

RISHAB SPECIAL YARNS LTD

REGD.OFFICE:2070 RASTA BARA GANGORE, JAIPUR-302003

Email:rsyltd@gmail.com, Phone no-0141-2575213, CIN : L17114RJ1987PLC004067

Visit us at www.rishabspecial.com

**The Manager (Listing Department)
Corporate services
Bombay Stock Exchange Limited
Floor 25, P.J.Towers
Dalal Street
MUMBAI-400 001
BSE Srip Code: 514177**

Dear Sir,

Please find attached herewith the Annual Report for the year ended on 31.03.2020 under regulation 34(1).

Thanking you

**Yours Faithfully
For Rishab Special Yarns Limited**



**Managing Director
DIN: 00349697**

RISHABSPECIALYARNSLTD.

32ND ANNUAL REPORT 2019-20

Board of Directors:

SHRI AMITABH HIRAWAT (M.D.)

VIJAY SINGH YADAV (C.F.O.)

SMT.ARTI HIRAWAT

NEHA GOYAL (C.S.)

SHRI SHASHANK HIRAWAT

SHRI PRADEEP LOIWAL

SHRI KAMAL KISHORE KALANI

Auditors :

STATUTORY: JAIN SHRIMAL & CO. Chartered Accountants

Secretarial:

SUNITA GARG & ASSOCIATES, Company Secretary

Registered Office:

2070,Rasta Bara Gangore

Jaipur-302003

Tel.:0141-2575213

E-mail:rsyltd@gmail.com

Website:www.rishabspecial.com

CIN:L17114RJ1987PLC004067

ISIN:(CDSL)INE351D01013

Registrar and Transfer Agent: Link INTIME India Pvt. Ltd. (SEBI REGN No. INR000004058)

RISHAB SPECIAL YARNS LIMITED
REGD. OFFICE : 2070 RASTA BARA GANGORE, JOHARI BAZAR, JAIPUR-302003
E-mail : rsyltd@gmail.com • Phone : 0141-2575213 • CIN : L17114RJ1987PLC004067
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NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the Members of RISHAB SPECIAL YARNS LIMITED will be held at Regd. Office at 2070, Rasta Bara Gangore, Johari Bazar, Jaipur - 302003 on Wednesday, 30th December, 2020 at 12.00 Noon to transact the following business:

ORDINARY BUSINESS:

1. To consider, approve and adopt the Audited Balance Sheet as at March 31, 2020 and the Profit and Loss Account for the year ended March 31, 2020 and the Report of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Arti Hirawat (DIN 00349855), who retires by rotation and, being eligible, offers herself for re-appointment
3. To appoint Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to provisions of Section 139-142 and other applicable provisions, if any, of the Companies Act, 2013 read with the underlying Rules viz. Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation made by the Audit Committee of the Board, the retiring Statutory Auditor M/s. Jain Shrimal & Co., Chartered Accountants, having firm registration No. 001704C Allotted by The Institute of Chartered Accountants of India (ICAI) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 34th Annual General Meeting and that the Board be and is hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company."

SPECIAL BUSINESS:

4. RE-APPOINTMENT OF MANAGING DIRECTOR: To Re-appoint Shri Amitabh Hirawat (holding DIN 00349697) as a Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section , 196, 197, 203 and Section 2(54) of the Companies Act, 2013 and Chapter XIII of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the consent of the Board of Directors be and is hereby accorded to appoint Shri Amitabh Hirawat (DIN 00349697), as Managing Director of the Company for a period of 5 years started from 1.2.2021, on such terms & conditions as regard to remuneration and perquisites as set out in the explanatory statement and with further discretion to the Board of Directors to alter from time to time the said terms in such manner as it may deem fit in the best interest of the Company with limitation in that behalf contained in the Act."

5. Appointment of Company Secretary :- To appoint Ms. Neha Goyal (Membership No. A42176) as a as Whole time Company Secretary of the Company and Compliance Officer and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

"RESOLVED THAT pursuant to the provisions of Section 203 and Section 2(51) of the Companies Act, 2013 and Rule 8 of Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014, the consent of the Board of Directors be and are hereby accorded to appoint Ms. Neha Goyal (Membership No. A42176) holding the prescribed qualification under Section 2(24) of Companies Act, 2013, as Whole time Company Secretary of the Company and Compliance Officer from 07.07.2020, on such terms & conditions as contained in the letter of appointment, a copy of which was initiated by the Chairman for the purpose of identification, to perform the duties which may be performed by the Secretary under the Companies Act, 2013 and the erstwhile Companies Act, 1956 and any other duties assigned by the Board time to time."

"FURTHER RESOLVED THAT Mr. Amitabh Hirawat (DIN: 00349697), Managing Director of the Company be & is hereby authorized to finalize the terms & conditions in connection with her appointment and to take all the necessary steps including filing of E-Form DIR-12 with the Registrar of Companies, Rajasthan, Jaipur and to do all such acts which are required for giving effect to this resolution."

FOR AND ON BEHALF OF THE BOARD

Registered Office : 2070, Rasta Bara Ganagore

Johari Bazar, Jaipur - 302003

Dated: 07.12.2020/21


(ANSHU HIRAWAT)
MANAGING DIRECTOR
DIN 00349697


(SHASHANK HIRAWAT)
DIRECTOR
(DIN: 00349905)

NOTE

1. A Member entitled to attend and vote at this Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. A proxy need not be a Member of the Company. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital carrying voting rights of the company and a member holding more than 10 (ten) percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy to be for any other person or shareholder.
2. The instrument of proxy in order (duly completed & signed) to be effective must reach at the Registered Office of the Company not less than 48 hours before the commencement of meeting.
3. Proxies submitted on behalf of the Companies, Societies etc., must be supported by an appropriate resolution/authority authorizing their representative to attend and vote at the Annual General Meeting.
4. A proxy shall not vote except on a poll. A proxy form is appended with the admission slip.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. Member seeking any clarification on accounts of the company are requested to send their query in writing to the company at registered office addressed to Managing Director or through e-mail at rsyldt@gmail.com. The query must reach the company either by mail or e-mail at least seven working days before the date of AGM (excluding the date of AGM).
7. The Register of Members and Share Transfer Books of the Company will remain closed from 26th December, 2020 to 29th December, 2020 (both days inclusive).
8. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent M/s Link Intime India Pvt. Ltd. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depositors.
9. Members are requested to send all their communications pertaining to shares & notify change in their address, mandate, bank details to The Registrar & Share Transfer Agent, M/s. Link Intime India Pvt. Ltd. to facilitate better servicing.
10. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to The Registrar & Share Transfer Agent, M/s Link Intime India Pvt. Ltd. for doing the needful.
11. In furtherance of the Green Initiative and Section 101 of the Companies Act, 2013 read with Rule 18(3) (i) of the Companies (Management & Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014, the Company urges the Members to register their email address with the Company and / or its Registrar and Share Transfer Agent, M/s. Link Intime India Pvt. Ltd. for receiving the Annual Report and Accounts, Notices etc. in electronic mode. The Form for such registration is being attached with the Annual Report. In future all the Annual Report and Accounts, Notices and other communications etc. will be sent in electronic mode to the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same. Positive consent letter is attached to the Notice being sent to the Members for giving consent to receive documents in electronic mode.
12. The Securities and Exchange Board of India has mandated the submission of Bank Detail, Permanent Account Number (PAN) and E-mail Address by every Investor with RTA/company. Members holding shares in electronic form are requested to submit their Bank Detail, PAN and E-mail to their DPs. Members holding shares in physical form are requested to submit their Bank Detail, PAN and E-mail address to the RTA M/s Link Intime India Pvt. Ltd. (Unit: Rishab Special Yarns Limited) at C- 101, 247 PARK, LAL BHADUR SHASTRI MARG, VEKROLI WEST, MUMBAI - 400083 and c/c to Company M/s Rishab Special Yarns Limited at: 2070, Rasta Bara Ganagore, Johari Bazar, Jaipur - 302003. The form for furnishing Bank Detail, PAN and E-Mail address along with self attested documents as mentioned in the form is placed at company's website at www.rishabspecial.com and hard copy of which will be despatched through registered post at the address in our record. Investors are hereby requested to send the duly signed, filled form along with self attested documents mentioned at the earliest.

dematerialized form (in electronic Form) with the Depository. So, investors are advised to send their physical share for dematerialization through any of the Depository Participants who is registered with CDSL. The ISIN(s) allotted by the CDSL for the company is INE351D01013.

15. In future electronic copy of the Notice of General Meetings of the Company inter alia indicating the process and manner of voting along with Attendance Slip and Proxy Form will be sent to the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same.

16. Members are advised that it is mandatory to furnish copy of PAN Card both side signed as self attested in the following cases:

- i) Transferees' PAN Cards for transfer of shares,
- ii) Legal heirs' PAN Cards for transmission of shares,
- iii) Surviving joint holders' PAN Cards for deletion of name of deceased Shareholder and
- iv) Joint holders' PAN Cards for transposition of shares.

17. Members may also note that the Notice of the Annual General Meeting and the Annual Report 2019-2020 will also be available on the Company's website <http://www.rishabspecial.com> for being downloaded. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the meeting. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post, free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: rsyld@gmail.com

18. As required under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015, brief resume including expertise in specific functional area, disclosure of relationship between Directors, other Directorship and Committee membership and shareholding of the person proposed for appointment/reappointment as director is given below :

Smt. Arti Hirawat	
Designation	: Non Executive Woman Director
Date of Birth	: 26.02.1961
Date of Appointment	: 30.03.2015
DIN	: 00349855
Education	: M..A.
Experience	: 30 Years in Business
Expertise	: TEXTILE,
Other Directorship	: Shashwin Textile Ltd.
	:
Committee membership	: 2
Committee Chairmanship	: 0
Shareholding in RSYL on 31st March, 2020	: 54000

SHRI AMITABH HIRAWAT

Designation	:	Managing Director
Date of Birth	:	22.10.1956
Date of Appointment	:	
Education	:	M.A.
Experience	:	32 Years Business
Other Directorship	:	Shashwin Textiles Ltd.
	:	Trepechy Textiles Limited
	:	Trepechy Trading Pvt. Ltd.
	:	Partner Trepechi G and J
Committee membership	:	1
Committee Chairmanship	:	Nil
Shareholding in RSYL on 31 st March, 2020	:	324800

MS NEHA GOEL

Designation	:	Company Secretary
Date of Birth	:	07.04.1990
Date of Appointment	:	07.07.2020

Membership No	A42176
Education	Company Secretary
Experience	5 Years in Service
Other Directorship	Nil
Committee membership	As a Secretary
Committee Chairmanship	Nil
Shareholding in RSYL on 31 st March, 2020	Nil

19. CDSL e-Voting System - For Remote e-voting and e-voting during AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM and those present physically will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at rshabspecial.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- i) The voting period begins on 26.12.2020 at 9 AM and ends on 29.12.2020 at 5 PM. During this period

shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19th December, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii) The shareholders should log on to the e-voting website www.evotingindia.com.

iv) Click on "Shareholders" module

v) Now Enter your User ID

a) For CDSL: 16 digits beneficiary ID,

b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID.

c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company. OR Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from <https://www.cdslindia.com> from [Login - MyEasi](#) using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

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

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

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

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

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the Rishab Special Yarns Limited >relevant Company Name>on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(ixx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholder members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 2 days prior to meeting mentioning their name, demat account number, folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
(xx) Note for Non-Individual Shareholders and Custodians
 - Non individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: sunita.fcs@gmail.com, rsyldt@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (xxx) If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542). All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.
20. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Cut-Off Date (Record Date) of 19th December-2019.
21. M/s. Sunita Garg & Associates, A Practicing Company Secretary, FCS No. 4716 and C.P. Membership No. 4671 has been appointed as the Scrutinizer to scrutinize the e-voting process and physical votes in Annual General Meeting in a fair and transparent manner.
22. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
23. The Results shall be declared on or after the Annual General Meeting (AGM) of the Company. This Notice as well as the Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting (AGM) of the Company on 30th December, 2020 and communicated to the Stock Exchange(s).

24. Route Map to the venue of the meeting is provided at the end of Annual Report.

Registered Office: 2070, Rasta Bara Ganagore,
Johari Bazar, Jaipur - 302003
Dated: 07/12/2020

FOR AND ON BEHALF OF THE BOARD


(AMITABH HIRAWAT)
MANAGING DIRECTOR
DIN 00349697)


(SHASHANK HIRAWAT)
DIRECTOR
(DIN: 00349905)

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

PURSUANT TO SECTION 102 OF THE COMPANIES Act, 2013 ('The ACT'), the following explanatory statements sets out all material facts relating to the business mentioned under of the accompanying notice dated 2nd September, 2020.

Item No. 4

As per the section 197, 198 and 203 of the Companies Act, 2013 and Rules made their under all listed companies are required to have a Managing Director. As the earlier tenure of 5 years will expire on 31.01.2021 and as per the provisions of companies act, it is require to re-appoint Managing Director before expiry of the tenure. As next AGM will held after 31.01.2021, hence prior approval for re-appointment of Shri Amitabh Hirawat as Managing Director for a further period of 5 years starting from 01.02.2021 is hereby sought from the members of the Company.

Board of Directors, recommends re-appointment on the following terms and conditions:

Salary and Perquisites: Shri Amitabh Hirawat will presently work on honorary basis and will not draw any salary but certain perquisites as felt necessary shall be provided.

None of the Directors except himself, Smt. Arti Hirawat his wife and Mr. Shashank Hirawat, his son, are interested or concerned in the Resolution.

The Board seeks approval of the members for the re-appointment of Shri Amitabh Hirawat as Managing Director of the Company pursuant to section 196, 197, 198, 203, 2(54) and other applicable provisions of the Act, Rules made there under.

Item No. 5:-

As per the section 203 of the Companies Act, 2013 and Rules made their under all listed companies are required to have a full time Company Secretary. In this regard company has appointed Ms Neha Goyal, holding Company Secretary degree, and has a relevant experience of Secretarial work and has worked in our company earlier also.

In the opinion of the Board of Directors, Ms. Neha Goyal proposed to be appointed, as Company Secretary of the Company has requisite qualification and fulfill the conditions specified in the Companies Act, 2013 and the Rules made there under.

None of the Directors are interested or concerned in the Resolution.

The Board seeks approval of the members for the appointment of Ms. Neha Goyal as full time Company Secretary of the Company pursuant to section 203, 2(51) and other applicable provisions of the Act, Rules made there under.

RISHAB SPECIAL YARNS LIMITED
REGD. OFFICE : 2070 RASTA BARA GANGORE, JOHARI BAZAR, JAIPUR-302003
E-mail : rsyltd@gmail.com • Phone : 0141-2575213 • CIN : L17114RJ1987PLC004067
Visit us at www.rishabspecial.com

TO
The Members of
RISHAB SPECIAL YARNS LIMITED
JAIPUR

Your Directors have pleasure in presenting their 32nd Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2020.

1. Financial summary or highlights/Performance of the Company (Standalone)

FINANCIAL RESULTS	Amount in rupees	
	2020	2019
Net Sales/ Income From Operations	2671831	6154351
Other Income	154828	1773093
Profit/ (Loss) before depreciation, finance cost, exceptional items & taxes.	(1442336)	1186189
Less: Finance Cost	336329	21482
Profit/ (Loss) before depreciation, exceptional items & taxes.	(1778665)	1164707
Less : Depreciation	4561	118500
Profit/(Loss) before exceptional items & taxes	(1783226)	1046207
Exceptional items: Profit/Loss on sale of land & demolition of building	3708711	-
Profit/(Loss) before tax	1925485	1046207
Provision for Taxation (Deferred Tax)	(11598)	(9794595)
Profit/ (Loss) after tax	1937083	10840802
Balance Brought forward from the last year	(97353439)	(108194241)
Balance Carried to Balance Sheet	(95416356)	(97353439)

2. Dividend: In view of carried forward losses, your directors are unable to declare dividend.

3. Reserves: In view of the current year operational loss the Board does not propose to appropriate any amount to carry to any kind of reserves.

4. Brief description of the Company's working during the year/State of Company's affair:

PERFORMANCE : Due to financial constraints, manufacturing activities stand discontinued. During the year under review company has continued export of polyester filament yarn to Turkey and has exported 1 container load. The company has earned a profit of Rs. 19.37 lakhs, mainly by way of sale of land and providing the deferred tax income of Rs. 0.12 lakh on unabsorbed depreciation and business loss, in comparison to profit of Rs. 108.41, in the preceding year which was due to write off old balance to the extent of Rs. 10.54 lakhs and deferred tax income of Rs. 97.95 lakhs. The Basic and diluted EPS during the year is Rs. 0.54 as compare to Rs. 3.04 in previous year. There are no separate divisions in the company so division wise working details are not applicable.

FUTURE PROSPECTS : Any future course of action shall be finalized and implemented based on final view of board and availability of funds. As soon as the management is able to finalize any business plans, it shall keep the valued shareholders informed through available mode of communications.

5. 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:-

Ms. Neha Goyal has joined as full time Company Secretary cum Compliance Officer of the company from 07.07.2020.

There is no other Material changes and commitments which can affect the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relates and the date of the report.

6. 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 is no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

7. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

The company has adequate internal financial controls with reference to financial statement. The company has appointed internal auditor for the year to audit and highlight the adequacy of internal control and it has given its report satisfactorily.

8. Details of Subsidiary/Joint Ventures/Associate Companies: There is no company which either have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year. So no statement about subsidiary company(ies) is required to be given.

9. Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement.

There is no subsidiary, associates or joint venture companies of the company so report on the performance and financial position of these are not applicable to the company

10. Deposits

The details relating to deposits, covered under exempt category of Chapter V of the Act:

The company has taken interest free unsecured loans, repayable on demand, from four parties and unsecured loan of Rs. 25 lakhs at interest of 9% p.a. from one party covered in the register maintained under section 189 of the Companies Act, 2013. The maximum amount involved during the year was Rs. 1,91,52,145/- and the year-end balance of loans taken from such parties was Rs. 1,58,27,084/-. Apart from above the company has not accepted any deposits. The Company has repaid entire unsecured loan taken from M/s Aravali Plasto Packers Private Limited alongwith interest @ 9% p.a. after deducting T.D.S. as applicable before 30.09.2020.

(a) accepted during the year Rs 1,15,67,078/- paid during the year Rs 1,39,61,500/-

(b) remained unpaid or unclaimed as at the end of the year; Rs. 1,58,27,084/-

(c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved. There is no default in repayment of interest or deposit during the year.

(i) at the beginning of the year; NIL

(ii) maximum during the year; NIL

(iii) at the end of the year; NIL

There is no such deposits which are not in compliance with the requirements of Chapter V of the Act;

11. Statutory Auditors

M/s Jain Shrimal & Co., Chartered Accountants, Jaipur, retire at the ensuing Annual General Meeting and being eligible for re-appointment have shown their interest for re-appointment. Your Directors recommend their appointment.

12. Explanation or Comments by the Board on every qualification, reservation or adverse remark or disclaimer made in:

i) Auditors' Report: There is no qualification, reservation or adverse remark or disclaimer made by the auditor in his report so the explanations or comments by the Board does not required.

ii) Secretarial Audit Report: The Secretarial auditor has mentioned the facts that company secretary has resigned from 01.05.2019 and company could not appoint CS after several efforts.

Explanation: Though the Auditor has mentioned in its report but here from Board of directors we would like to state the following facts in this regard:

After resignation of Company Secretary on 01.05.2019, company has given advertisement in Rajasthan Patrika approximately 5 to six times and personally communicated to a large number of company secretaries in practice known personally but were unable to get the required Company Secretary for the company. As you are aware that net worth of this company has eroded completely and there is no generation of funds in the company. At times company is unable to generate/arrange funds for timely payment of salary and other regulatory dues like Listing Fees and other filing, professional fees etc. In such a situation no professional wants to block his/her carrier with such a company. Any Company Secretary joining the company ends up resigning in a very short period and even without giving a proper notice. We have always tried to appoint the company Secretary as soon as possible when required. It is not our intention to not appoint company secretary but were unable to find the someone to join our company due to the constraints mentioned above. We appointed the Company Secretary as soon as some one agreed to join and in present case from 07.07.2020. The delay further was dueto Covid 19 Lockdown in the office area of the Company for more than two months. There is no other qualification, reservation or adverse remark or disclaimer made by the auditor in his report so the explanations or comments by the Board does not required.

13. Share Capital:

A) Issue of equity shares with differential rights

No equity shares issued during the year and all equity shares issued in earlier years have equal rights. No equity shares issued with differential rights till date.

B) Issue of sweat equity shares: The Company has not issued any sweat equity shares from inception to till date.

C) Issue of employee stock options: The company has not issued any employee stock options to any of its employee from its inception to till date.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees: No provision has been made for purchase of company's own shares by employees or by trustees for the benefit of employees from its inception to till date.

14. Extract of the annual return: Pursuant to Section 134(3)(a) of the Companies Act, 2013 read with rule 1(1) of the Companies (Management and Administration) Rules 2014, the extract of annual return is annexed herewith and forming part of the report. (Annexure - VII)

15. Conservation of energy, technology absorption and foreign exchange earnings and outgo:

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are set out in a separate statement attached hereto as Annexure - IV and forming part of the report.

16. Corporate Social Responsibility (CSR): Neither the Company fall under the criteria for which the Corporate Social Responsibility is applicable nor it has any operations. So the same is not applicable to the company.

17. Directors:

A) Changes in Directors and Key Managerial Personnel

Smt Arti Hirawat, retires by rotation and being eligible offer herself for re-appointment

The Following is the change in key managerial person during the year:

Mr. Prakash Gupta, Company Secretary has resigned from 01.05.2019 and new company secretary Ms. Neha Goyal has joined from 07.07.2020.

Shri Amitabh Hirawat's Tenure of 5 year will end on 31.01.2021 and hence prior approval being sought in this Annual General Meeting for appointment of another 5 years. The resolution is proposed to be passed in this Annual General Meeting

B) Declaration of Independence by Independent Director(s) and re-appointment, if any

Pursuant to section 149(6) of the Companies Act, 2013, Independent Directors of the Company have made a declaration confirming the compliance of the conditions of the independence stipulated in the aforesaid section. Both the independent Director were re-appointed for next 5 years in 31st Annual General Meeting.

C) Formal Annual Evaluation

The Board of Directors of the company has initiated and put in place evaluation of it's own performance, its committees and individual Directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the company.

18. Number of meetings of the Board of Directors:

The Board have met 11 times and independent directors once for the agenda related to the year ended 31st March, 2020

19. Detail of Committee of Directors: Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors and Stakeholders Relationship/Grievance Committee of Directors, number of meetings held of each committee during the financial year 2019-20 and meeting attended by each members of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report and forming part of the Report.

The recommendation by the Audit Committee as and when made to Board has been accepted by it.

20. Details of establishment of vigil mechanism for directors and employees: Your company has put in place the vigil mechanism. The detailed mechanism is given in Corporate Governance Report forming part of this report.

21. Policy on Directors appointment and remuneration including criteria for determining qualifications, positive attributes, independence of director and other matters provided under sub-section (3) of section 178: The details is given in Corporate Governance Report forming part of this report.

22. Particulars of loans, guarantees or investments under section 186: There is no loan given, investment made, guarantee given or security provided by the Company to any entity under Section 186 of the Companies Act, 2013.

23. Particulars of contracts or arrangements with related parties: There is no transaction with related party which requires disclosure under section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.

24. Managerial Remuneration: The Ministry of Corporate Affairs ("MCA") has amended the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Managerial Remuneration Rules, 2014") by way of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016 dated June 30, 2016 ("Amended Managerial Remuneration Rules, 2016"). Under these Rules a listed company is required to disclose (a) ratio of remuneration of director to the employees; (b) percentage increase in the remuneration of directors, key managerial personnel and employees; (c) average percentile increase already made in the salaries of employees and its comparison with the percentile increase in managerial remuneration and justification thereof etc., under its Board Report. As your Company neither provide any remuneration to any Director nor has any employee on its Roll except C.F.O. and Company Secretary which are mandatory regulatory requirement, to whom salary of Rs. 30,000/- and Rs. 10,000/- respectively payable on monthly basis, so the above analysis is not possible because remuneration is not paid to any Directors nor to any employee except C.F.O. and Company Secretary. There is no change in monthly salary paid to C.F.O. and company Secretary during the year. Hence, there is no change in remuneration from last year to this year.

25. Secretarial Audit Report A Secretarial Audit Report for the year ended on 31st March 2020 in prescribed form duly audited by the Practicing Company Secretary M/s Sunita Garg & Associates is annexed herewith as Annexure - VIII and forming part of the report.

26. Corporate Governance: Your Company re-affirm its commitment to Corporate Governance and is fully compliant with the conditions of Corporate Governance provisions as specified in chapter IV of the Securities and Exchange Board Of India (Listing Obligation and Disclosure Requirements) Regulation, 2015. A separate section on compliance with the conditions of Corporate Governance is annexed as Annexure-I, and a Certificate from the firm of Practicing Company Secretary in this regard is annexed as Annexure - II, hereto and forms a part of the report.

27. Risk management policy: During the year, Management of the Company, evaluated the existing Risk Management Policy of the Company to make it more focused in identifying and prioritizing the risks, role of various directors in monitoring and mitigation of risk and reporting process. The Risk Management Policy has been reviewed and found adequate to the requirements of the company.

28. MANAGEMENT DISCUSSION & ANALYSIS: This has been included as a separate Annexure - III to this Report.

29. Directors' Responsibility Statement: Pursuant to the requirements of section 134(1)(c) of the Companies Act, 2013 and on the basis of explanation and compliance certificate given by the Directors of the Company, and subject to disclosures in the Annual Accounts and also on the basis of discussions with the Statutory Auditors of the company from time to time, we state as under:

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

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

(c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records

in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and deterring fraud and other irregularities;

(d) that the directors had prepared the annual accounts on a going concern basis; and
(e) that the directors, in the case of a listed company, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

30. Depository System: The company's shares can now be traded in electronic form. The company has entered into an agreement with CDSL to act as depository and for dematerialization of shares. CDSL has issued ISIN INE31101011 and activated the same as on 25th August, 2014. Some of the shareholders have already dematerialized the shares to electronic form but most of shares till date are in physical form. The shareholders are requested to convert their physical holding to demat form.

31. Business Responsibility Report: Business Responsibility Report is attached as Annexure-VI.

32. Employees: None of the employees of the company is in receipt of Remuneration of Rs. 60,00,000/- or more per annum or Rs. 5,00,000/- or more per month, if employed for part of the year. The Company does not have any employee except C.F.O. and Company Secretary during the year under review.

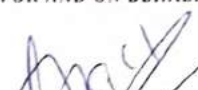
33. Safe & Conducive Workplace: The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

34. Web site: The Extract of Annual Return as provided under sub-section (3) of section 92 has been placed at company's web site www.rishabspecial.com.

35. Acknowledgements: The Board gratefully acknowledges the co-operation and support given by the Shareholder, Creditors, Bank and financial institutions and others..

Registered Office : 2070, Rasta Bara Ganagore,
Johari Bazar, Jaipur - 302003
Dated: 07/12/2020

FOR AND ON BEHALF OF THE BOARD


(AMITABH HIRAWAT)
MANAGING DIRECTOR
DIN 00349697


(SHASHANK HIRAWAT)
DIRECTOR
(DIN: 00349905)

RISHAB SPECIAL YARNS LIMITED

REGD. OFFICE : 2070 RASTA BARA GANGORE, JOHARI BAZAR, JAIPUR-302003

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Visit us at www.rishabspecial.com

ANNEXURE - I

1. CORPORATE GOVERNANCE REPORT : Corporate Governance Report as required by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Company's Philosophy on Corporate Governance : Company's philosophy in relation to Corporate Governance is to ensure transparency in all its operations, make disclosures and comply with various laws and regulations. Emphasis therefore is on adding value to its shareholders, investors, employees, suppliers, customers and the community at large.

Declaration for Compliance with Code of Conduct : Pursuant to Regulation 17 (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby declared that all Board Members and senior Management team of the Company have affirmed compliance with the company's code of conduct for the financial year ended 31st March, 2019.

CEO Certification : Pursuant to Regulation 17 (8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director has provided to the Board of Director the Compliance Certificate as specified in the Part B of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the financial statements and internal control relating to financial reporting has been obtained and is part of this report as Annexure - (V).

2. Board of Directors: The Board of Directors consists of 5 directors (One Managing Director, one Woman Director, one non-executive non-independent Director and two Non Executive independent Directors. During the year Board Meetings were held on 06th April, 2019, 20th April 2019, 30th May 2019, 14th August 2019, 02nd September 2019, 3rd October, 2019, 7th October 2019, 18th October 2019, 14th November 2019, 29th January 2020, and 14th February 2020 . The Board was presented with the relevant and necessary information at the meetings. The attendance of each Director at the Board Meeting during the year and at the last Annual General Meeting and Extra Ordinary General Meeting and also the other Companies and Committees where he is a director/member is tabulated below:

Name of Directors	Category	Attendance Particulars		No of other Directorship and Committee Member/ Chairmanship		
		Board Last AGM/ Meeting EOGM		Other Directorship	Committee Membership	Committee Chairmanship
Sh. Amitabh Hirawat	Managing Director & Promoter	11	Yes	3	1	-

Sh. Pradeep Loiwal	Non Executive Independent Director	11	Yes	-	3	1
Sh. Kamal Kishore Kalani	Non Executive Independent Director	7	Yes	-	3	1
Smt. Arti Hirawat	Non Executive Woman Director & Promoter	11	Yes	1	2	-
Sh. Shashank Hirawat	Non Executive Director & Promoter	11	Yes	2	-	-

Meeting of Independent Directors and their attendance: Independent Directors to Meet at least once in a year to deal with matters listed out in Regulation 25(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 which inter-alia includes, review the performance of non-independent directors, chairman and the Board as a whole and assess quality and quality of flow of information to perform the duties by the Board of Directors. Both the Independent Directors have attended the meeting.

Directors Remuneration: Due to losses in the company the company has not paid any remuneration, sitting fees or commission to any of the Director whether executive, non executive or independent.

3 Audit Committee :The Board of Directors has constituted an audit committee, as prescribed under section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the Directors and empowered the Committee to deal with all such matters which it may consider appropriate to perform as audit committee including items specified in section 177(4) of the Companies Act, 2013 (as may be modified/amended from time to time), items specified in Part C of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 under the head role of audit committee and Review of Information by Audit Committee (as may be modified/amended from time to time) and such matters as may be assigned by the Board of Directors. The committee in addition to other business, review un-audited and/or audited financial results for the relevant quarter, half year and the year for adoption/approval by the board, review internal control system and procedures and its adequacy, risk management, related party transaction, audit program, nature and scope of audit program, appointment and remuneration of Auditors. The composition of the audit committee and details of meeting attended by members thereof are as follows:

Name of Directors	Category of Directorship & Designation Qualifications	No. of Meeting Attended
Sh. Pradeep Kumar Loiwal	Non Executive Member of the Committee Independent B.E.	5
Sh. Kamal Kishore Kalani	Non executive Chairman of the committee Independent B.Com., F.C.A.	5
Smt. Arti Hirawat	Non Executive Member of the Committee B.A.	5

During the year under review, the audit committee met 5 times on 30.05.2019, 14.08.2019, 02-09-2019, 14.11.2019 and 14.02.2020. It's meetings were also attended by the Managing Director and the Statutory Auditors. The Chairman of the audit committee along with other members attended the last Annual General Meeting of the company held on 30th September, 2019..

Nomination/Remuneration Committee : The company had constituted a Nomination/Remuneration committee as prescribed under section 178 of the Companies Act, 2013 and Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The role of the committee is to perform all such matters as prescribed under the Companies act, 2013 and rules framed there under (as may be modified/amended from time to time) and as specified in part D of the Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as may be modified/amended from time to time) consisting of Shri Kamal Kishore Kalani, Shri Pradeep Kumar Loiwal and Smt. Arti Hirawat. The Company does not pay any remuneration to either Executive Director, Non-Executive Directors or Independent Directors of the Company. The Company has not issued stock options to any of its Director. The Company has not paid any remuneration to the Managing Director of the company.

During the year 2 meetings of Nomination and Remuneration Committee were held on 20.04.2019 and 30.05.2019.

Stake Holders Grievance Committee: The company had constituted a Stake Holders Grievance Committee as prescribed under section 178 of the Companies Act, 2013 and Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.. Which is comprised of Shri Pradeep Loiwal as Chairman and other members viz. Smt. Arti Hirawat and Shri Amitabh Hirawat (Managing Director of the Company). The role of the committee is to consider and resolve the grievances of security holders and perform such roles as may be required under the Companies Act, 2013 and as specified in part D of the Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015. Continuous efforts are made to ensure that grievances are expeditiously redressed to the satisfaction of investors, attend to investor's complaints pertaining to transfer/transmission of shares, non receipt of dividend, share certificates and other related matters. The information asked was provided to the satisfaction of the shareholders and one complaint was pending as on 31.03.2020.

During the year 10 meetings of share transfer committee/investor's grievance committee were held on 13.04.2019,16.04.2019,18.04.2019,23.04.2019,24.04.2019,11.05.2019,13.05.2019,15.05.2019,03.06.2019 and 26.11.2019.

During this year 300 shares of 3 shareholders were transferred, 333100 shares of 25 shareholders were dematted 3 shareholder cease to be member, folio of 13 shareholders clubbed based on common Permanent Account Number (PAN) which were reduced from 13 to 6 member. As at 31.03.2020. 13646 shareholder hold 2012130 share in physical mode and 113 shareholders held 1548570 shares in demat form.

Compliance Officer: From 01.04.2019 to 01.05.2019 Mr. Prakash Gupta after his resignation Shri Amitabh Hirawat - Managing Director from 02.05.2019 to 06.07.2020 and 07.07.2020 Ms. Neha Goyal was appointed..
General Body Meetings :- Details of the last three Annual General Meetings are as under :

AGM/EOGM Date	Time	Venue	No. of Special Resolution passed
29 th AGM 29.09.2017	12 Noon	2070, Rasta Bara Gangore, Jaipur-302003	-
30 th AGM 30.09.2018	12 Noon	2070, Rasta Bara Gangore, Jaipur-302003	-
31 st AGM 30.09.2019	12 Noon	2070, Rasta Bara Gangore, Jaipur-302003	4

We propose 2 resolution as special resolution. The Resolution related to Re-appointment of Managing Director and appointment of Company Secretary in Special Business is proposed to be passed during AGM for year 2019-2020.

Result of Resolution passed through Postal Ballot and were included in last AGM notice at Item No. 7 is given hereunder for your reference:

Item No. 7:- For special resolution passed through postal ballot at the AGM dated 30.09.2019 and e voting and physical voting closed on 5.10.2019 ,Total No. of Shareholders on record date: 13761 and total no. of equity shares : 3560700

Total Postal Ballot forms are received from 41 members involves 38320 equity shares

Promoter group not participated in the postal voting of special resolution item no 7

Special Resolution for sell, Lease or otherwise dispose off the Land and Building at E-38,39 Ambaji Industrial Area, Abu Road, Sirohi, Rajasthan, of the Company:

Particulars (Mode of Voting)	Votes in favour of Resolution		Votes against the Resolution		Invalid Votes Nos.
	Nos.	% of total Nos. of Valid Votes Cast	Nos.	% of total Nos. of Valid Votes Cast	
Remote E-Voting	NIL	NIL	NIL	NIL	NIL
Physical Ballot Voting	38320	100%	NIL	NIL	NIL
Total	38320	100%	NIL	NIL	NIL

Disclosures: There is no transaction of materially significant nature with related party that may have potential conflict with the interest of the company at large. Transactions with related parties are disclosed in note on "Related Party Disclosures" annexed to the financial statements for the year. Adequate care was taken to ensure that the potential conflict of interest did not harm the interests of the company at large.

There were no instances of material non-compliance and no major strictures or penalties imposed on the company either by SEBI, Stock Exchange or any statutory authorities on any matter related to capital markets during the last three years. Listing Fees of Bombay Stock Exchange is cleared upto 31st March 2020.

WHISTLE BLOWER POLICY & Vigil Mechanism: Rishab Special Yarns Limited (RSYL) has formulated a Whistle Blower Policy/Vigil Mechanism. In terms of this policy, employees of RSYL are free to raise issues, if any, on breach of any law, statute or regulations by the company and report them to the Audit Committee through specified channels. This mechanism has been communicated to all employees.

All the mandatory requirements of Corporate Governance have been complied with and company is also in process of adoption of non mandatory requirements.

Means of Communication: During the year, quarterly, half yearly and yearly financial results of the company were submitted to the stock exchanges soon after the Board Meeting approved these and were also published in two newspapers-Money Makers(English) & Dainik Mahalaxmi Bhagyodaya (Hindi) and uploaded on the company's website at www.rishabspecial.com.

The Management's Discussion and Analysis of Operating Results and Financial Condition based on financial statements for the year forms part of the Annual Report for the year.

General Shareholders' Information:

32nd Annual General Meeting

Date & Time : 30th December, 2020 at 12 : 00 Noon (Extended the due date for holding AGM by ROC Jaipur vide its circular no. EXTENSION AGM/ROC-JPR/1149 dated 08.09.2020 by a period of 3 months due to Covid-19

Venue : 2070, Rasta Bara Gangore, Johari Bazar, Jaipur-302 003

Financial Calendar for the year 2020 - 2021

Financial Year : 1st April 2020 to 31st March, 2021

First Quarter Results : 15th September 2020 due to Covid 19

Second Quarter Results : 13th November, 2020

Third Quarter Results : Second Week of February, 2021

Yearly results (Audited) : Last Week of May, 2021

Date of Book Closure : 26th December to 29th December, 2020 (Both days inclusive)

The above schedule is based on present situation but due to situation created by COVID -19, the dates mentioned above may change.

Due to cumulative loss and negative net worth of the company, no dividend is proposed.

List of Stock Exchanges:

The Bombay Stock Exchange Ltd., Mumbai

The Delhi Stock Exchange Ltd., New Delhi (Now Defunct)

Jaipur Stock Exchange Limited, Jaipur (Now Defunct)

The company had paid Annual Listing fees of the Bombay Stock Exchange, Mumbai up to 2019-20, Jaipur Stock Exchange Ltd and Delhi Stock Exchange Ltd. up to 2013-14 because after that both exchange has not raised the

invoice and have become defunct.

Scrip ID is- RISHYRN and Scrip Code is : 514177

Market Price Data The Company's 100 shares were traded at Bombay Stock Exchange as on 03.08.2016 at an weighted average rate of Rs. 10.50 per share. There was no other trading of Company's shares during the year. No trading was done in other Stock Exchanges during the year. Performance in comparison to other index is not possible because no trading has been done during the year.

Registrar and Transfer Agents :The company has appointed Link Intime India Private Limited C- 101,247 PARK, LAL BHADUR SHASTRI MARG, VIKHROLI WEST, MUMBAI -400083 as Registrar and Share Transfer Agent from 15.01.2017.

Share Transfer System: Share transfers are generally completed within fifteen days of receiving the valid share transfer document.

Shareholders of Rishab Special Yarns Limited with more than one percent holding at 31st March, 2020 are as under :

Name of Shareholders	No. of Shares	% of Total no. of Shares
Amitabh Hirawat	324800	9.12
Nathmal Hirawat	305360	8.58
Chnadra Mohan Khandelwal	47810	1.34
Amitbah Hirawat (Karta)	48000	1.35
Arti Hirawat	54000	1.52
Aditi Hirawat	40000	1.12
Ashwin Hirawat	41100	1.15
Shakti Vijay Steel Transforms Pvt. Ltd.	239300	6.72
Trepechy Textile Ltd.	320200	8.99
Trepechy Trading Pvt. Ltd.	90000	2.53

Distribution of Shareholding as at 31st March, 2019

Shareholding		No. of Shares	%age of Share	No. of Shareholders	%age of Shareholders
From	To				
1	500	1642820	46.137	13505	98.154
501	5000	293610	8.247	234	1.700
5001	10000	53600	1.505	7	0.051
10001	& above	1570670	44.111	13	0.095
TOTAL		3560700	100.00	13759	100.00

Physical / Electronic share holding pattern : 2012130 shares are held in physical form by 13646 number of shareholders and 1548570 shares held in demat form by 113 shareholders. Cosequently 43.491% equity shares have been dematerialized as on 31st March, 2020 and balance 56.509% shares are in physical form. The ISIN(s) for the Company allotted by CDSL is INE351D01013. The Company's investors can now avail the depository services with any of the Depository Participants registered with CDSL which are spread over the length and breadth of our country. Investors are advised to send their shares for dematerialization through their any of the Depository which is registered with the CDSL.

Note: Promoters have not Pledged any of their shareholding.

Plant Location : Company holds approx 5000 sq. mtr. Vacant land only at E-38 & 39, Ambaji Industrial Area, Santpur, Abu Road, Sirohi, Rajasthan.

Address for Correspondence : Rishab Special Yarns Limited 2070, Rasta Bara Gangore, Johari Bazar, Jaipur-302003

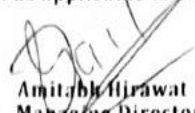
RISHAB SPECIAL YARNS LIMITED
CIN : L17114RJ1987PLC004067
REGD. OFFICE : 2070 RASTA BARA GANGORE, JOHARI BAZAR, JAIPUR-302003
E-mail : rsyltd@gmail.com, Phone : 0141-2575213, Visit us at www.rishabspecial.com,

DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT

To the members of RISHAB SPECIAL YARNS LIMITED

Pursuant to Regulation 26 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all Board Members and senior management personnel of the Company have affirmed compliance with the Company's Code of Conduct as applicable to them.

PLACE: JAIPUR
DATED: 07/12/2020


Amitabh Rajawat
Managing Director
DIN 00349697

RISHAB SPECIAL YARNS LIMITED
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Annexure -III :

REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

Following the inception of GST, the company is looking at various opportunities and shall be able to take a decision in near future.

Opportunity and Threat :-

Opportunity: The Company enjoys lower anti dumping duty in Turkey, a major export market and hence is trying to export Polyester Filament Yarn. Also the company sees a possible opportunity of entering new businesses and is examining various business opportunities like , Granite cutting and polishing, manufacturing of other plastics or synthetic products.

Threat: Limited availability of funds makes it difficult for the Company to restart operation.

Segment-wise or product wise performance: During the year under review company has exported Polyester Filament Yarn to Turkey. There is no domestic sale nor export to any other country and hence segment reporting not required. Due to suspension of operations there is nothing to report on segment-wise performance.

Outlook: The outlook of the company shall depend on it's ability to raise finances for its future planning. We are hopeful of starting a profitable activity and gainfully utilize available assets of the company during the period ahead.

Risk and concerns:-As the domestic and global conditions are extremely competitive and due to a long gap any commercial activity by the company, it may be difficult to sustain the present efforts.

Internal Control systems and their adequacy: The company has adequate control systems commensurate with its size of business activity.

Discussion on financial performance with respect to operational performance: Due to the limited commercial activities, the company finds it difficult to even meet its essential and legal expenses.

Material Development in Human Resources/Industrial front:- Company continues to have good record of industrial relation.

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ANNEXURE - IV :

Information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014:

Conservation of energy: As all manufacturing operations of the company remains suspended, the power consumption pertains to general lighting and office requirement only.

- (i) the steps taken or impact on conservation of energy: N.A. ;
- (ii) the steps taken by the company for utilising alternate sources of energy: N.A.;
- (iii) the capital investment on energy conservation equipments: N.A.;

(B) Technology absorption:

Due to discontinuance of manufacturing activity, no change in technology was adopted.

(C) Foreign exchange earnings and Outgo:

Particular	2020	2019
Earning	2,671,831	6,154,351
Outgo	3,933	15,073

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Annexure - V

CHIEF EXECUTIVE OFFICER (CEO) CERTIFICATION

I, Amitabh Hirawat Managing Director and Chief Executive Officer of the Company and, the undersigned, in my capacity as Chief Executive Officer of Rishab Special Yarns Limited ("the company") to the best of my knowledge and belief certify that :

(a) I have reviewed the financial statements viz. the Balance Sheet as at 31st March 2020, the Statement of Profit & Loss, the Statement of Cash Flow and the Statement of Changes in Equity for the year ended 31-03-2020 and based on my knowledge and belief, it is stated that:

(i) These Statements do not contain any materially untrue statement or omit any material fact or contain any statement that might be misleading.

(ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) It is further stated that to the best of my knowledge and belief, there are no transactions entered in to by the company during the year, which are fraudulent, illegal or violative of the company's Code of Conduct. I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the code of conduct as adopted by the company.

(c) I am responsible for establishing and managing internal controls for financial reporting and evaluating the effectiveness of the same over the final reporting of the company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) I have indicated, wherever applicable, to the Auditors and Audit Committee:

(i) Significant changes, if any, in the internal control over financial reporting during the year;

(ii) Significant changes, if any, in the accounting policies made during the year and the same has been disclosed in the notes to the financial statement and;

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the company's internal system over financial reporting.

PLACE : JAIPUR
DATE : 07/12/2020

AMITABH HIRAWAT
MANAGING DIRECTOR (C.E.O.)
DIN 00349697

RISHAB SPECIAL YARNS LIMITED
REGD. OFFICE : 2070 RASTA BARA GANGORE, JOHARI BAZAR, JAIPUR-302003
E-mail : rsyltd@gmail.com • Phone : 0141-2575213 • CIN : L17114RJ1987PLC004067
Visit us at www.rishabspecial.com

Annexure - VI

Business Responsibility Report:

Section A: General Information:

Corporate Identity Number(CIN): L17114RJ1987PLC004067

Name of the Company: Rishab Special Yarns Limited

Registered Office: 2070, Rasta Bara Gangore, Johari Bazar, Jaipur-302003.

Website: www.rishabspecial.com, Email id: rsyltd@gmail.com,

Financial Year Reported: 2019-20

Sector: The company is in the Textile Sector NIC Code 2030. At present there is no product being produced by the company. Though we have exported one container of PTY, the Company is not working at any location as of now.

Section B : Financial Detail of the Company, Income from operation 26.72 lakh, Total Profit/ (Loss) after taxes: INR 1937083

Spending of Corporate Social Responsibility : N.A., Expenditure in CSR: N.A.

Section C: Other Details:

Company Does not have any subsidiary company. The company has stopped its production so does not have suppliers and distributor so the participation of other stakeholder in Business Responsibility does not applicable to the company.

Section D: BR Information:

Director responsible for BR: Mr. Amitabh hirawat, Managing Director is the head of BR his DIN is: 00349697, Telephone no.: 0141-2575213, email id: rsyltd@gmail.com.

b) Banks / FI								
c) Central Govt								
d) State Govt(s)								
e) Venture Capital Funds								
f) Insurance Companies								
g) FIs								
h) Foreign Venture Capital Funds								
i) Others (specify)								
Sub total (B)(1)								
2 Non-Institutions								
a) Bodies Corp								
i) Indian		17600	17600	0.49		17600	17600	0.49
ii) Overseas								
b) Individuals								
i) Individual shareholders holding nominal share capital upto Rs 2 lakh	17500	1949010	1966530	55.23	30200	1936130	1966330	55.23
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh								
c) Others (specify)								
Non Resident Indians		1400	1400	0.04		1400	1400	0.04
HUF	200		200	0.01	400		400	0.01
Overseas Corporate Bodies								
Foreign Nationals								
Clearing Members								
Trusts								
Foreign Bodies - DR								
Sub-total (B)(2)	17700	1968030	1985730	55.77	30600	1955130	1985730	55.77
Total Public Shareholding (B)=(B)(1)+(B)(2)	17700	1968030	1985730	55.77	30600	1955130	1985730	55.77
C. Shares held by Custodian for GDRs & ADRs								
Grand Total (A+B+C)	121547	2345230	3560700	100.00	154857	2012130	3560700	100.00

ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding 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	ADITI HIRAWAT	40000	1.12	-	40000	1.12	-	-
2	AMITA NAVALKHA	10000	0.28	-	10000	0.28	-	-
3	AMITABH HIRAWAT	324800	9.12	-	324800	9.12	-	-
4	AMITABH HIRAWAT (KARTA)	48000	1.35	-	48000	1.35	-	-
5	ARTI HIRAWAT	54000	1.52	-	54000	1.52	-	-
6	ASHWIN HIRAWAT	41100	1.15	-	41100	1.15	-	-
7	CHANDRA MOHAN KHANDELWAL	47810	1.34	-	47810	1.34	-	-
8	DUSHALI KHANDELWAL	5000	0.14	-	5000	0.14	-	-
9	NATHMALL HIRAWAT	305360	8.58	-	305360	8.58	-	-
10	NATHMALL HIRAWAT (KARTA)	13000	0.37	-	13000	0.37	-	-

1	Mr. AMITABH HIRAWAT	32480 0	9.12	-	-	32480 0	9.12	32480 0	9.12
2	Mrs. ARTI HIRAWAT	54000	1.52	-	-	54000	1.52	54000	1.52
3	Mr. SHASHANK HIRAWAT	31900	0.89	-	-	31900	0.89	31900	0.89
4	Mr. PRADEEP LOIWAL	-	-	-	-	-	-	-	-
5	Mr. KAMAL KISHOREKALANI	-	-	-	-	-	-	-	-

VA) INDEBTEDNESS -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	-	18221506	-	18221506
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	18221506	-	18221506
Change in Indebtedness during the financial year				
* Addition	-	11432002	-	11432002
* Reduction	-	13961500	-	13961500
Net Change		(2529498)	-	(2529498)
Indebtedness at the end of the financial year				
i) Principal Amount	-	15692008	-	15692008
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	135076	-	135076
Total (i+ii+iii)	-	15827084	-	15827084

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: No Remuneration paid to Managing Director, Whole-time Directors and/or Manager.

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

B. Remuneration to other directors: No remuneration paid to any other directors.

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		-----	----	----	---	
1	Independent Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL

Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL
Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
Overall Ceiling as per the Act	N.A.	N.A.	N.A.	N.A.	N.A.

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	NIL	10000	341000	351000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	10000	341000	351000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	others, specify...	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	10000	341000	351000

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	N.A.	N.A.	NIL	N.A.	N.A.
Punishment	N.A.	N.A.	NIL	N.A.	N.A.
Compounding	N.A.	N.A.	NIL	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	N.A.	NIL	N.A.	N.A.
Punishment	N.A.	N.A.	NIL	N.A.	N.A.
Compounding	N.A.	N.A.	NIL	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	NIL	N.A.	N.A.
Punishment	N.A.	N.A.	NIL	N.A.	N.A.
Compounding	N.A.	N.A.	NIL	N.A.	N.A.

SUNITA GARG & ASSOCIATES
COMPANY SECRETARIES
S-23-24, KIRTI NAGAR, TONK ROAD, JAIPUR,
E-mail ID: sunita.fcs@gmail.com, Contact No. 9351511351

Annexure -II

SECRETARIAL AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the Shareholders of Rishab Special Yarns Limited
CIN: L17114RJ1987PLC004067
2070, Rasta Bara Gangore
Jaipur -302 003 (Rajasthan)

We have examined the compliance of conditions of Corporate Governance by Rishab Special Yarns Limited for the year ended on 31st March, 2020 as stipulated in Sub- Clause E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of corporate Governance as stipulated in the above mentioned listing agreements, which were required to be complied with up to 31st March, 2020.

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

Place: Jaipur
Dated: 01.12.2020
UDIN: F004716B001363403

FOR SUNITA GARG & ASSOCIATES
Company Secretaries



(SUNITA GARG)
Prop.
CP NO. 4671



SUNITA GARG & ASSOCIATES
Practicing Company Secretaries

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2020

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

To,
The Members,
RISHAB SPECIAL YARNS LIMITED
CIN: L17114RJ1987PLC004067
2070, Rasta Bara Gangore
Jaipur - 302 003 (Rajasthan)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Rishab Special Yarns 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 opinion thereon.

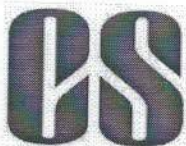
Based on our verification of Rishab Special Yarns Limited, (Company's) books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the Company has, during the audit period covering the financial year 01.04.2019 to 31.03.2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Rishab Special Yarns Limited for the financial year ended on 31.03.2020, 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 as may be applicable;

Office Address: S-23-24, Kirti Nagar, Opp. Kamal & Co., Tonk Road, Jaipur- 302018
Contact No. +91 9351511351 E-Mail ID: sunita.fcs@gmail.com, sunita_fcs@rediffmail.com





SUNITA GARG & ASSOCIATES
Practicing Company Secretaries

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - 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;
 - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- The Listing Agreements entered into by the Company with Stock Exchange(s)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

* Company was listed with 1. Bombay Stock Exchange Limited, 2. Delhi Stock Exchange Limited, 3. Jaipur Stock Exchange Limited but Delhi Stock Exchange Limited and Jaipur Stock Exchange Limited are defunct now.

*Physical / Electronic share holding pattern: 43.49% equity shares have been dematerialized as on 31st March, 2020 and balance 56.51% shares are in physical form.

We further report that:

Office Address: S-23-24, Kirti Nagar, Opp. Kamal & Co., Tonk Road, Jaipur- 302018
Contact No. +91 9351511351 E-Mail ID: sunita.fcs@gmail.com, sunita_fcs@rediffmail.com





SUNITA GARG & ASSOCIATES
Practicing Company Secretaries

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors during the period under review.


However Company Secretary of the company resigned w. e. f. 01.05.2019 and company could not appoint CS after several efforts.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through with the consent of members and recorded as part of the minutes.

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

For Sunita Garg & Associates
Company Secretaries


SUNITA GARG
FCS: 4716
CP No. 4671



Place: Jaipur
Date: 07.09.2020
UDIN: F004716B000677707



Jain Shrimal & Co.

Chartered Accountants

62, Gangwal Park, M. D. Road, Jaipur-302004
T-0141-2613966, E-legal@jainshrimal.com, W-www.jainshrimal.com

INDEPENDENT AUDITOR'S REPORT

The Members

Rishab Special Yarns Limited
Jaipur

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Rishab Special Yarns Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss, Statement of Changes in equity Cash Flow Statement, and notes to the Financial Statements including a summary of significant accounting policies and other explanatory information for the year then ended.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company, as at 31st March, 2020 and its Profit, Changes in equity and its Cash Flow for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

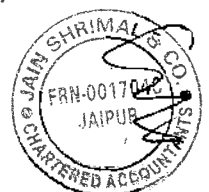
Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial Statements of the current period. These matters were addressed in the context of our audit of the financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibility for the 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 Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity 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. 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.

In preparing the financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatement can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial Statements.

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 sub-section (11) of section 143 of the Companies Act 2013, we give in the "Annexure A" Statements on the matters specified in paragraphs 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 purpose of our audit;

b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

c) the Balance Sheet, Statement of Profit and Loss, Changes in statement of equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account ;

d) in our opinion, the Balance Sheet, Statements of Profit and Loss, and Cash Flow Statements comply with the Accounting Standards specified under Section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014;.

e) on the basis of written representations received from the directors as on March 31, 2020, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, 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".

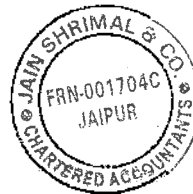
g) with respect in the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules 2014, in our opinion and according to the information and explanations given to us.

(i) The Company has disclosed the possible impact of pending litigations on its financial position in its Financial Statements - Refer Note 2 of "Notes on Accounts" to the Financial Statements.

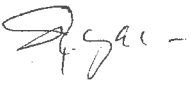
(ii) The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There was no amount which was required to be transferred to the Investor Education and Protection Fund.

For Jain Shrimal & Co.
Chartered Accountants
(FRN. 001704C)



Place: Jaipur
Dated:30.07.2020


(S.K.Jain)
Partner
M. No. 010145

Re: Rishab Special Yarns Ltd.

Annexure "A" attached to the Independent Auditors' Report

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of Auditor's Report.

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) The company has physically verified these fixed assets as per its programme of physical verification that covers every item of fixed assets over a period of three years. No material discrepancies were noticed on such verification;
(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
- (ii) The physical verification of inventory has been conducted at reasonable intervals by the management. No material discrepancies were noticed on such physical verification.
- (iii) The company has not granted loans, secured or unsecured, to companies, firms and limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore sub-clauses (iii) (a), (iii) (b) & (iii) (c) of the Order are not applicable;
- (iv) According to the information and explanations given to us, the company has complied with the provision of section 185 and 186 of Act, with respect to the loans, investments, guarantees, and security made.
- (v) As per information and explanations provided to us, the company has not accepted any public deposits during the year. Further, we have not come across any such deposit(s) nor the management has reported any such deposit(s), therefore the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under are not applicable.
- (vi) According to the information and explanations given to us, clause regarding maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 is not applicable to the company.
- (vii) (a) The company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, GST, , duty of customs, cess and any other statutory dues to the appropriate authorities. There are no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
(b) There are no dues of income tax or sales tax or service tax or duty of customs or value added tax which has not been deposited on account of any dispute. However, in the case of excise duty and Textile committee cess the particulars of deposit under dispute are reported herein below:


Name of Statute	Nature of Dues	Period to which the amount relates	Demand created (Rs in Lakhs)	Amount Deposited (Rs in Lakhs)	Forum
Textile Committee	Textile Committee Cess	1989-1997	8.27	8.27	Remanded to Textile Tribunal by Rajasthan High Court

- (viii) The company has not defaulted in repayment of loans or borrowing to a financial institution, bank or government. The Company has not issued any debentures.



- (ix) The company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. No Term loan has been obtained by the Company during the year.
- (x) According to the information and explanations given to us, no fraud by the company or fraud on the company by its officers or employees has been noticed or reported during the year;
- (xi) No managerial remuneration has been paid or provided by the company except remuneration to Company Secretary, Chief Financial Officer during the year which is within the norms prescribed in Schedule V to the Companies Act.
- (xii) The company is not a Nidhi Company, hence clause (xii) of para 3 of the Order is not applicable to the Unit;
- (xiii) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards;
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit.
- (xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, clause (xv) of para 3 of the Order is not applicable;
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934

For Jain Shrimal & Co.
Chartered Accountants
FRN. 001704C


(S.K JAIN)
Partner
M.No. 010145



Place: Jaipur
Date: 30.07.2020

Re: Rishab Special Yarns Ltd.

Annexure "B" attached to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of company as of 31st March, 2020 in conjunction with our audit of the financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

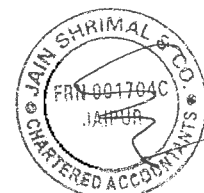
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

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 judgment, 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:

- a) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) 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 authorizations of management and directors of the company; and
- c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

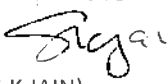
Inherent Limitations of Internal Financial Controls over Financial Reporting

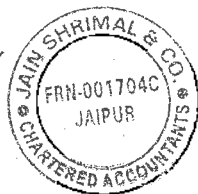
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal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

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, 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 Jain Shrimal & Co.
Chartered Accountants
FRN 001704C


(S.K JAIN)
Partner
M No. 010145



Place: Jaipur

Date: 30-07-2020

RISHAB SPECIAL YARNS LIMITED
Balance Sheet as at 31st March 2020

(Amount in Rs.)

Particulars	Note No.	As At 31.03.2020	AS At 31.03.2019
ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	3	2,79,263.00	24,80,283.00
(b) Financial Assets			
(i) Investments	4	25,500.00	25,500.00
(ii) Trade receivables		-	-
(c) Other Non-Current Assets			
(d) Deferred tax assets (net)	5	98,06,193.13	97,94,594.70
(2) Current assets			
(a) Inventories	6	-	23,26,575.00
(b) Financial Assets			
(i) Trade receivables		-	-
(ii) Cash and cash equivalents	7	7,48,130.71	11,678.35
(c) Other current assets	8	26,61,434.90	23,11,807.73
Total Assets		1,35,20,521.74	1,69,50,438.78
EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	9	3,57,16,000.00	3,57,16,000.00
(b) Other Equity	10	(3,90,13,721.04)	(4,09,50,804.69)
(2) Liabilities			
(a) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	11	-	1,82,21,506.29
(b) Provisions	12	4,27,681.00	4,27,681.00
(b) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	1,58,27,082.81	-
(ii) Trade payables	14	2,22,915.42	25,12,325.30
(b) Other current liabilities	15	3,40,563.55	10,23,730.88
Total Equity and Liabilities		1,35,20,521.74	1,69,50,438.78
Significant accounting policies & notes to accounts		1 to 22	

In terms of our report of even date
For Jain Shrimal & Co.
Chartered Accountants
(FRN 001704C)

S.K. Jain

(S. K. JAIN)
Partner
M.No.010145
Place : Jaipur
Dated: 30.07.2020



For and on behalf of Board of Directors

Amitabh Hirawat
(Amitabh Hirawat)
Managing Director
DIN: 00349697

Arti Hirawat
(Arti Hirawat)
Director
DIN: 00349855

UDIN-20010145AAAABQ4619

RISHAB SPECIAL YARNS LIMITED
Statement of Profit and Loss for the Year ended 31.03.2020

(Amount in Rs)

Particulars	Note No.	For the Year ended 31.03.2020	For the Year Ended on 31.03.2019
Income:			
Revenue From Operations		26,71,831.00	61,54,351.00
Other Income	16	1,54,827.55	17,73,092.89
Total Income		28,26,658.55	79,27,443.89
Expenses			
Cost of Raw Materials Consumed	17	23,26,575.00	53,43,844.00
Employee Benefits Eexpense	18	3,51,000.00	70,000.00
Finance costs	19	3,36,329.05	21,482.12
Depreciation / Amortisation Expenses	3	4,561.00	1,18,500.00
Other expenses	20	15,91,419.28	13,27,410.78
Total Expenses		46,09,884.33	68,81,236.90
Profit/(loss) before Exceptional Items		(17,83,225.78)	10,46,206.99
Exceptional Item: (Profit on sale of Land)		37,08,711.00	-
Profit/(loss) after Exceptional Item		19,25,485.22	10,46,206.99
Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		(11,598.43)	(97,94,594.70)
Profit/(loss) after tax for the year		19,37,083.65	1,08,40,801.69
Other comprehensive income (Net of taxes)			
Earnings per equity share			
(1) Basic		0.54	3.04
(2) Diluted		0.54	3.04

In terms of our report of even date
For Jain Shrimal & Co.
Chartered Accountants
(FRN 001704C)

(S. K. JAIN)
Partner
M.No.010145
Place :Jaipur
Dated: 30.07.2020



For and on behalf of Board of Directors
For RISHAB SPECIAL YARNS LTD.

(Arti Hirawat)
Managing Director
DIN: 00349855
Chief Executive Officer

RISHAB SPECIAL YARNS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2020

(Amount in Rs.)

PARTICULARS	Year Ended 31.03.2020	Year Ended 31.03.2019
	Audited	Audited
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) Before Tax & Extraordinary Items	19,25,485.22	10,46,206.99
Adjustment for:-		
Interest Received	3,014.00	(1,351.00)
Rent Received	-	(4,97,690.00)
Depreciation	4,561.00	1,18,500.00
Operating Profit Before Working Capital Changes	19,33,060.22	6,65,665.99
Decrease (Increase) in Sundry Debtors	-	-
Decrease (Increase) in Other Current Assets	19,76,947.83	(35,03,322.73)
Increase (Decrease) In Other Current liabilities	(6,83,167.33)	7,06,251.65
Increase (Decrease) In Short Term Borrowings	1,58,27,082.81	(9,26,405.00)
Increase (Decrease) In Trade Payables	(22,89,409.88)	13,44,628.00
	1,48,31,454.43	(23,78,848.08)
Cash Generated from Operating Activities	1,67,64,513.65	(17,13,182.09)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Increase/Decrease in Fixed Assets	21,96,459.00	-
Increase in Short Term Loans & Advances	-	-
Interest Received	(3,014.00)	1,351.00
Rent Received	-	4,97,690.00
Net Cash Flow from the Investing Activities	21,93,445.00	4,99,041.00
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase in Share Capital	-	-
Increase/(Decrease) in Unsecured Loans	(1,82,21,506.29)	11,41,506.29
	(1,82,21,506.29)	11,41,506.29
Net Changes in Cash and Cash Equivalents (A+B+C)	7,36,452.36	(72,634.80)
Cash and Cash Equivalents as at 1st April 2019	11,678.35	84,313.15
Cash and Cash Equivalents as at 31st March 2020	7,48,130.71	11,678.35



In terms of our report of even date
For Jain Shrimal & Co.
Chartered Accountants
(FRN 001704C)

(S. K. JAIN)
Partner
M.No.010145
Place :Jaipur
Dated: 30.07.2020

(Amitabh Hirawat)
Managing Director
DIN 00349697

For and on behalf of Board of Directors

(Signature)

(Arti Hirawat)
Director
DIN: 00349855

RISHAB SPECIAL YARNS LIMITED
STATEMENT OF CHANGES IN EQUITY

Equity Share Capital

Amount in Rs.

Paid Up Capital

Particulars	As at 31st March 2020		As at 1st April 2019	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the reporting period	35,60,700	35716000*	35,60,700	35716000*
Changes in equity share capital during the year (Forfeiture of shares)	-	-	-	-
Balance at the end of the reporting period	35,60,700	3,57,16,000	35,60,700	3,57,16,000

Note : Amount of Capital includes Rs. 109000/- towards 21800 shares paid up @ of Rs. 5/- per shares forfeited

B. Other Equity (Year 2019-2020)

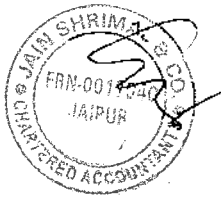
Amount in Rs.

Particulars	Reserves and Surplus				Other items of Other Comprehensive Income (specify nature)	Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings		
Balance at the beginning of the reporting period	4,24,51,051.00	-	1,39,51,584.00	(9,73,53,439.69)	-	(4,09,50,804.69)
Changes in accounting policy or prior period errors	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-
Profit for the year	-	-	-	19,37,083.65	-	19,37,083.65
Total Comprehensive Income for the year	-	-	-	19,37,083.65	-	19,37,083.65
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-
Balance at the end of the reporting period	4,24,51,051.00	-	1,39,51,584.00	(9,54,16,356.04)	-	(3,90,13,721.04)

Other Equity (Year 2018-19)

Amount in Rs.

Particulars	Reserves and Surplus				Other items of Other Comprehensive Income (specify nature)	Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings		
Balance at the beginning of the reporting period	4,24,51,051.00	-	1,39,51,584.00	(10,81,94,241.38)	-	(5,17,91,606.38)
Changes in accounting policy or prior period errors	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-
Profit for the year	-	-	-	1,08,40,801.69	-	1,08,40,801.69
Total Comprehensive Income for the year	-	-	-	1,08,40,801.69	-	1,08,40,801.69
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-
Balance at the end of the reporting period	4,24,51,051.00	-	1,39,51,584.00	(9,73,53,438.69)	-	(4,09,50,803.69)



RISHAB SPECIAL YARNS LIMITED
SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES:

i. Basis of Accounting:

The financial statements are prepared under the historical cost convention on accrual basis and are generally in accordance with the requirements of the Companies Act, 2013. The accounting policies not specifically mentioned are consistent with generally accepted accounting principles.

ii. Revenue Recognition:

The company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. Sales are recognised on transfer of significant risks and rewards of ownership of the goods to the buyer. Sales are net of GST, trade discounts, rebates and returns.

iii) Inventories:

Items of Inventory are valued on the basis given below:

Raw Materials At Cost

iii. Tangible Assets

Tangible Assets are stated at cost less depreciation. Cost of acquisition, fabrication or construction is inclusive of freight, duties and other incidental expenses during construction period but exclusive of the mod vat credit available on the capital goods.

iv. Impairment of Assets

Impairment loss is provided when carrying amount of assets exceeds recoverable value. Excess of carrying amount over recoverable value is charged to Profit & Loss Account. Recoverable value is the higher of an asset's net selling price or its value in use.

v. Depreciation

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

vi Taxes on Income

Current tax is provided after allowing exemptions and deductions under the Income Tax Act, 1961. Deferred Tax is recognized subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and is capable of reversal in one or more subsequent periods. Where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Other deferred tax assets are recognized only if there is reasonable certainty of realization in future.

2. NOTES ON ACCOUNTS:

1. CORPORATE INFORMATION:

M/s Rishab Special Yarns Limited was incorporated under Companies Act, 1956 (No. 1 of 1956) on 17.08.1987 as a public Limited company with its registered office at 2070, Rasta Bara Gangore, Jaipur - 302003, to carry on the business of manufacturing, processing, texturising, twisting, doubling, processing, packing, colouring, dyeing, printing, bleaching, , finishing, crimping, lenitting of polyester filament yarn, and all other types of yarns and fibers. Due to incurrance of continuous losses year after year as per decision taken in its Board Meeting held on 29.10.2005 the company discontinued its business operations. However during the year 2018-19 the Company has resumed business of Polyester yarn.



2. Contingent Liabilities – Not Provided For

S. No.	Particulars	Amount (Rs. in Lacs) 31.03.2020	Amount (Rs. in Lacs) 31.03.2019
	In respect of Cess demanded by Textile Committee under the Textile Committee (Cess) Rules, 1975, for the period from 1989 to 1997, against which company has filed writ petition at Raj. High Court for holding the levy of Cess and for setting aside the demand (Rs. 400000/- deposited under protest & Rs. 426749/- retained as security against the demand by The Office of NHAI land acquisition, Abu Road which is included in Deposits under the head Current Assets.) The case has been remanded to Textile Tribunal by Rajasthan High Court.	8.27	8.27

- 3 Figures of the previous year have been regrouped and rearranged to correspond to current year's classification.
- 4 Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currency at the balance sheet date are translated at the year end foreign currency exchange rates.
5. Due to Micro, Small & Medium Enterprises
To the extent of information available with management, there are no SSI units to whom Company owes money for more than 45 days.

The Company has not received any communication from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year-end together with interest paid / payable as required under the said Act have not been given.

6. In the opinion of management, loans and advances and other assets are approximately of the value stated, if realized in the ordinary course of business unless and otherwise stated. The provisions of all liabilities are adequate and not in excess of the amount reasonably necessary.



Note 3: Property Plant & Equipments

Particulars	GROSS BLOCK				DEPRECIATION				IMPAIRMENT LOSS				NET BLOCK		
	As at 01.04.2019	Additions	Deductions	As at 31.03.2020	As at 01.04.2019	During the Year	Deductions	As at 31.03.2020	As at 01.04.2019	Additions Year	Deduction Year	As at 31.03.2020	Adjustment 2019-20	As at 31.03.2020	As at 31.03.2019
Lease Hold Land	2,40,056.00	1,78,580.00	-	2,79,263.00	-	-	-	-	-	-	-	-	-	2,79,263.00	2,40,056.00
Building	1,49,22,815.00	-	1,49,22,815.00	-	66,15,087.00	4,561.00	66,15,087.00	-	60,72,062.00	2,000.00	60,72,062.00	-	(22,35,666.00)	2,79,263.00	22,35,666.00
Furniture & Fixtures	18,000.00	-	-	18,000.00	11,439.00	4,561.00	-	16,000.00	2,000.00	-	16,000.00	-	-	2,000.00	4,561.00
TOTAL	1,51,80,871.00	1,78,580.00	1,50,62,138.00	2,97,263.00	66,26,526.00	4,561.00	66,15,087.00	16,000.00	60,74,062.00	2,000.00	60,72,062.00	2,000.00	-	2,79,263.00	24,80,283.00
As At 31.03.2019	1,51,80,871.00	-	-	1,51,80,871.00	65,08,026.00	1,18,500	-	66,25,526.00	60,74,062.00	-	-	60,74,062.00	-	24,80,283.00	25,98,783.00



RISHAB SPECIAL YARNS LIMITED JAIPUR
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31st MARCH,2020

Note 4: Investments

Particulars	As At 31.03.2020	As at 31st March 2019
National Savings Certificate pledged /Deposited With Govt. Deptts.	25,500.00	25,500.00
Total	25,500.00	25,500.00

Note 5 : Deferred Tax Assets (Net)

Particulars	As At 31.03.2020	As at 31st March 2019
Deferred Tax Assets		
Unabsorbed Depreciation	93,13,877.00	94,68,187.00
Unabsorbed Loss	<u>4,92,316.13</u>	<u>3,64,160.70</u>
	98,06,193.13	98,32,347.70
Less: Deferred Tax Liabilities		
Accumulated Depreciation	-	37,753.00
Deferred Tax Assets (Net)	98,06,193.13	97,94,594.70

Note 6: Inventories

Particulars	As At 31.03.2020	As at 31st March 2019
(As taken valued and certified by Management)		
Raw Materials		
Polyester Oriented Yarn (DDB)	-	23,26,575.00
Total	-	23,26,575.00

Note 7: Cash and Cash Equivalents

Particulars	As At 31.03.2020	As at 31st March 2019
Cash in hand	604.40	10,221.00
Balance with Banks in Current Accounts	7,47,526.31	1,457.35
Total	7,48,130.71	11,678.35

Note 8: Other Current Assets

Particulars	As At 31.03.2020	As at 31st March 2019
(Unsecured but considered good)		
Deposits with Govt. Deptt.	8,80,651.00	8,79,651.00
Advances recoverable in cash or in kind or for value to be received	15,86,888.00	1,08,799.00
GST Input	75,710.90	2,87,235.41
Income Tax Refundable	1,18,185.00	1,79,191.00
IGST Refundable	-	7,52,307.32
Duty Draw Back Receivable	-	1,04,624.00
Bhansali Engineering Polymers Ltd	-	-
Total	26,61,434.90	23,11,807.73



NOTE 9 : SHARE CAPITAL

Particulars	As At 31.03.2020	As at 31st March 2019
Authorised :		
60,00,000 Equity Shares of Rs 10/- each	6,00,00,000.00	6,00,00,000.00
Issued and Subscribed :		
35,82,500 Equity Shares of Rs 10/- each	3,58,25,000.00	3,58,25,000.00
Paid-up :		
35,60,700 Equity Shares of Rs. 10/- each fully paid up	3,56,07,000.00	3,56,07,000.00
Amount paid up on 21,800 Equity Shares of Rs. 10/- (Shares Forfeited)	1,09,000.00	1,09,000.00
Total	3,57,16,000.00	3,57,16,000.00

(i) The Company has only one class of Equity shares having a par value of Rs 10/-. Each holder is eligible for one vote per share held. 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.

(ii) Reconciliation of the number of shares outstanding

Particulars	As At 31.03.2020	As at 31st March 2019
Number of Shares outstanding at the beginning of the year	35,60,700.00	35,60,700.00
Add: Shares Issued during the year	-	-
Number of Shares outstanding at the end of the year	35,60,700.00	35,60,700.00

(iii) Shareholders holding more than 5 percent shares specifying the number of shares held

Name of Shareholder	As At 31.03.2020		As at 31st March 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1. Shri Nath Mal Hirawat	3,05,360.00	8.58	3,05,360.00	8.58
2. Shri Amitabh Hirawat	3,24,800.00	9.12	3,24,800.00	9.12
3. M/s Shakti Vijay Steels Pvt. Ltd.	2,39,300.00	6.72	2,39,300.00	6.72
4. M/s Trepechy Textiles Limited	3,20,200.00	8.99	3,20,200.00	8.99
Total	11,89,660.00		11,89,660.00	

Note 10: Other Equity

Particulars	As At 31.03.2020	As at 31st March 2019
(a) Capital Reserve	4,24,51,051.00	4,24,51,051.00
(b) General Reserve	1,39,51,584.00	1,39,51,584.00
(c) Surplus (Deficit) in Statement of Profit & Loss		
As per last Balance Sheet	(9,73,53,439.69)	(10,81,94,241.38)
Add: Net Profit(Loss) after tax transferred from Statement of Profit & Loss	19,37,083.65	1,08,40,801.69
Total	(3,90,13,721.04)	(4,09,50,804.69)

Note 11: Long Term Borrowings

Particulars	As At 31.03.2020	As at 31st March 2019
(UNSECURED)		
Loans from Directors	-	11,41,506.29
Loans from Ex Director	-	1,21,90,000.00
Loans from Others	-	48,90,000.00
Total	-	1,82,21,506.29



Note 12: Long Term Provisions

Particulars	As At 31.03.2020	As at 31st March 2019
Provision for Gratuity	4,27,681.00	4,27,681.00
Total	4,27,681.00	4,27,681.00

Note 13: Short Term Borrowings

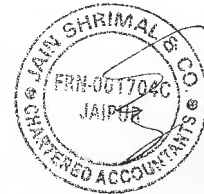
Particulars	As At 31.03.2020	As at 31st March 2019
(Unsecured)		
Loans from Directors	12,007.81	-
Loans from Ex Director	82,90,000.00	-
Loans from Others	75,25,075.00	-
Total	1,58,27,082.81	-

Note 14: Trade Payables

Particulars	As At 31.03.2020	As at 31st March 2019
For Goods	-	22,94,795.40
For Services	2,22,915.42	2,17,529.90
For Others	-	-
Total	2,22,915.42	25,12,325.30

Note 15: Other Current Liabilities

Particulars	As At 31.03.2020	As at 31st March 2019
Outstanding Expenses	-	-
Advance Received from Customer	-	7,06,590.65
Statutory Liabilities	25,122.32	1,698.00
Other Liabilities	3,15,441.23	3,15,442.23
Total	3,40,563.55	10,23,730.88



Note16: Other Income

Particulars	For the Year ended 31.03.2020	For the Year ended 31.03.2019
Rental Income	-	497690.00
Interest Received	3,014.00	1351.00
Duty Draw Back	56,108.00	104624.00
Insurance Premium Recoverd from customer	3,072.00	5163.00
Freight Recovered from customer	56,233.00	109714.00
Foreign Exchange Fluctuation Account	36,400.55	0.00
Sundry Credit Balances Written Off	-	1054550.89
TOTAL	154827.55	1773092.89

Note17: Cost of Raw Materials Consumed

Particulars	For the Year ended 31.03.2020	For the Year ended 31.03.2019
Opening Stock	23,26,575.00	-
Add: Purchases during the year	-	76,70,419.00
Total	23,26,575.00	76,70,419.00
Less: Closing Stock /Purchase Return	-	23,26,575.00
Cost of Raw Materials Consumed	23,26,575.00	53,43,844.00

Note18: Employee Benefits Expense

Particulars	For the Year ended 31.03.2020	For the Year ended 31.03.2019
Salary	351000.00	70000.00
TOTAL	351000.00	70000.00

Note 19: Finance Cost

Particulars	For the Year ended 31.03.2020	For the Year ended 31.03.2019
Local Bank Charges	533.28	4926.12
Foreign Bank Charges	3933.37	15073.00
Interest Paid	331862.40	1483.00
TOTAL	3,36,329.05	21482.12



Note 20: Other Expenses

Particulars	For the Year ended 31.03.2020	For the Year ended 31.03.2019
Job Charges	2,76,425.00	5,52,792.00
Other Expenses		
Filing Fees	8,400.00	3,000.00
Legal & Professional Expenses	69,800.00	52,000.00
Payment to Auditors		
As Audit Fee	12,000.00	10,000.00
Rates & Taxes	84,846.00	39,600.00
Electricity & Water Charges		-
Travelling Expenses	1,450.00	10,042.00
Insurance Expenses	2,698.00	4,620.00
Membership Fee	1,200.00	1,700.00
Postage & Telephone Expenses	89,494.64	95,070.00
Advertisement Expenses	39,055.00	29,150.00
Printing & Stationery	1,04,860.50	8,386.00
Depositary & Application Expenses	22,000.00	15,500.00
Stock Exchange Listing Fee	3,00,000.00	2,50,000.00
Foreign Exchange Fluctuation Expenses	-	34,782.00
Economic Rent & Service Charges to RIICO Ltd.	4,20,336.00	-
Late Fees BSE, GST and TDS	4,796.80	12,250.00
Web Site Expenses	862.24	2,848.00
Selling & Distribution Expenses	61,117.00	2,03,071.00
Export Data Purchase	4,000.00	-
Freight Charges	62,469.50	-
Repair & Maintenance	11,714.07	-
Miscellaneous Expenses	13,894.53	2,599.78
TOTAL	15,91,419.28	13,27,410.78

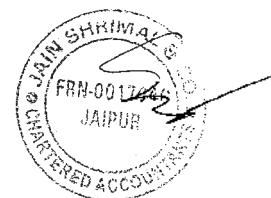
Note: 21 Other Informations

(a) Earning in Foreign Currency

Particulars.	For the Year ended 31.03.2020	For the Year ended 31.03.2019
FOB Value of Exports		
POLYESTER TEXTURED YARN (SH) 75 DN NIM RW	-	29,90,979.00
POLYESTER TEXTURED(SH) YARN 75 DN NIM DDB	-	31,63,372.00
Total	-	61,54,351.00

(b) Expenses in Foreign Currency

Particulars.	For the Year ended 31.03.2020	For the Year ended 31.03.2019
Foreign Bank Charges	-	15,073.00
Total	-	15,073.00



Note 22: Related Parties Disclosures:

A. Relationship

(i) Key Management Personnel & their relatives

Mr. Amitabh Hirawat – Managing Director

Smt. Arti Hirawat Director

Smt Padam Devi Hirawat Ex Director (Mother of Managing Director Shri Amitabh Hirawat)

(ii) Enterprises owned or significantly influenced by key management personnel or their relatives where transactions have taken place:

M/s Trepechy Trading Pvt. Ltd.

M/s Shashwin Textiles Limited

B. Transactions carried out during the year & their disclosures

	Year Ended 31.03.2020	Year Ended 31.03.2019
Finance		
(i) Repayment of Unsecured Loans		
Mr. Amitabh Hirawat	45,61,500.00	29,83,626.00
Smt. Padam Devi Hirawat	39,00,000.00	
(ii) Unsecured Loan taken		
Mr. Amitabh Hirawat	34,32,001.52	31,98,727.00
C. Balances Outstanding:		
Unsecured Loans		
Mr. Amitabh Hirawat	12,007.81	11,41,506.29
Smt. Padam Devi Hirawat	82,90,000.00	1,21,90,000.00
M/s Trepechy Trading Pvt. Ltd.	24,90,000.00	24,90,000.00
M/s Shashwin Textiles Limited	24,00,000.00	24,00,000.00

In terms of our report of even date

For Jain Shrimal & Co.

Chartered Accountants

(FRN 001704C)

(S. K. JAIN)

Partner

M.No. 10145

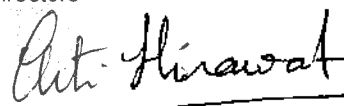
Place : Jaipur

Dated: 30.07.2020



For and on behalf of Board of Directors


(Amitabh Hirawat)
Managing Director
DIN 00349697


(Arti Hirawat)
Director
DIN: 00349855

M/s LINK INTIME INDIA PVT. LTD.,
(Unit: Rishab Special Yarns Limited)
C- 101,247 PARK, LAL BHADUR SHASTRI MARG
VIKROLI WEST, MUMBAI -400083.

ANNEXURE- IX

Dear Sir/Madam,

I/We hereby furnish our PAN and bank Mandate details for updating in your record. I/we am/are enclosing herewith:

1. Self attested copy of PAN Card of the shareholder/(s) (including joint holders)
2. Original cancelled cheque leaf with the name of first/sole shareholder printed on it and in absence of personalized cheque copy of bank passbook showing name & account details of the account holder attested by bank.
3. Address proof (self attested copy of any one of the Aadhar Card/Voter id/Electricity bill/Telephone bill).

Folio No.	
Mobile No.	
E-Mail id	

Name of the Bank					
Name of the Branch					
Account Number (as appearing in cheque book/leaf/ Pass book)					
Account Type (please tick as applicable)	Saving	<input type="checkbox"/>	Current	<input type="checkbox"/>	Cash Credit
Digit MICR Number (please enclose cheque for varification)					
11 Digit IFSC Code					

Particular	Name	PAN	Signature
First Holder :			
Joint Holder 1:			
Joint Holder 2:			
Joint Holder 3:			

Date:

Place:

Note: The above details will not be updated if the supporting documents are not attached and or not duly signed by the shareholder (including joint holders).

CC to: Rishab Special Yarns Limited, 2070, Rasta Bara Gangore, Johari Bazar, Jaipur – 302003.

RISHAB SPECIAL YARNS LIMITED

REGD.OFFICE:2070 RASTA BARA GANGORE, JAIPUR-302003

Email:rsyltd@gmail.com, Phone no-0141-2575213, CIN : L17114RJ1987PLC004067

Visit us at www.rishabspecial.com

Members Folio No./Client ID :
DP ID :
No. of Shares held :

ATTENDANCE SLIP

We hereby record my/our presence at the 32nd Annual General Meeting of the Company held at 2070, Rasta Bara Gangore, Jaipur-302 003 on Wednesday, 30th December 2020 at 12.00 Noon.

NAME OF THE SHAREHOLDER (IN BLOCK LETTERS) :
SIGNATURE OF THE SHAREHOLDER/PROXY :
NAME OF THE PROXY (IN BLOCK LETTERS) :
SIGNATURE OF THE PROXY :

NOTES :

1. You are requested to sign and hand over this at the entrance.
2. If you intend to appoint a proxy to attend the meeting instead of yourself, the proxy must be deposited at the Registered Office of the Company at 2070, Rasta Bara Gangore, Jaipur-302 003, not less than 48 hours before the time of holding the meeting.
3. If you are attending the meeting in person or by proxy, your copy of the Balance Sheet may please be brought by you/your proxy for reference at the meeting.

RISHAB SPECIAL YARNS LIMITED
REGD.OFFICE:2070 RASTA BARA GANGORE, JAIPUR-302003
Email:rsyltd@gmail.com, Phone no-0141-2575213, CIN : L17114RJ1987PLC004067
Visit us at www.rishabspecial.com

Members Folio No./Client ID :
DP ID :
No. of Shares held :

FORM NO. MGT – 11

PROXY FORM

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

Name of the Member:

Registered Address:

Email ID:

Folio No./Client ID : -

DP ID:

I/We being the member/ members of-----having the shares of the above named Company hereby appoint

(1) Name.....Address

E-mail ID-----, Signature----- or failing him

(2) Name.....Address

E-mail ID-----, Signature----- or failing him

(3) Name.....Address

E-mail ID-----, Signature----- or failing him

as my/our proxy to vote for me/us on my/our behalf at the 32nd Annual General Meeting of the Company to be held on Wednesday, the 30th December 2020 at 12.00 noon, at registered office of the company or any adjournment thereof in respect of such resolutions as are indicated below:

1. Consider and adopt the audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss and cash flow statement for the Year ended on that date alongwith the Directors Report and Auditor's Report thereon.
2. Re-appointment of Smt. Arti Hirawat, who retires by rotation.

3. Re-Appointment of Auditors for the year and fixing their remuneration
4. Re-appointment of Shri Amitabh Hirawat, Managing Director for further period of 5 yrs.
5. Appointment of Ms. Neha Goyal as full time Company Secretary of the Company.

Affix Revenue Stamp here

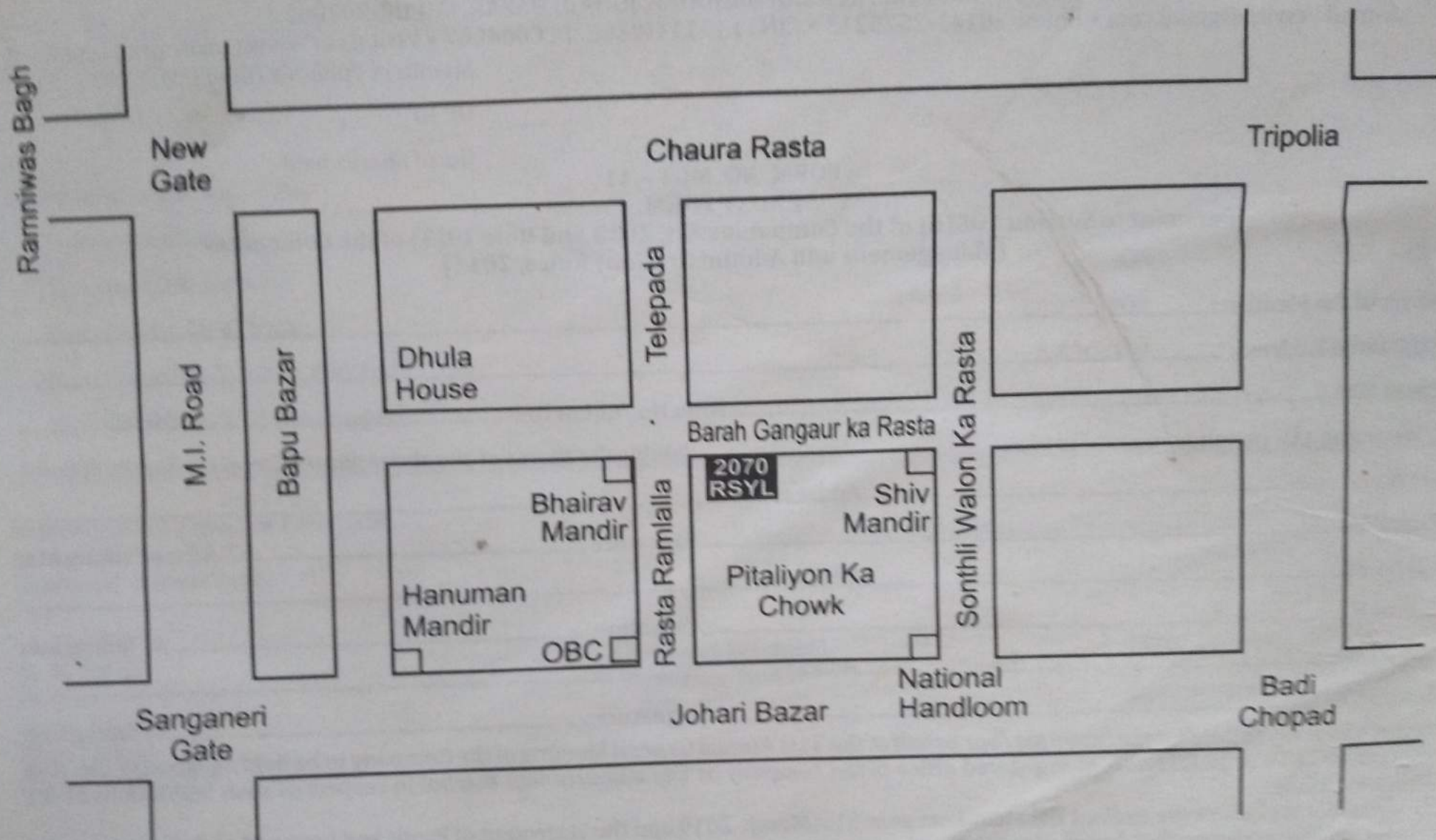
Signed on the day of 2020.

Signature of Shareholder-----

Signature of Proxy Holder(s)

NOTES :

1. The proxy must be deposited at the Registered Office of the Company at 2070, Rasta Bara Gangore, Jaipur-302 003 not less than 48 hours before the time for holding the meeting.
2. This form is to be used in favour of / Against the resolution. Unless otherwise directed, the Proxy will vote as he thinks fit.
*Strike out whichever is not applicable.



If Undelivered please return to :
RISHAB SPECIAL YARN LTD.
 2070, Rasta Bara Gangore
 Johari Bazar
 202 003