equity Shares: The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The dividend if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c.) Details of shares held by shareholders holding more than 5% shares in the Company.

Particulars	As at			
	March 31, 2016	%	March 31, 2015	%
EQUITY SHARES				
Ruchi Soya Industries Limited and its nominee	6,060,000	100.00%	3,460,000	100.00%

(d.) Out of Equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

Particulars	As at			
	March 31, 2016	%	March 31, 2015	%
EQUITY SHARES				
Ruchi Soya Industries Limited (Holding Company) and its nominee	6,060,000	100.00%	3,460,000	100.00%

Note-2
Reserves and Surplus
Surplus In Statement of Profit and Loss Account

Balance as at the beginning of the Period

Add: Profit (Loss) for the year

Less: Appropriations

Balance as at the end of the Period
Total
(426,119)
(546,908)
(426,119)
(973,027)
(426,119)
Note-3
Other current liabilities

a Statutory Dues

b Other Liabilities

Total
29,450
28,790
29,450
28,790
Note-4
Non-current investments
[At Cost less provision for other than temporary diminution]
A Investment In Equity Instruments:
Non Trade (at cost)
a) Unquoted
In Subsidiary Companies

58,76,970 (Previous Year 33,46,970/-) Equity Shares of Ruchi

Hi-Rich Seeds Pvt. Ltd. of ₹ 10/- each fully paid up

Less: Provision for diminution in value of investments

58,769,700
33,469,700
58,769,700
33,469,700

Note : In the opinion of the Board of Directors the diminution in value of investments is temporary in nature and accordingly, no provision is considered necessary.

Note-5
Cash and Bank Balances (Including cash & cash equivalents)
A Cash and cash equivalents

Cash on hand

Balances with Banks

1) In Current Accounts

886,723
732,971
B Other Balances with Banks

In Fixed Deposit Account

886,723
732,971
Note-6
Other Expenses

Provision for Diminution in value of Investments

Filing Fee

Audit Fee

Professional fees

501,448
397,329
40,610
28,090
4,850
700
546,908
426,119


ADDITIONAL INFORMATION

Disclosure of transactions with related parties as required by Accounting Standard 18 (AS-18), relating to Related Party Disclosure has been given in (iv) below. Related parties as defined under clause 3 of the Accounting Standard have been identified on the basis of representation made by key managerial personnel and information available with the Company.

7

Related party relationships

i) Parties where control exists

Ruchi Soya Industries Limited (Holding Company)
 Ruchi Hi Rich Seeds Private Limited (Subsidiary Company)
 Ruchi Worldwide Limited (Fellow Subsidiary of Holding company)
 Mrig Trading Private Limited (Fellow Subsidiary of Holding company).
 Ruchi J-Oil Private Limited.(Fellow Subsidiary of Holding company).
 Ruchi Industries Pte.Limited, Singapore.(Fellow Subsidiary of Holding company).
 Ruchi Ethiopia Holdings Limited,Dubai.(Fellow Subsidiary of Holding company).
 Ruchi Agri Plantation (Cambodia) Pte.Limited.(Subsidiary of Fellow Subsidiary).
 Ruchi Agri Trading Pte.Limited,Singapore.(Subsidiary of Fellow Subsidiary).
 Ruchi Agri SARL (Madgasker).(Subsidiary of Fellow Subsidiary).
 Ruchi Agri PLC.(Subsidiary of Fellow Subsidiary).
 Palmolien Industries Pte. Ltd. Cambodia .(Subsidiary of Fellow Subsidiary).
 Ruchi middle East DMCC, Dubai.(Subsidiary of Fellow Subsidiary).

ii) Key Management Personnel & their relatives

Nil

iii) Entities where Key Management Personnel or relatives of Key Management Personnel have significant influence.

Nil

(iv) Related Party Transactions

Particulars	Holding Company		Subsidiary		Total
	2015-16	2014-15	2015-16	2014-15	
REVENUE					-
EXPENSES:					-
Reimbursement of expenses	-	-	-	-	-
INVESTMENTS MADE					
Investment in Equity shares of Company - 25,30,000 (Pre.Year 33,46,970/-) Equity Shares of Ruchi Hi-Rich Seeds Pvt. Ltd. of ` 10/- each fully paid up	-	-	2,53,00,000	3,34,69,700	5,87,69,700
SHARES ISSUED					
Equity Shares issued - 26,00,000 (Previous Year 34,60,000) Shares of Face Value of ` 10/- each fully paid up	2,60,00,000	3,46,00,000			6,06,00,000
AMOUNT RECEIVABLE					-
AMOUNT PAYABLE					-
Creditors	-	-	-	-	-

8 (I) Remuneration to the Statutory auditors

2015-2016	2014-2015
Amount in `	Amount in `

(a) As Auditors

-For Statutory audit
 [Inclusive of service tax ` 3,750 (previous year ` 3,090)]
 -For Taxation Matters
 [Inclusive of service tax ` 1,450]

28,750	28,090
11,450	-

9 Segment related information:

The Company is a Core Investment Company as defined in the Core Investment Companies (Reserve Bank) Direction, 2011 formed with a purpose of investing in group Companies. The Company has only one reportable segment, hence segment reporting is not applicable.

10 Earnings Per Share:

Particulars	2015-2016	2014-2015
a) Basic earnings per share		
i) Loss after tax	(5,46,908)	(4,26,119)
Less : Preference dividend including tax thereon	(5,46,908)	(4,26,119)
Loss attributable to equity shareholders	47,56,438	34,60,000
ii) Weighted average number of Equity shares :	(0.11)	(0.12)
Basic earning per share of ` 10/- each		
b) Diluted earnings per share		
i) Loss attributable to equity shareholders [As per working in (a)(i) above]	(5,46,908)	(4,26,119)
ii) Weighted average number of Equity shares :	47,56,438	34,60,000
Diluted earnings per share of ` 10/- each	(0.11)	(0.12)

11 In Terms of Rule 6 of the Companies (Accounts) Rules 2014, consolidated financial statements are being prepared by the Holding Company.

12 The Company has not complied with requirements of section 203 of the Companies Act 2013 read with Rule 8 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

13 Pursuant to disclosure pertaining to Section 186 (4) of the Companies Act, 2013 the following are the details thereof:

1 Investments made

Particulars	2015-16	2014-15
Investment in Equity shares of Company - 25,30,000 (Pre.Year 33,46,970/-) Equity Shares of Ruchi Hi-Rich Seeds Pvt. Ltd. of ` 10/- each fully paid up	2,53,00,000	3,34,69,700

2 Guarantees / Securities given

Nil

3 Details of Loans and advances given to parties covered under section 186 of the Companies Act 2013

Nil

14 Current year numbers are not comparable with previous period number as the current reporting period is from April 1, 2015 to March 31, 2016 and previous period is from March 19, 2014 to March 31, 2015.

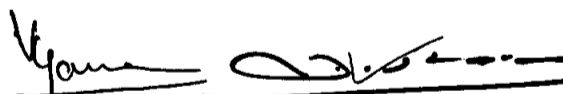
As per our report of even date attached
 For and on behalf of
 P. D. Kumbhe & Co. (Regd.)
 Chartered Accountants
 Firm Registration No. 105479 W



D. P. Sapre
 Partner
 Membership No. 40740

Place: Indore
 Date : May 29, 2016

For and on behalf of the Board of Directors



Vijay Kumar Jain
 Director
 DIN : 00098298

Dinesh Shihra
 Director
 DIN : 00533055