


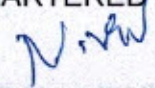
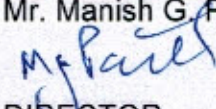


R. R. SECURITIES LIMITED

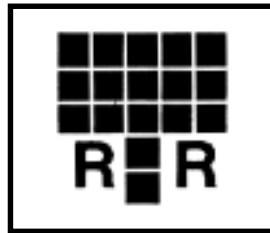
203, Supath Apartment,
Near Vijay Char Rasta,
Navrangpura, Ahmedabad-380009.

FORM A

Format of covering Letter of the annual audit report to be filed with the stock exchanges

1.	Name of the Company	R .R. SECURITIES LIMITED
2.	Annual financial statements for the year ended	31st March 2015.
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	NOT APPLICABLE.
5.	To be signed by:	
(a)	CEO/ Managing Director.	Smt. Rita R. shah  (MANAGING DIRECTOR) DIN NO: 00394290
(b)	Chief Financial Officer.	NOT APPOINTED
(c)	Auditors of the Company.	M/s. Nirav A Patel & Associates. CHARTERED ACCOUNTANTS.  (NIRAV.A.PATEL) FIRM REGISTRATION NUMBER:135076W CA MEMBER No:151282
(d)	Chairman of the Audit Committee.	Mr. Manish G. Patel  DIRECTOR DIN NO: 00745013

R. R. SECURITIES LIMITED



22
ND

ANNUAL REPORT 2014-2015

R. R. SECURITIES LIMITED

COMPANY REGN. NO.: 04-20196

CIN : L65910GJ1993PLC020169

R. R. SECURITIES LIMITED

TWENTY SECOND ANNUAL GENERAL MEETING PROGRAMME

DATE : 30TH SEPTEMBER, 2015

DAY : WEDNESDAY

TIME : 11.30 A.M.

VENUE : 203, SUPATH,
NEAR VIJAY CHAR RASTA,
NAVRANGPURA, AHMEDABAD - 380 009.

NOTE TO SHAREHOLDERS :

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies to the meeting.

CONTENTS :

1)	Board of Directors and Other Information
2)	Notice
3)	Directors' Report and Corporate Governance Report
4)	Secretarial Compliance Certificate
5)	Auditors' Report
6)	Balance Sheet
7)	Profit & Loss Account
8)	Schedules to Balance sheet & Profit Loss Account
9)	Notes to the Accounts
10)	Balance Sheet Abstract & Company's General Business Profile
11)	Cash Flow Statement pursuant to Clause 32 of the Listing Agreement
12)	Auditors Report to Cash Flow Statement
13)	Attendance Sheet & Proxy Form

R. R. SECURITIES LIMITED

BOARD OF DIRECTORS

Shri Rajendra B. Shah	Chairman & Whole-Time Director
Smt. Rita R. Shah	Managing Director
Shri Ajitsinh. K. Chavda	Director
Shri Manish Girishbhai Patel	Director

COMPANY LAW CONSULTANT

M/s Kamlesh M. Shah & Co.,
Company Secretaries,
801-A, Mahalay Building, Opp. Hotel President,
Off. C.G. Road, Ahmedabad-380009.

BANKERS OF THE COMPANY

The Jammu & Kashmir Bank Ltd
Ground Floor, Pareseema Annexe, C.G.Road, Ahmedabad.

Kalupur Commercial Co.op. Bank Limited
Memnagar Branch, Ahmedabad.

IDBI BANK LIMITED

Off: C. G Road, Ahmedabad-380009.

STATUTORY AUDITORS

M/S. Nirav A. Patel & Associates
Chartered Accountants
Ahmedabad.

LISTING AT

AHMEDABAD

The Stock Exchange Ahmedabad
Kamdhenu Complex, Nr. Panjarapole,
Ambawadi, Ahmedabad-380015.

MUMBAI

The Stock Exchange Mumbai
P.J. Towers, Dalal Street, Fort,
Mumbai-400001.

REGISTERED OFFICE

203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009.

COMPLIANCE OFFICER

Rajendra. B. Shah.
203, Supath Vijay, Char Rasta,
Navrangpura, Ahmedabad380009.

R.R. SECURITIES LIMITED
CIN: L65910GJ1993PLC020169

NOTICE

(Note : The business of meeting may be transected through electronic voting system. For detailed information please refer instructicon for e-voting)

NOTICE is hereby given to the Members of the R.R. SECURITIES LIMITED that 22nd Annual General Meeting of the Members of the Company will be held on WEDNESDAY, the 30th September, 2015 at 11.30 A.M. at the Registered Office of the Company at 203, Supath Apartment, Near Vijay Char Rasta, Navrangpura, Ahmedabad: 380 009 to transact the following business :

ORDINARY BUSINESS :

- (1) To Receive, Consider, Approve and Adopt the Audited Statement of Accounts i.e. The Audited Balance Sheet as at 31/03/2015, the Profit & Loss Account for the year ended on that date and the Report of the Auditors and Directors thereon.
- (2) To Appoint a Managing Director in place of Smt. Rita R. Shah who retires by rotation and being eligible offers himself for reappointment.
- (3) To Consider and if thought fit to pass with or without modification following Resolution as an ORDINARY RESOLUTION:

RESOLVED THAT pursuant to provisions of Section 139 (1) and other applicable provisions of the Companies Act 2013 (Corresponding provisions of Section 224(1B) of the Companies Act 1956) read with Rule 4 and 6 of the Companies (Audit and Auditors) Rules 2014 as in force, the consent of the members of the Company be and is hereby accorded to the Appointment of M/s. Nirav A Patel & Associates, a firm of Chartered Accountants (CA FIRM Registration Number: 135076W and CA Member No: 151282), as Statutory Auditors of the Company for the next financial years i.e. for the financial years 2015-16 and to fix their remuneration as per section 139(2) of the Companies Act 2013.

SPECIAL BUSINESS :

- (4) To Consider and if thought fit to pass with or without modification following Resolution as an ORDINARY RESOLUTION.
1. To appoint Mrs. Rita R. Shah (holding DIN: 00394290) as a Managing Director of the Company.

R"RESOLVED THAT pursuant to provisions of Section 203 read with Schedule V of the Companies Act, 2013 and subject to provisions of Sections 197,188 and other applicable provisions, if any, of the Companies Act, 2013 and further subject to approval of shareholders, sanction be and is hereby accorded to the appointment of Mrs. Rita Shah (DIN: 00394290) as Managing Director of the Company for the period of five years w.e.f 30th January, 2015 up to 29th January 2020. Looking towards the financial position of the Company Mrs. Rita Shah is not taking any Managerial Remuneration.

RESOLVED FURTHER THAT Mrs. Rita Shah, as Managing Director shall have the substantial powers of the management and administration of the business and affairs

R. R. SECURITIES LIMITED

of the company subject to the overall superintendence, control and direction of the board of directors from time to time.

RESOLVED FURTHER THAT Mr. Manish Patel (DIN: 00745013) be and is hereby authorized, empowered, instructed and requested to file a copy of this resolution with the office of the Registrar of Companies in time and also to make necessary entries in the Register of Director and all other statutory Registers and records of the Company and to give necessary intimation thereof to all government, semi government, local authorities, bankers and such other authorities as may be required or necessary.

2. To appoint Mr. Ajitsinh K. Chavda (DIN- 02663062) as an Independent Director and in this regard to consider and if thought fit, to pass, the following resolution as an ORDINARY RESOLUTION.

“RESOLVED THAT pursuant to the provisions of section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and qualifications of directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and clause 49 of the Listing Agreement, Mr. Ajitsinh K. Chavda (DIN- 02663062) who was appointed as director liable to retire by rotation at last Annual General Meeting and in respect of whom the company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 4 (four) consecutive years, from the date of this Annual General Meeting up to the conclusion of 26th Annual General Meeting of the Company in the calendar year 2019.”

3. To appoint Mr. Manish G. Patel (DIN- 00745013) as an Independent Director and in this regard to consider and if thought fit, to pass, the following resolution as an ORDINARY RESOLUTION-

“RESOLVED THAT pursuant to the provisions of section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and qualifications of directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and clause 49 of the Listing Agreement, Mr. Manish G. Patel (DIN- 00745013) who was appointed as director liable to retire by rotation at last Annual General Meeting and in respect of whom the company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 4 (four) consecutive years, from the date of this Annual General Meeting up to the conclusion of 26th Annual General Meeting of the Company in the calendar year 2019.”

DATE : 30th May, 2015
PLACE : AHMEDABAD

BY ORDER OF THE BOARD OF DIRECTORS
OF R.R. SECURITIES LIMITED

SD/-
(RAJENDRA B. SHAH)
CHAIRMAN AND DIRECTOR

R. R. SECURITIES LIMITED

The Register of Members of the Company will remain closed from 23/09/2015 to 30/09/2015 (both days inclusive).

NOTES :

- 1) A Member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote and that a proxy need not be a member of the company.
- 2) Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, Trusts, etc., must be backed by appropriate resolution / authority as applicable, issued on behalf of the nominating organization.
- 3) A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 4) The Register of members and share transfer books of the Company shall remain closed from 23/09/2015 TO 30/09/2015 (Both days inclusive) as per the provisions of section 154 of the Companies Act 1956 and the provisions of the Clause 16 of the Listing Agreement.
- 5) Members desiring any information on accounts are requested to write to the Company 7 days before the meeting to enable the management to keep the information ready. Shareholders holding shares in physical form are requested to advise any change of address immediately to Company's Registrar and Share Transfer Agent, LINK INTIME INDIA (P) LIMITED. Shareholders holding shares in electronic form must advise to their respective depository participants about change in address and not to company.
- 6) All shareholders are requested to dematerialize their shareholding immediately as the shares are traded compulsorily in demat segment only.
- 7) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
- 8) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
- 9) The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2015 is uploaded on the Company's website www.rrsecurities.com and may be accessed by the members.
- 10) Electronic copy of the Annual Report for 2014-15 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the

R. R. SECURITIES LIMITED

same. For members who have not registered their email address, physical copies of the Annual Report for 2014-15 is being sent in the permitted mode.

- 11) Electronic copy of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

Instructions for e-voting :

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

In case of members receiving e-mail :

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" i.e. R R SECURITIES LIMITED from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company. (6 Digit Alpha-Numeric)
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none">• Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.

R. R. SECURITIES LIMITED

	<ul style="list-style-type: none">In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend	Enter the Dividend Bank Details as recorded in your demat account or
Bank Details#	in the company records for the said demat account or folio.
	<ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> i.e. The R R SECURITIES LIMITED, on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User

R. R. SECURITIES LIMITED

ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

In case of members receiving the physical copy :

Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

General Instructions :

- a. The voting period begins on 27th September 2015 at 9.00 a.m. and ends on 29th September, 2015 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of (record date) of 23rd September 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The EVSN number for e.voting generated on the website www.evotingindia.com is 150801009.
- b. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com
- c. Mr. Kamlesh. M. Shah, Practicing Company Secretary, (Membership No. A8356 and COP No. 2072) (Address: 801-A, Mahalay Complex, Opp: Hotel President, B/h. Fairdeal House, Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009, Gujarat, India, has been appointed as the Scrutinizer to scrutinize the evoting process in a fair and transparent manner.
- d. 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.
- e. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.rrsecurities.com and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the ASE and BSE Limited.

R. R. SECURITIES LIMITED**INFORMATION ABOUT THE DIRECTORS WHO ARE PROPOSED TO BE APPOINTED/ RE-APPOINTED AT THE 22ND ANNUAL GENERAL MEETING AS PER CLAUSE 49 OF THE LISTING AGREEMENT FORMING PART OF THE NOTICE CONVENING THE ANNUAL GENERAL MEETING OF THE COMPANY.**

Particulars	Mr. Rajendra Babulal Shah
Particulars	Mrs. Rita R. Shah
Director Identification Number	00394290
Date of Birth	27/08/1960
Age	55 Years
Educational Qualification	LLB
Experience (No. of Years)	21 Years
Business field in which Experience.	General Management & Micro Finance
Date of Appointment as Director in the Company.	10/09/1993
Directorship held in any other Company.	R B Shah Projects Private Limited
Member of any Committees of the Directors in the Company.	Remuneration Committee
Member of any committees of the Directors in other Companies with names of the Company.	N.A.
Member of any Trade Association/ Charitable Organization/ NGOs etc.	N.A.

Particulars	Mr. Ajitsinh K. Chavada
Director Identification Number	02663062
Date of Birth	26/12/1974
Age	41 Years
Educational Qualification.	B.Com
Experience (No. of Years)	14 Years
Business field in which Experience.	General Administration
Date of Appointment as Director in the Company.	01/10/2007
Directorship held in any other Company.	N.A.
Member of any Committees of the Directors in the Company.	-
Member of any committees of the Directors in other Companies with names of the Company	N.A.
Member of any Trade Association/ Charitable Organization/ NGOs etc.	N.A.

R. R. SECURITIES LIMITED

Particulars	Mr. Manish Girishbhai Patel
Director Identification Number	00745013
Date of Birth	22/07/1966
Age	48 Years
Educational Qualification.	B. Sc.
Experience (No. of Years)	25 years
Business field in which Experience.	Edible oil manufacturing and marketing, Real Estate Development
Date of Appointment as Director in the Company	01/06/2011
Directorship held in any other Company	Akash Agro Industries Limited Shree Proteins Private Limited
Member of any Committees of the Directors in the Company.	Audit Committee Stakeholders Relationship Committee Remuneration Committee
Member of any committees of the Directors in other Companies with names of the Company.	N.A.
Member of any Trade Association/ Charitable Organization/ NGOs etc.	N.A.

R. R. SECURITIES LIMITED

AN EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 TO THE RESOLUTIONS MENTIONED UNDER THE HEAD SPECIAL BUSINESS OF THE NOTICE CONVENING THE 21ST ANNUAL GENERAL MEETING.

ITEM NO: 4 (1)

The Board, subject to the approval of shareholders in the General Meeting, appointed Mrs. Rita R. Shah as Managing Director of the Company for a period of five years w.e.f 30th January, 2015 up to 29th January 2020 on terms and conditions set out in the Resolution and subject to re- appointment.

No remuneration is to be paid to the Managing Director because of the Company's Financial Condition.

Except Mr. Rajendra B. Shah, none of the directors are deemed to be interested or concerned in the proposed resolution.

ITEM NO: 4 (2) & (3)

Mr. Ajitsinh K. Chavda (DIN- 02663062) and Mr. Manish G. Patel (DIN- 00745013) are independent directors of the Company and have held the position as such for more than 5 Years.

As per the current provisions of company law and clause 49 of the Listing Agreement, independent directors are permitted to be appointed for a consecutive period of 5 years without being liable to retire by rotation.

It is proposed to appoint Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel as independent directors under section 149 of the Act and clause 49 of the Listing Agreement to hold office for 4 (Four) consecutive years for a term up to the conclusion of 26th Annual General Meeting of the company in the calendar year 2019.

Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel are not disqualified from being appointed as Directors in terms of section 164 of the Act and have given their consent to act as directors.

The company has received notices in writing from members along with deposits of requisite amount under section 160 of the Act proposing the candidature of each of Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel for the office of Directors of the Company.

The company has also received declarations from Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel that they meet with the criteria of independence as prescribed both under sub section (6) of section 149 of the Act and under clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel fulfil the conditions for appointment as independent directors as specified in the Act and the Listing Agreement. Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel are independent of the management.

Brief resume of Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel nature of their expertise in specific functional areas and names of Companies in which they hold directorships and memberships / chairmanships of Board committees, shareholding as stipulated under clause 49 of the Listing Agreement with the stock exchanges, are provided herein below:

DATE : 30th May, 2015
PLACE : AHMEDABAD

BY ORDER OF THE BOARD OF DIRECTORS
OF R.R. SECURITIES LIMITED

SD/-
(RAJENDRA B. SHAH)
CHAIRMAN AND WHOLE-TIME DIRECTOR

R. R. SECURITIES LIMITED

DIRECTOR'S REPORT

To,
The Members,
R.R. SECURITIES LIMITED.

Dear Shareholders,

Your Directors have pleasure in presenting herewith the 22nd Audited Annual Report together with the Audited Statement of Accounts of the Company for the year ended on 31st March, 2015.

FINANCIAL HIGHLIGHTS :

During the financial year 2014-15, the financial operational result of the Company is as follows:

(Amount in Rs.)

Particulars	For the year ended on 31st March, 2015	For the year ended on 31st March, 2014
Total Income	3,179,208	13,164,795
Total Expenses	1,394,388	8,426,030
Exceptional Items	91,407	-
Profit Before Tax.	1,693,413	4,738,765
Depreciation	98,861	1,10,617
Provision for Tax	560,000	1,300,000
Differed Tax (Assets) Liability	(42,348)	(18,667)
Fringe Benefit Tax	NIL	NIL
Excess Provision of IT Written Back	NIL	NIL
Net Profit/(Loss) for the Year	1,384,747	3,457,432

SHARE CAPITAL STRUCTURE :

There was no change in Number of shares and value of shares in the Authorized, Issued, Subscribed and Paid up Share Capital Structure of the Company.

DIVIDEND :

During the year under review the directors have not recommended any Dividend to be paid in order to strengthen the long term resources of the Company.

TRANSFER OF UNPAID/UNCLAIMED DIVIDEND :

The Company does not have any amount of Unpaid/Unclaimed Dividend which is required to be transferred to the Investors Education & Protection fund as required under Section 205(C) of the Companies Act 1956. There are no other statutory amount like outstanding unpaid Refund Amount on Share Applications, unpaid interests or principal of Deposits and Debentures etc lying with the company which are required to be transferred to Investors Education and Protection Fund.

R. R. SECURITIES LIMITED

YEAR UNDER REVIEW :

During the year under review your company had earned a total income of Rs. 3,179,208 /- (Previous Year Rs. 13,164,795/-). After meeting with the day to day and total expenses of Rs. 1,394,388/- (Previous year of Rs. 8,426,030/-), Provisions of Depreciation of Rs. 98,861/- (Previous year Rs. 110,617 /-), Provision of Income Tax Rs. 560,000/- (Previous year Rs. 1,300,000 /-), Deferred Tax Liability Rs.(42,348) /- (Previous Year of Rs (18,667 /-), Fringe Benefit Tax of Rs. NIL(Previous year Rs. NIL /-) the company has earned a net Profit for the year of Rs. 1,384,747/- (Previous year Net Profit of Rs. 3,457,432 /-).

BUY BACK OF SHARE CAPITAL :

The Company had not made any Buy Back of its paid up equity shares during the year in terms of section 77A, 77AA and 77B of the Companies Act 1956. Hence no specific disclosure is required to be made in this report

DETAILS OF LOANS, GUARANTEES AND INVESTMENTS U/S 186 OF THE COMPANIES ACT, 2013 :

During the year under review the Company has not made any inter corporate loans, investments, given any corporate guarantee to any other body corporate, subsidiary, associate or any other company.

DEPOSITS :

During the year under review your company has neither invited nor accepted any public deposit or deposits from the public as defined under section 73(1) of Companies Act 2013 (section 58A of Companies Act, 1956).

COMPLIANCE TO CODE OF CORPORATE GOVERNANCE :

The Complete Report on Corporate Governance is given separately after this report.

DEMATERIALISATION OF SECURITIES :

Your Company's Equity shares are admitted in the System of Dematerialization by both the Depositories namely NSDL and CDSL. The Company has signed tripartite Agreement through Registrar and Share Transfer Agent LINK INTIME INDIA (P) LIMITED. The Investors are advised to take advantage of timely dematerialization of their securities. The ISIN allotted to your Company is INE 474 H 01014.Total Share dematerialized up to 31st March 2015 were 1, 30,700 which constitute 4.33% of total capital. Your Directors request all the shareholders to dematerialize their shareholding in the company as early as possible.

COMPLIANCE WITH THE LISTING AGREEMENT :

The company is regular in making timely compliance of all the applicable clauses of the Listing Agreement from time to time whether it is event based compliance or time bound compliance of monthly, quarterly, half yearly or yearly compliances. Your Company has already paid Annual Listing fees of the Bombay stock exchange Limited and Ahmedabad Stock Exchange for and up to the financial year 2015-16. The highest, lowest, average prices recorded on the Bombay Stock Exchange on every month of the financial year 2014-15 including the volume in shares traded is separately given in other information para of Corporate Governance report attached here to. During the year your company has neither issued any shares or stock options or ESOPs or other employee benefits.

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MANAGEMENT DISCUSSION AND ANALYSIS REPORT :

Management's discussion and perceptions on existing business, future outlook of the industry, future expansion and diversification plans of the Company and future course of action for the development of the Company are fully explained in a separate Para in Corporate Governance Report.

DIRECTORS :

Smt. Rita R. Shah, Managing Director of the Company retires by rotation as per provisions of the Act at this Annual General Meeting. However being eligible offers himself for reappointment. Your Directors recommend appointing him by passing resolutions.

The Company has received declarations from Mr. Ajitsinh K. Chavda and Mr. Manish G. Patel, the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement with the Stock Exchanges. Members are requested to refer to the Notice of the Annual General Meeting and the Explanatory Statement for details of the qualifications and experience of the Directors and the period of their appointment. The Board recommends the passing of the Resolutions at Item No. 4 (2), (3) of the Annual General Meeting Notice.

MANAGING DIRECTOR :

Mrs. Rita R. Shah is the Managing Director of the Company. Because of the Company's bad financial position she is not taking any managerial Remuneration.

Formation of Audit Committee in Compliance to Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement on Corporate Governance

In Compliance with the provisions of Section 177 of the Companies Act 2013 your company has formed an Audit Committee within the Organization consisting of 3 independent directors. An Internal Auditors have been appointed as Advisors in their professional capacity on this committee. The area of operations and functional responsibilities assigned to the committee are as per the guidelines provided in Clause 49 of the Listing Agreement for implementation of code of corporate governance. The Committee meets at least once in a quarter and gives its report of each meeting to the Board for its approval, record and information purposes. The detail of powers, responsibilities and system of functioning of this committee is given in report on Corporate Governance forming part of this report.

STATUTORY INFORMATION :

The Information required to be disclosed in the report of the Board of Directors as per the provisions of Section 134 of the Companies Act-2013 and the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 regarding the conservation of energy; technology absorption, foreign exchange earnings and outgo are not applicable to the company. As Company is not manufacturing any product or providing any services.

MATERIAL CHANGES :

Except the information given in this report there are no material changes have taken place after completion of the financial year up to the date of this report which may have substantial effect on business and finances of the company.

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EMPLOYEES :

There are no employees of the company who were in receipt of the remuneration of Rs.60,00,000/- in the aggregate if employed for the year and in receipt of the monthly remuneration of Rs. 5,00,000/- in the aggregate if employed for a part of the year under review. Hence the information required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended being not applicable is not given in this report.

PARTICULARS OF THE EMPLOYEES :

Particulars of the employees as required under provisions of section 197 of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, are not attached with this report since there was no employee who was in receipt of remuneration in excess of limits prescribed under the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

DISCLOUSER AS PER COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULE, 2014 :

- i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:

Total Remuneration expenses	: Rs. 169,000/-
Managerial Remuneration Expenses	: Rs. 85,000/-
Other employees Remuneration	: Rs. 84,000/-
- ii) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year:

The remuneration is increased during the year for the Managing Director is Rs. 1,000/- constituting 1.2%. No remuneration is increased for CFO, CEO, CS or Manager.
- iii) The percentage increase in the median remuneration of employees in the financial year

During the year there was no increase in remuneration of any employees during the financial year.
- iv) The number of permanent employees on the rolls of company; 1 (One)
- v) The explanation on the relationship between average increase in remuneration and company performance; Increase of remuneration of 1.2% is only due to Inflationary expenses. So there is no any direct relationship between the average increase in remuneration and company's performance.
- vi) Comparison of the remuneration of the Key managerial personnel against the performance of the company ;

The KMP i.e. Managing Director is not paid any managerial Remuneration. Hence, his remuneration is not comparable inter company, intra company or inter industry as a whole.

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- vii) Variations in the market capitalization of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year;

Closing Market Price of shares of Company as on 31/03/2014 : Rs.2.50/-

Closing Market Price of shares of Company as on 31/03/2015 : Rs. 2.64/-

Earnings Per share for the financial year ended on 31/03/2014 :Rs.1.15/-

Earnings per share for the financial year ended on 31/03/2015 : Rs.0.46 /-

As the Company EPS is very minimal, the PE Ratio is Minimum.

- viii) Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration ;

NOT APPLICABLE as there was no increase in Remuneration of any employees of the company or the Managerial Personnel of the Company.

- ix) Comparison of the each remuneration of the key managerial personnel against the performance of the company: Not Comparable.

- x) The key parameters for any variable component of remuneration availed by the directors; NOT APPLICABLE.

- xi) The ratio of the remuneration of the highest paid director to the of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; and No employee is receiving remuneration in excess or higher than the remuneration of Director or Key Managerial Personnel.

- xii) Affirmation that the remuneration is as per the remuneration policy of the company.

All remuneration of the Employees and directors are decided by Nomination & Remuneration Committee and by the Board of Directors within the organization.

DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to the provisions of Section 134(5) of Companies Act, 2013 (Section, 217(2AA) of the Companies Act, 1956) your Directors declare that:

- i) In preparation of the annual accounts, as far as possible and except to the extent if any accounting standards mentioned by the auditors in their report as not complied with, all other applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are responsible 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 after the profit or loss of the company for that period;

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- iii) The Directors have taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The Directors had prepared the annual accounts on a going concern basis.
- v) The Directors, in the case of listed company, had laid down internal financial control to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The Director had devised proper system to ensure compliances with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION AS TO INDEPENDENT DIRECTORS: (Pursuant to Provisions of section 149(6) of the Companies Act 2013).

All the Independent Directors of the Company do hereby declare that:

- (1) All the Independent Directors of the Company are neither Managing Director, nor a Whole Time Director nor a Manager or a Nominee Director.
- (2) All the Independent Directors in the opinion of the Board are persons of integrity and possesses relevant expertise and experience.
- (3) Who are or were not a Promoter of the Company or its Holding or subsidiary or associate company.
- (4) Who are or were not related to promoters or directors in the company, its holding, subsidiary or associate company.
- (5) Who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company or their promoters or directors, during the two immediately preceding financial years or during the current financial year.
- (6) None of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary, or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year,
- (7) Who neither himself, nor any of his relatives,
 - (a) Holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of three financial years immediately preceding the financial year in which he is proposed to be appointed.
 - (b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial years in which he is proposed to be appointed of
 - (i) A firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; OR

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- (ii) Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent, or more of the gross turnover of such firm;
- (iii) Holds together with his relatives two per cent, or more of the total voting power of the company; OR
- (iv) Is a Chief Executive or director, by whatever name called, or any non-profit organization that receives twenty five per cent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; OR
- (v) Who possesses such other qualifications as may be prescribed.

DECLARATION BY BOARD AS PER REQUIREMENT OF SECTION 178 :

In compliance with Section 178 (1) as also in compliance with Clause 49 of the Listing Agreement, the Board of Directors does hereby declare that:

- a. The Company has proper constitution of the Board of Directors including independent directors in proportion as per requirement of clause 49 of the Listing Agreement. However, the Company is still in process for appointing a suitable person as woman director as required under Section 149 of the Companies Act, 2013 as well as the CEO and Company Secretary in Job.
- b. The Company has constituted Nomination and Remuneration Committee, Stakeholders Relationship Committee, Audit Committee as per requirements of the Clause 49 of the Listing Agreement and provisions of the Companies Act 2013.
- c. The Company has the policy for selection and appointment of independent directors who are persons of reputation in the society, have adequate educational qualification, sufficient business experience and have integrity & loyalty towards their duties.
- d. The Company does not pay any managerial remuneration to its Managing Directors and Directors because of Company's weak financial position.
- e. The Independent Directors are not paid any sitting fee for attending Board and other committee meetings as decided by the Board from time to time.
- f. The Company is not paying any commission on net profits to any directors.

AUDITORS :

STATUTORY AUDITOR :

M/S. NIRAV A PATEL & ASSOCIATES, present Statutory Auditors of the company have given their letter of consent and confirmation under provisions of Section 139(1) of Companies Act, 2013 read with Rule 4 and 6 of The Companies (Audit and Auditors) Rules, 2014 (Section 224(1B) of the Companies Act, 1956) for reappointment as Statutory Auditors of the Company. Necessary Resolution making their appointment as the Statutory Auditors and fixing their remuneration is proposed to be passed at the Annual General Meeting.

INTERNAL AUDITORS :

The company is in process of appointing an independent Chartered Accountant to act as an

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Internal Auditor as per suggestion of auditors in order to strengthen the internal control system for the Company. However, as in the company during the previous financial year, there were no much financial transactions or trading business activities, looking to the size of the company and its business operations and transactions, the matter is being discussed with the statutory auditors on making of compliance with this requirements.

SECRETARIAL AUDITOR :

The Company has appointed M/s. KAMLESH SHAH & SHAH CO. as the secretarial auditor for the financial year 2014-15. They have given their report in the prescribed form MR-3 which is annexed to this report as an ANNEXURE.

OBSERVATION OF THE SECRETARIAL AUDITOR :

- I. The Chief Financial Officer [CFO] is yet to be appointed as per requirement of Section 196,197,203(1) read with rule 8 of Companies (Appointment and remuneration of Managerial Personnel) rules 2014.
- II. The Company has not fulfill the criteria as per the section 45-IA of the Reserve Bank of India Act, 1934. The Company has not even 50% of revenue from Non Banking Financial Companies (NBFC) activities and 50% NBFC asset. So Company decided to surrender /cancel the certificate of registration as NBFC issued by RBI and applied for the same.

AUDITORS OBSERVATION :

There are no adverse observations made by the Auditors in their report. However notes to the Accounts to itself are clarificatory and self explanatory in the nature.

APPRECIATION :

Your Directors take this opportunity to acknowledge the trust reposed in your company by its Shareholders, Bankers and clients. Your Directors also keenly appreciate the dedication & Commitment of all our employees, without which the continuing progress of the company would not have been possible.

**Place : Ahmedabad
Date : 30th May, 2015**

**On Behalf of the Board of Directors
Of R.R. SECURITIES LIMITED**

**Sd/-
(RAJENDRA B. SHAH)
Chairman and Whole-Time Director**

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ANNEXURE – I TO THE DIRECTOR’S REPORT

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDING ON 31/03/2015

**[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of
the Companies (Management and Administration) Rules, 2014]**

I. REGISTRATION AND OTHER DETAILS :

1	CIN	L65910GJ1993PLC020169
2.	Registration Date	10/09/1993
3.	Name of the Company	R R Securities Limited
4.	Category / Sub-Category of the Company	Public Company- Limited by Shares/ Indian Non Government Company
5	Address of the Registered office	203 Supath Flats, Vijay Charrasta , Navrangpura, Ahmedabad-380009, Gujarat .
6	Whether listed company Yes / No	Yes Bombay Stock Exchange & Ahmedabad Stock Exchange
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	LINK INTIME INDIA (P) LIMITED 211, Sudarshan Complex, Near Mithakhali Under Bridge, Navrangpura, Ahmedabad-380009.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

All the business activities contributing 10 % or more of the total turnover of the company shall be stated :-

SN.	Name and descriptions of main products/services	NIC Code of the product/Service	% to Total turnover of the company
1	Financial Services	N.A.	100%

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

SN.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	CONCERN	% of shares held by COMPANY	APPLICABLE SECTION
NIL	NIL	NIL	NIL	NIL	NIL

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**II. SHARE HOLDING PATTERN -
(Equity Share Capital Breakup as percentage of Total Equity) :**

i) Category-wise Share Holding :

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
1) Indian									
a) Individual/ HUF	0	41600	41600	1.38	0	41200	41200	1.37	-0.01
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	0	41600	41600	1.38	0	41200	41200	1.37	-0.01
(2) Foreign									
a) NRI- Individual	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp	0	0	0	0	0	0	0	0	0
d) Banks. FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) =(A)(1)+(A)(2)	0	41600	41600	1.38	0	41200	41200	1.37	-0.01
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0

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Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.	4600	829000	833600	27.62	7900	827200	835100	27.67	+0.05
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	117200	1680600	1797800	59.57	122800	1674600	1797400	59.55	-0.02
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	345000	345000	11.43	0	344400	344400	11.41	-0.02
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	100	0	100	0.00	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	121900	2854600	2976500	98.62	130700	2846200	2976900	98.63	+0.01
Total Public Shareholding holding (B)=(B)(1)+ (B)(2)	121900	2854600	2976500	98.62	130700	2846200	2976900	98.63	+0.01
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	121900	2896200	3018100	100	130700	2887400	3018100	100	0

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ii) Shareholding of promoters :

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	Rajendra B. Shah	20700	0.69	0	20700	0.69	0	0
2	Rita R. Shah	20900	0.69	0	20500	0.68	0	-0.01
	Total	41600	1.38	0	41200	1.37	0	0.01

(iii) Change in Promoter's Shareholding (Please Specify, if there is No Change) :

NO CHANGE

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year				

(iv) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs) :

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Akash Agro Industries Ltd.	749900	24.85	749900	24.85
2	Manisha H. Vora	97500	3.23	97500	3.23
3	Saryubala H. Vora	63700	2.11	63700	2.11
4	Osiajee Housing Finance Ltd.	47400	1.57	47400	1.57

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(iv) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs) : (Contd.....)

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
5	Kamlesh Shankarlal	40300	1.34	40000	1.33
6	Parul Harshad Shah	31600	1.05	31600	1.05
7	Kamlaben Babulal Shah	28000	0.9277	28000	0.9277
8	Dinesh V Shah	14300	0.4738	14300	0.4738
9	Navin V. Shah	13100	0.4340	13100	0.4340
10	Rajni V Shah	12300	0.4075	12300	0.4075

(V) Shareholding of directors and key managerial personnel :

SN	1. Rita R. Shah, Managing Director	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	20,900	0.69	20,900	0.69
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	400 (Sale on 1/4/2014)	0.01
	At the end of the year	-	-	20,500	0.68

SN	2. Rajendra B. Shah, Whole Time Director	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	20,700	0.69	20,700	0.69
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	20,700	0.69	20,700	0.69

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SN	3. Manish G. Patel, Director	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	-	-	-	-

SN	4 Ajitsinh K. Chavda, Director	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	-	-	-	-

(VI) 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				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				

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(VI) INDEBTEDNESS : (Contd.....)

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
* Addition				
* Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Rita R. Shah	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	85,000/-	85,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission as - % of profit - others, specify	-	-
5	Others, please specify	-	-
	Total (A)	85,000/-	85,000/-

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B. Remuneration to other directors: (NOT APPLICABLE) :

Directors are not paid any remuneration :

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

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

Mr. Rajendra B. Shah has been appointed as the WTO cum CS without paying any remuneration.

The Company does not have CEO/CFO. So they are not paying any Remuneration.

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

R. R. SECURITIES LIMITED**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	No	No	No	No	No
punishment	No	No	No	No	No
compounding	No	No	No	No	No
B. DIRECTORS					
Penalty	No	No	No	No	No
punishment	No	No	No	No	No
compounding	No	No	No	No	No
C. OTHER OFFICERS IN DEFAULT					
Penalty	No	No	No	No	No
punishment	No	No	No	No	No
compounding	No	No	No	No	No

Annexure – II to THE DIRECTORS Report

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2015

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

To,
The Members,
R.R SECURITIES LIMITED
CIN: L65910GJ1993PLC020169

I/we have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by R R SECURITIES LTD.(Hereinafter called the Company).Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the records of R R SECURITIES LTD 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, I/We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March 2015 complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliances mechanism in place to the extent , in the manner and subject to the reporting made hereinafter:

I/We have examined the books, papers, minute books, forms and returns filed and record maintained by R R SECURITIES LTD (CIN: L65910GJ1993PLC020169) for the financial year ended on 31.03.2015 according to the provisions of:

- (i) The Companies Act, 2013(the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulations) 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 regulation made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings:
- (v) The following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992('SEBI Act') :-
 - (a) The Securities and Exchange Board of India(Substantial Acquisition of Shares and Takeover) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Training)Regulations,1992;

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- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) As stated in the Annexure – A – all the laws, rules, regulations are applicable specifically to the company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India though it is applicable w.e.f 1st day of July 2015 and not mandatory right now is also complied.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchanges.

During the period under review the Company has complied with the provision of the Act, Rules, Regulations,

Guidelines, Standards, etc. mentioned above.

I/We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executives Directors, Independent Directors and Woman Director Except

The Chief Financial Officer [CFO] is yet to be appointed as per requirement of Section 196,197,203(1) read with rule 8 of Companies (Appointment and remuneration of Managerial Personnel) rules 2014.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act.

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 clarification on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I/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 compliances with applicable laws, rules, regulations and guidelines.

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I/We further report that during the audit period the company has not made any

- (I) Public/ Right/Preferential issue of shares/ debentures/sweat equity, etc.
- (II) Redemption/ buy-back of securities
- (III) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (IV) Merger/ amalgamation/reconstruction etc.
- (V) Foreign technical collaborations

Place : Ahmedabad
Date : 30th May, 2015

FOR KAMLESH M. SHAH & CO.,
PRACTICING COMPANY SECRETARIES

Sd/-
(Kamlesh M. Shah)
ACS: 8356, COP: 2072

R. R. SECURITIES LIMITED

ANNEXURE-A

Securities Laws :

1. All Price Sensitive Information was informed to the stock exchanges form time to time
2. All investors complain directly received by the RTA& Company is recorded on the same date of receipts and all are resolved within reasonable time.

Labour Laws :

1. All the premises and establishments have been registered with the appropriate authorities.
2. The Company has not employed any child labour/ Bonded labour in any of its establishments.
3. Provisions with relate to compliances of PF/ESI/Graduity Act are not applicable to Company.

RBI Regulations :

The Company has not fulfill the criteria as per the section 45-IA of the Reserve Bank of India Act, 1934. The Company has not even 50% of revenue from Non Banking Financial Companies (NBFC) activities and 50% NBFC asset. So Company decided to surrender /cancel the certificate of registration as NBFC issued by RBI and applied for the same.

Environmental Laws :

AS the company is not engaged in the manufacturing activities so the Environmental laws are not applicable to the company.

Taxation Laws :

The company follows all the provisions of the taxation and Income Tax Act, 1961 and filing the returns at proper time with Income tax department and all other necessary departments.

List of other laws, rules and regulations specifically applicable to the Company.

The Company has made compliance, wherever applicable, with the following applicable laws, rules and regulations as in force:

- 1) Reserve Bank of India Act,1934
- 2) Prevention of Money Laundering Act,2002
- 3) Non Banking Financial Companies(Acceptance and Deposits Directions),1998

Place : Ahmedabad
Date : 30th May, 2015

FOR KAMLESH M. SHAH & CO.,
PRACTICING COMPANY SECRETARIES

Sd/-
(Kamlesh M. Shah)
ACS: 8356, COP: 2072

R. R. SECURITIES LIMITED

REPORT ON CORPORATE GOVERNANCE

MANAGEMENT PERCEPTION ON CORPORATE GOVERNANCE :

The company believes that good Corporate Governance practices enable the Board to direct and control the affairs of the company in an efficient manner. Your Company conducts its affairs in a fair, transparent and professional manner. As such, the company steps to put in place the system of Corporate Governance as per the guidelines provided in Clause 49 of the Listing Agreement. Further with the formation of the various committees within the organizations, the company also complies with various provisions of the Companies Act, 1956 as well as SEBI and Stock Exchange requirements. As per the norms prescribed under Listing Agreement being applicable to the company and in compliance to Section 177 of Companies Act, 2013 (section 292A of Companies Act, 1956), the company had complied with the code of corporate governance on 31st March, 2015.

BOARD COMPOSITION :

Name of the Director	Designation	Type	Executive/ Non Executive
Mr. Rajendra B. Shah	Chairman And Director	Promoter Director	Non-Executive
Ms. Ritaben R. Shah	Managing Director	Promoter Director	Non-Executive
Mr. Ajitsingh K. Chavda	Director	Independent Director	Non-Executive
Mr. Manish Girishbhai Patel	Director	Independent Director	Non- Executive

BOARD MEETINGS :

During the year under review, 5 Board Meetings were held on 30th May, 2015 ;30th July, 2014; 30th September, 2014; 4th November,201; 30th January, 2015. The details of the attendance of the directors in the board meeting along with number of meeting held during their tenure are given below.

DETAILS OF OTHER DIRECTORSHIP/COMMITTEE MEMBERSHIP OR CHAIRMAN OF ANY COMMITTEE IN OTHER COMPANIES :

Sr No.	Name of Directors	Directorship in other Company	Whether Directorship/ Chairman or Member of any Other Company?
1.	Mr. Rajendra B. Shah	Akash Agro Industries Ltd R.R.Vibrant Polymers Ltd Shree Proteins Pvt Ltd R B Shah Projects Pvt Ltd	No Chairmanship Or Member Of Any Committee Of Any Other Company
2.	Mr. Manish Girishbhai Patel	Akash Agro Industries LTD Shree Proteins Pvt Ltd.	No Chairmanship Or Member Of Any Committee Of Any Other Company

R. R. SECURITIES LIMITED

Sr No.	Name of Directors	Directorship in other Company	Whether Directorship/ Chairman or Member of any Other Company?
3.	Ms. Ritaben R. Shah	R B Shah Projects Pvt. Ltd	No Chairmanship Or Member Of Any Committee Of Any Other Company
4.	Mr. Ajitsingh K. Chavda	NIL	No Chairmanship Or Member Of Any Committee Of Any Other Company

Note : None of the above mentioned Directors hold directorship in more than 15 Public Limited Companies.

CODE OF CONDUCT :

The company has already adopted a code of conduct for all employees of the company and executive directors. The board has also approved a code of conduct for the non-executive directors of the company.

All board members and senior management personnel (as per clause 49 of listing agreement) have affirmed compliance with the applicable code of conduct has been provided in the Annual Report.

The directors and senior management of the company have made disclosures to the board confirming that there are no material financial and/ or commercial transactions between them and the company that could have potential conflict of interest with the company at large.

COMPOSITION OF COMMITTEES :

(A) AUDIT COMMITTEE :

Brief description of the terms of reference for a qualified and independent audit committee has been set up by the board. The terms of reference of the Audit Committee include;

- a. Review of quarterly and half yearly financial results with the management and the statutory auditors;
- b. Review with the management and statutory auditors of the annual financial statements before submission to the Board;
- c. Review with the management, statutory auditors and the internal auditors about the nature and scope of audits and of the adequacy of internal control system;
- d. Consideration of the reports of the internal auditors and discussion about their findings with the management and suggesting corrective actions wherever necessary;
- e. Review of the financial report process and disclosure of financial information;
- f. Review of the adequacy of the internal audit function;
- g. Look into the reasons for any substantial defaults in payments to the depositors, shareholders, creditors, if any;
- h. Recommending the appointment and removal of External Auditors, fixation of audit fees and approval for payment for any other services;

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- i. Authority to investigate into any matter covered by section 292A of the Company Act, 1956;
- j. Reviewing the Company's financial and risk management policies

A. AUDIT COMMITTEE :

	Name	Type
1.	Mr. Manish Girishbhai Patel	Chairman
2.	Mr. Rajendra B. Shah	Member
3.	Mr. Nirav A. Patel	CA to act as Tax, Finance & Audit Advisor

FUNCTIONS OF AUDIT COMMITTEE :

The Audit Committee is headed by Mr. Manish G. Patel as Chairman and includes other director Mr. Rajendra B. Shah. The Committee is regularly giving feedback on daily financial and accounting position of the company to the Board. In addition thereto the company has also appointed Mr. Nirav Patel, C.A. as Advisor for Finance, Accounts and Taxation matters from time to time. The role of professional advisors has been of an Advisory nature. They do not take part in the proceedings of the committee. However they are giving their expert guidance on making compliance with the Accounting Standards, Financial transactions and accounting and Taxation matters, Company Law and other Corporate Legal Matters etc.

The Committee meets at least once in every quarter and prepare its minutes on the proceedings and business discussed, transacted. All committee Reports and minutes are placed before the Board in all its meetings for information, guidance, directions and taking the same on record.

Other functions, powers, duties etc. of the committee are defined taking in to account the legal provisions of the Listing Agreement and the same are kept flexible to be decided by the Board from time to time.

ESTABLISHMENT OF THE INTERNAL AUDIT SYSTEM :

The company has already established the Internal Audit System under the Chairmanship of the Audit Committee. The Managing Director and the Chief Financial Officer of the company both are jointly responsible for giving full accounts to the committee including to carry out any suggestions of the committee. The audit system ensures proper financial control and accounting of the transactions as per the established accounting standards.

(B) STAKEHOLDERS RELATIONSHIP COMMITTEE :

FUNCTIONS OF STAKEHOLDERS RELATIONSHIP COMMITTEE :

This Committee looks in to all aspects and business related to Shares and retail investors. The Committee also looks after the Dematerialization process of equity shares.

The Committee is also empowered to keep complete records of Shareholders, Statutory Registers relating to Shares and Securities, maintaining of the complete records of Share Demated, Investors Grievances and complaints received from investors and also from various agencies.

The Committee also take advise and seek legal opinions from advocates to look after the legal cases and problems relating to the investors, shares etc.

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The Committee meets every month to approve all the cases of shares demat, transfer, issue of duplicate and resolution of investors complaints, submission of information to various statutory authorities like NSDL/CDSL, SEBI, Stock Exchanges, Registrar of Companies periodically and from time to time.

Other functions, roles, duties, powers etc. have been clearly defined in line with the Clause 49 of the Listing Agreement and are kept flexible for modification by the Board from time to time.

COMPOSITION OF STAKEHOLDERS RELATIONSHIP COMMITTEES :

	Name	Type
1.	Mr. Manish Girishbhai Patel	Chairman
2.	Mr. Rajendra B. Shah	Member
3.	*Shri Kamlesh M. Shah	Company Secretary to act as Secretary to Committee

*(In the Advisory capacity only)

(C) REMUNERATION COMMITTEE :

The Company has not paid any remuneration as the company does not have any Managing Director or Whole time Director. Also no remuneration or commission in profit was given to Independent and Non-Executive Directors in terms of Commission or Sitting Fees. No Employees or Key Manager Persons were given ESOP or Employee Stock Option Scheme (ESOS) during the year.

	Name of the Director	Commission	Sitting Fees
1	Mr. Rajendra B. Shah	NIL	NIL
2	Ms. Ritaben R. Shah	NIL	NIL
3	Mr. Ajitsingh K. Chavda	NIL	NIL
4	Mr. Manish Girishbhai Patel	NIL	NIL

COMPOSITION OF REMUNERATION COMMITTEE :

	Name	Type
1	Mr. Manish Girishbhai Patel	Chairman
2	Mr. Rajendra B. Shah	Member
3	Ms. Ritaben R. Shah	Member

NO. OF BOARD AND COMMITTEE MEETINGS HELD DURING THE YEAR :

Name of the Committee	No. of Meetings held
Board	5
Audit Committee of Board	4
Stakeholders Relationship Committee	12
Remuneration Committee	1

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ATTENDANCE OF THE DIRECTORS IN VARIOUS MEETINGS :

	Name of the Director	Board Meeting	AC Meeting	SRC Meeting	RC Meeting
1	Mr. Rajendra B. Shah	5	4	12	1
2	Ms. Ritaben R. Shah	5	-	-	1
3	Mr. Ajitsingh K. Chavda	5	-	-	-
4	Mr. Manish Girishbhai Patel	5	4	12	1

DIRECTORS PRESENT AT THE LAST ANNUAL GENERAL MEETING- DATED 30TH SEPTEMBER 2014 :

1	Mr. Rajendra B. Shah	Chairman & Director
2	Ms. Ritaben R. Shah	Director
3	Mr. Ajitsingh K. Chavda	Director
4	Mr. Manish Girishbhai Patel	Director

DETAILS OF ANNUAL GENERAL MEETINGS HELD DURING THE LAST 5 FINANCIAL YEARS :

1	September 30, 2014	203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009
2.	September 30, 2013	203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009
2.	September 29, 2012	203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009
3.	September 30, 2011	203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009
4.	September 30, 2010	203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009

POLICIES

A. POLICY ON RELATED PARTY TRANSACTIONS :

SCOPE AND PURPOSE OF THE POLICY :

Related party transactions can present a potential or actual conflict of interest which may be against the best interest of the company and its shareholders. Considering the requirements for approval of related party transactions as prescribed under the Companies Act, 2013 ("Act") read with the Rules framed there under and Clause 49 of the Listing Agreement (as amended by SEBI Circulars dated April 17, 2014 and September 15, 2014), our Company has formulated guidelines for identification of related parties and the proper conduct and documentation of all related party transactions.

Also, Clause 49(VII)(C) of the Listing Agreement requires a company to formulate a policy on materiality of related party transactions and dealing with related party

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transactions. In light of the above, our Company has framed this Policy on Related Party Transactions (“Policy”). This Policy has been adopted by the Board of Directors of the Company based on recommendations of the Audit Committee. Going forward, the Audit Committee would review and amend the Policy, as and when required, subject to the approval of the Board.

OBJECTIVE OF THE POLICY :

The objective of this Policy is to set out (a) the materiality thresholds for related party transactions and; (b) the manner of dealing with the transactions between the Company and its related parties based on the Act, Clause 49 of the Listing Agreement and any other laws and regulations as may be applicable to the Company.

MANNER OF DEALING WITH RELATED PARTY TRANSACTIONS

a) Identification of related parties :

The Company has formulated guidelines for identification and updating the list of related parties as prescribed under Section 2(76) of the Act read with the Rules framed there under and Clause 49 of the Listing Agreement.

b) Identification of related party transactions :

The Company has formulated guidelines for identification of related party transactions in accordance with Section 188 of the Act and Clause 49 of the Listing Agreement.

DISCLOSURES :

The Company shall disclose, in the Board’s report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business along with the justification for entering into such transaction.

B. FAMILIARIZATION POLICY FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVE OF THE POLICY :

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS :

The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Such programmes/presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company’s strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

The programmes/presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.

When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company’s business activities.

R. R. SECURITIES LIMITED

New Independent Directors are provided with copy of latest Annual Report, the Company's Code of Conduct, the Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.

The Company provides the Directors with the tours of company's facilities from time to time.

A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

C. RISK MANAGEMENT POLICY :

LEGAL FRAMEWORK :

Risk Management is a key aspect of the "Corporate Governance Principles and Code of Conduct" which aims to improvise the governance practices across the Company's activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities.

BACK GROUND AND IMPLEMENTATION :

The Company is prone to inherent business risks. The objective of Risk Management Policy shall be identification, evaluation, monitoring and minimization of identifiable risks. This policy is in compliance with the amended Clause 49 of the Listing Agreement (w.e.f 1 st October 2014) which requires the Company to lay down procedure for risk assessment and procedure for risk minimization. The Board of Directors of the Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.

COMMITTEE :

The Company has not made Risk Management Committee but the Board of Directors & Audit Committee is looking after the Risk Management of the Company.

D. CORPORATE SOCIAL RESPONSIBILITY POLICY :

India's new Companies Act, 2013 has introduced several new provisions which change the face of Indian corporate business. One of such new provisions is Corporate Social Responsibility (CSR). As per Section 135 of the Companies Act, 2013, it provides the threshold limit for applicability of the CSR to a Company i.e. (a) net worth of the company to be Rs 500 crore or more; (b) turnover of the company to be Rs 1000 crore or more; (c) net profit of the company to be Rs 5 crore or more.

Our Company is the Loss making one. So that CSR Policy is Not Applicable to the Company. So any CSR Activities have not been undertaken by the Company & has not made Corporate Responsibility Committee.

R. R. SECURITIES LIMITED

E VIGIL MECHANISM POLICY :

LEGAL FRAMEWORK :

Section 177 of the Companies Act, 2013 requires every listed company and such class or classes of companies, as may be prescribed to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed.

Effective October 1, 2014, Clause 49 of the Listing Agreement between listed companies and the Stock Exchanges, inter alia, provides for a mandatory requirement for all listed companies to establish a mechanism called „Whistle Blower Policy? for employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the company's code of conduct.

POLICY :

In compliance of the above requirements, R R Securities Limited, being a Listed Company has established a Vigil (Whistle Blower) Mechanism and formulated a Policy in order to provide a framework for responsible and secure whistle blowing/vigil mechanism.

The Vigil (Whistle Blower) Mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The mechanism provides for adequate safeguards against victimization of Directors and employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

F SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (POLICY WHERE MORE THAN 4 WOMEN WORKING) AND ELIMINATION OF CHILD LABOUR POLICY.

The Company is not employing more than 4 women employees as well as the Company is not employing any child labor. So these both policies are not applicable to the Company.

INVESTORS SERVICES :

Press Releases and Financial Results are made available on the website of the Company i.e. www.rrsecurities.com. For the grievances of our investors the company has designated an e-mail id for investors i.e. investors_rrsl@yahoo.com.

WEBSITE :

www.rrsecurities.com contains a sub menu on investor relations. It carries comprehensive information of interests to our investors including on the results of the company, quarterly report on corporate governance, quarterly shareholding patterns, Annual Reports, business activities of the company as well as corporate actions made by the company. Website is updated time to time for the investor's information and awareness.

R. R. SECURITIES LIMITED

PASSING OF THE RESOLUTIONS BY POSTAL BALLOT SYSTEM :

The Company had not passed any resolution by means of Postal Ballot at the last Annual General Meeting. The Company had during the financial year not passed any resolutions by means of Postal Ballot system.

MANAGEMENT DISCUSSION AND ANALYSIS :

Statement in this Management Discussion and Analysis of Financial Condition and Results of the Company describing the company's objectives expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations forward looking statements are based on certain assumptions and expectations of future events.

The company cannot guarantee that these assumptions and expectations are accurate or will be realized. The company assumes no responsibility to publicly amend, modify or revise forward looking statements, on the basis of any subsequent developments, information or events, actual results may differ materially from those expressed in the statement. Important factors that could influence the company's operations include interconnect usage charges, determination of tariff and such other charges and levels by the regulatory authority, charges in government regulations, tax laws, economics developments within the country and such factors globally.

The financial statements are prepared under historical cost convention, on accrual basis of accounting, and in accordance with the provision of the Companies Act, 1956(the Act) and comply with the Accounting Standards notified under section 211(3C) of the Act read with Companies (Accounting Standard) Rules, 2006. The management of R. R. Securities Limited has used estimate and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner, the state of affairs and loss for the years.

The following discussion on our financial condition and result of operations should be read together with our financial statements and the notes to these statements included in the Annual Report.

(a) PRESENT STRENGTH OF THE COMPANY :

Company has engaged in business of investment and acquiring or otherwise and hold sell, by or otherwise deal in shares, debentures, debenture stocks, bonds, units, obligations and securities issued or guaranteed by Indian or foreign governments, states, dominions, sovereigns, municipalities or public authorities or bodies and by any company, corporation, firm or person whether incorporated in India or elsewhere and to manage investment pools. Company has also engaged in business of real estate. Once, the market is identified, the management is hopeful of making optimum use of the fixed assets available in the company. R.R. Securities Limited has team of experience and result oriented entrepreneurs and businessman. The promoters has varied experience in line of financial Services and conversant with intricacies and nuances of the trade. The main promoter Mr. Rajendra Babulal Shah is a qualified Company Secretary. He has experience in the matter of Company Law, Finance and Stock and Shares.

The Company is in process to find appropriate persons with adequate exposure and experience in the field of finance, company law, marketing, Banking and investment for the appointment in the company, So Company can increase its business activities and increase its profitability in the coming years.

R. R. SECURITIES LIMITED

Financial Performance of the Company for the last Three Year as following :

(Amount in Rs.)

	Mar 14	Mar 13	Mar 12
Sales	1,04,44,062	11,41,282	0
Total Income	1,31,64,795	25,17,914	16,77,119
Expenditure	84,26,030	24,30,440	13,79,182
Profit before Tax	47,38,765	87,474	2,97,937
Prov for Tax	12,81,333	35,000	44,000
Profit aft Tax	34,57,432	68,512	2,55,917
Share Capital	3,01,81,000	3,01,81,000	3,01,81,000

In the last three years Company has made profit and by utilizing resources, manpower as well as experience of the management team of the company, Company will make good profit in the Coming year. The Net Profit Ratio on capital employed is also increasing day by day. The Company is expecting to earn 10% return on total capital employed in the near future. The Company has also made and investment in Prarthana Upvan Land located at 15 KM away from Ahmedabad, World Business House and office building located at prestigious area at Ahmedabad.

(b) FUTURE OUT LOOK :

The Indian Financial System will be playing a key role in implementation of various financial activities. The future year will be the great for the Company to make adequate profit. Company has made investments in various mutual funds like Birla Infrastructure Funds, Reliance Equity Funds, Fedility India Special Funds, ICICI Prudential LIQ. Fund etc.

(c) COMPANY'S ACTION PLAN :

Following are whole business operations are going on with a great level of dedication and with the cordial support of all Management team, we expect a great business toward the Company's stakeholders.

R.R. Securities Limited has team of experience and result oriented entrepreneurs and businessman. The promoters has varied experience in line of Financial Services and conversant with intricacies and nuances of the trade. The main promoter Mr. Rajendra Babulal Shah is a qualified Company Secretary. He has experience in the matter of Company Law, Finance and Stock and Shares.

The Company currently operates as providing miscellaneous financial Services and investing in various securities like shares, debentures, stocks, mutual funds etc and company has also made an investment in real estate. Now the Company is in process of acquiring the Readymade House and Office properties like Flat, Buildings or Offices at the main places and give on rental basis to gathering the revenue for the meeting of daily expenses of the company.

MEANS OF COMMUNICATIONS :

A] ESTABLISHMENT OF INTERNAL MANAGEMENT INFORMATION SYSTEMS :

The company has established the Management Information System (MIS) whereby

R. R. SECURITIES LIMITED

each and every functional department submits their performance reports and any type, nature, description of problems to their Functional heads. The functional heads have autonomy for redressal of problems and HRD problems or functional problems at their own level. Any problems requiring policy decisions are being intimated to Audit Committee for redressal or amendments in the policy and procedures. The progress reports are being regularly on monthly basis intimated to the Audit Committee through the Financial Officer of the company who in turn put the same to Audit Committee meetings. All the Investors' grievances or share department related queries are addressed to the Compliance Officer who in turn put the same before the Stakeholders Relationship Committee.

B] INFORMATION SYSTEM BETWEEN COMMITTEES AND THE BOARD

Both Audit Committee and Stakeholders Relationship Committee receive periodical regular information from the concerned functional heads, after resolutions of all the problems communicate back the same to functional heads for further communications. The progress report and minutes of all meetings held of both the committees are being placed before the Board for information and taking the same on records.

C] INFORMATION SYSTEM BETWEEN THE COMPANY AND INVESTORS AND OTHER STAKE HOLDERS.

The company is regularly taking on record the unaudited financial results on quarterly basis as per requirements of the Clause 41 of the Listing Agreement. The material information relating to the business of the company are being intimated to the Stock Exchange who in turn publish the same in their daily official bulletin. The Audited Financial Balance Sheet is being dispatched to all shareholders in time at their registered addresses.

CORPORATE SOCIAL RESPONSIBILITY :

The Company continues to strive for sustainability in their operations by promoting the integration of CSR into their business strategy as well as everyday functioning. During the year under review they focused on areas namely,

ENVIRONMENT :

The company communicates with its shareholders and general public through e-mails as per new Circular issued by the Act, hence the company has reducing paper consumption. Company has also maintain its own Website on which proper data regarding Company like results, Corporate Actions, Performance etc are available for the investors and general public.

VIGILLANCE MECHANISM :

A. OVER COMING BARRIERS OF CURRENT OPERATIONS :

This system is established under the chairmanship of Shri Rajendra B. Shah and he will be further assisted by chief operational officer (COO) and chief financial officer (CFO). The company's operational department ensures whistle blower upon failure / shut down or breaks down of business services supply systems and service utilities of its sports academy and entertainment division. Upon such intimation the company has established the systems for identifying the reasons for failure in continuous supply of business services, find out remedial action and to restore the services within minimum possible time so as to reduce overall business loss as well as the financial losses. In addition the Company has established data back up systems on CDs, DVDs, and is

R. R. SECURITIES LIMITED

also in the process of hiring the data warehouse for retrieval of the various entertainment contents shoot and recorded on the Digital media. The Company is also planning to hire the Data warehouse center to securely warehouse all important entertainment related contents in digital forms safely.

The CFO blows the whistle upon any possible financial crunch or over/extensive financial liabilities. The short term financial management system ensures overcoming any unforeseen liabilities through overdrafts on deposits or temporary borrowing on Inter Corporate deposits basis. The long term financial planning ensures productive use of long term financial funds. The company as far as possible ensures making separation in usage of short term and long term funds.

B. POSSIBLE THREATS TO FINANCIAL SYSTEMS :

The company operates in a multimedia and entertainment industry wherein the company is required to make heavy financial investment in products, high cost of manpower which are basically in the nature of revenue (Short Term) but the product being generated is of long term usage and can be marketed over the years which generates revenue in years. Further the company also faces threats of possible shortage of short term funds due to non completion of final products or delay in completion of the final products. Any financial problems are being met through short financial borrowing from open market or by way of barter system marketing arrangements.

C. MANAGEMENT'S ACTION PLANS - (TO OVERCOME POSSIBLE SYSTEM FAILURES) :

These are the areas which are difficult for any management to overcome and control. Even though the company's HRD and technical department ensures performance appraisal of manpower which to some extent help in eliminating this risk.

DISCLOSURES :

A) MATERIALLY RELATED PARTY TRANSACTIONS :

During the year the financial or business transactions made by the company with the related parties of Directors or the Key Managerial Person is detailed given under the Note No. 3 of Schedule 25, Other notes forming part of accounts in notes to the Account.

B) DETAILS OF NON-COMPLIANCE :

Company has complied with penalties imposed on the company or any of its directors by stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

C) ACCOUNTING TREATMENT :

In the preparation of financial statements, the company has followed the Accounting Standards as prescribed under Companies (Accounting Standards) Rules 2006, as applicable. The Accounting Policies followed by the company to the extent relevant, are set out elsewhere in this Annual Report.

D) CEO AND CFO CERTIFICATION :

Shri Rajendra B. Shah, Whole- Time Director and Compliance Officer of the company and Smt. Rita R. Shah, Managing Director of the company being CEO & CFO of the company give certification on financial reporting and internal controls to the Board as required under Clause 49(V) of the Listing Agreement which is attached herewith at the end of the report.

R. R. SECURITIES LIMITED

STATUTORY COMPLIANCES MADE AND RETURNS ETC. FILED :

The company has duly complied with the provisions of the Companies Act 1956, all the provisions of the Listing Agreement. The company has also filed various unaudited Financial Results, Balance Sheets, Income Tax returns and other statutory returns with all the authorities in time. There are no defaults as on date in any such compliances and no legal action of any nature has been taken against the company or its officers / directors.

CODE OF CONDUCT FOR THE BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

The Board has established a Code of Conduct for all Board members and senior management of the company. None of the Directors or any of the Key managerial personnel had done any trading in shares of the Company in the secondary market. Further the company had not made any allotment of shares to any Directors or any of the key managerial personnel during the year. Certificate of Compliance with the Code of Conduct for Board of Directors and Key Management Personnel is given herewith Board of Director Report.

OTHER DETAILS :

REGISTERED OFFICE : 203, Supath, Vijay Char Rasta, Navrangpura, Ahmedabad-380009

BOOK CLOSURE DATES : 23/09/2014 to 30/09/2014
(Inclusive of Both Days)

REGISTRAR AND SHARE TRANSFER AGENT : LINK INTIME INDIA (P) LIMITED
2nd Floor, Sudarshan Complex,
Nr. Mithakhali Bridge, Navrangpura,
Ahmedabad-380 009.
Tele Phone: 91-079-26465179
Fax Number :91-079-26465179
E-mail: ahmedabad@intimespectrum.com

ISIN NUMBER OF THE COMPANY : INE 474 H 01014

FINANCIAL CALENDAR :

Unaudited Results for the Quarter :

Ending on 30th June, 2014 : 30th July, 2014

Ending on 30th September, 2014 : 4th November, 2013

Ending on 31st December, 2014 : 30th January, 2014

Ending on 31st March, 2015 : 30th May, 2014

DETAILED PROGRAMME OF THE 21ST ANNUAL GENERAL MEETING :

DATE : 30TH SEPTEMBER 2015

DAY : WEDNESDAY

TIME : 11.30 A.M.

VENUE : REGISTERED OFFICE OF THE COMPANY AT :

203, SUPATH APARTMENT, VIJAY CHAR RASTA,
NAVRANGPURA, AHMEDABAD- 380 009.

R. R. SECURITIES LIMITED

LISTING DETAILS :

Equity Shares of the company are listed and traded on :

The Stock Exchange, Ahmedabad

The Stock Exchange, Mumbai

Name of Stock Exchange

Trading Code

Ahmedabad Stock Exchange - (ASE)

50232

Mumbai Stock Exchange (BSE)

530917

MARKET QUOTATIONS :

The Company has paid listing fees of the Bombay Stock Exchange. It has submitted all documents for quarterly, monthly, annual listing agreement compliance.

Market price data – High, Low during each month in last financial year :

(Market price in Rs.)

Month	Open	High	Low	Close	No. of Share	No. of Trade	Total Turn-over (Rs.)	Deliverable Quantity	Qty. % Deli. Qty to Traded Qty	Spread	
										High Low	Clos. Op.
Apr 14	2.50	2.50	2.50	2.50	400	8	1,000	400	100.00	0.00	0.00
May 14	2.60	2.60	2.47	2.50	1,500	6	3,734	1,500	100.00	0.13	-0.10
Jun 14	2.38	2.40	2.38	2.40	1,300	8	3,118	1,300	100.00	0.02	0.02
Jul 14	2.40	2.64	2.40	2.64	500	8	1,236	500	100.00	0.24	0.24
Dec 14	2.77	2.77	2.77	2.77	1,400	4	3,878	1,400	100.00	0.00	0.00
Feb 15	2.77	2.77	2.77	2.77	100	2	277	100	100.00	0.00	0.00
Apr 15	2.64	2.64	2.64	2.64	500	4	1,320	500	100.00	0.00	0.0

- Note :** 1) The Face Value of equity shares of the company is Rs. 10/- per share.
2) The Promoters and directors had not dealt in trading of the securities of the Company during the year under review. The Company's stock is not forming part of Stock Market General INDEX or Industry Specific INDEX. Hence, price movement of the Company's shares with movement of INDEX is not relevant and is not given herewith.

CATEGORY WISE HOLDING OF SHARES AS ON DATE 31/03/2015 :

Category	Shares	Percentage of Holding
Promoters	41200	1.37%
Bodies Corporate	835100	27.67%
Public (Indian)	2141800	70.96%
NRI	0	-
Total	3018100	100.00 %

R. R. SECURITIES LIMITED

DISTRIBUTION OF SHAREHOLDING AS ON DATE 31/03/2015 :

Description		Holder (S)		Holding (s)	
From	To	Folios	%	Shares	%
1	500	6022	90.0419	1088400	36.0624
501	1000	475	7.1023	389200	12.8955
1001	2000	122	1.8242	186200	6.1694
2001	3000	30	0.4486	75600	2.5049
3001	4000	6	0.0897	22300	0.7389
4001	5000	2	0.02990	9100	0.3015
5001	10000	13	0.1944	94600	3.1344
10001	& above	18	0.2691	1152700	38.1929

DATE : 30th May, 2015
PLACE : Ahmedabad

On Behalf of the Board of Directors
Of R.R. SECURITIES LIMITED

SD/-
(Rajendra B. Shah)
Chairman & Whole-Time Director

R. R. SECURITIES LIMITED

**CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT
FOR BOARD OF DIRECTORS AND KEY MANAGEMENT PERSONNEL**

To,
The Members,
R.R. Securities Limited,
Ahmedabad.

I, Rajendra B. Shah, Chairman of the Company, hereby certify that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct in accordance with Clause-49.I.D of the Listing Agreement entered into with Stock Exchange.

As required by Clause 49 of the Listing Agreement, Certificate of Compliance with the Corporate Governance Requirements by the Company issued by Auditors is given as an annexure to the Directors' Report.

We further confirm that during the year, none of the Directors or any of the Key managerial persons had done any trading in shares of the Company in the secondary market. Further the company had not made any allotment of shares to any Directors or any of the key managerial personnel during the year.

The above Report was adopted by the Board at their meeting held on 30th May, 2015.

Date : 30th May, 2015
Place : Ahmedabad

For and On Behalf of the Board Of Directors
R.R. Securities Limited

SD/-
(Rajendra B. Shah)
Chairman & Whole-Time Director

R. R. SECURITIES LIMITED

**CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND
CHIEF FINANCIAL OFFICER OF THE COMPANY**

We, Rajendra B. Shah, Chairman of the Board of Directors and Mr. Manish Girishbhai Patel Chairman of an Audit Committee of R.R. Securities Limited, do hereby certify that:

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

Date : 30th May, 2015
Place : Ahmedabad

**For and On Behalf of the Board of Director of
R.R. Securities Limited**

**SD/-
(Manish G. Patel)
Director
Chairman-Audit Committee**

**SD/-
(Rajendra B. Shah)
WTD& Compliance
Officer**

R. R. SECURITIES LIMITED

**AUDITORS' REPORT ON COMPLIANCE WITH
CORPORATE GOVERNANCE**

To
The Members of
R.R. Securities Limited

We have examined the compliance of conditions of Corporate Governance by R.R. Securities Limited, for the period ended on 31st March, 2015 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has partly complied with the requirements and conditions of corporate governance as stipulated in the above mentioned listing agreement except for the Audit Committee which also consists of Promoters and directors.

We state that generally no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the company.

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.

On the basis of our review and according to the information and explanations given to us by the company, we state that in our opinion and to the best of our knowledge, the Company has complied with the mandatory requirements as contained in the Listing Agreement with the Stock Exchanges and as per Section 292A of the Companies Act 1956.

**Place : Ahmedabad
Date : 30th May, 2015**

**For Nirav A. Patel & Associates
Chartered Accountant**

**SD/-
(Nirav Patel)
Proprietor
Membership No. 151282**

INDEPENDENT AUDITOR'S REPORT

To,
THE MEMBERS OF
R R SECURITIES LIMITED

Report on the Standalone Financial Statements :

I have audited the accompanying financial statements of R R Securities Limited ("the Company"), which comprises the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements :

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility :

My responsibility is to express an opinion on these financial statements based on my audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

R. R. SECURITIES LIMITED

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

Opinion :

In my opinion and to the best of my information and according to the explanations given to me, 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, 2015, and its Profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements :

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, I give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, I report that:
 - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit.
 - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statement;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education And Protection Fund by the Company.

For, Nirav A Patel & Associates
Chartered Accountants
FRNo: 135076W

Place of Signature : Ahmedabad
Date : 30/05/2015

Nirav Patel
(Proprietor)
Membership No.: 151282

R. R. SECURITIES LIMITED

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of my report of even date.)

- (i) In respect of its fixed assets :
- a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) Majority of the assets has been physically verified by the management according to a program designed to cover substantial items, which in my opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the fixed assets during the year, no material discrepancies between the book records and physical inventory were noticed on such verification.
 - c) During the period under audit, the company has not disposed off any major part of the Fixed Assets.
- (ii)
- a) The inventory has been physically verified during the year by management. In my Opinion, the frequency of verification is reasonable.
 - b) In my opinion and according to the information and explanation given to me the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of company and nature of its business.
 - c) In my opinion and according to the information and explanation given to me, The Company has maintained proper records of its inventory and discrepancies noticed on verification between physical verification have been properly dealt with in the books of account of the Company.
- (iii) In respect of the loans secured or unsecured to the companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
- a) The Company has granted unsecured loan to Companies covered in the register required to be maintained under Section 189 of the Act.

Party	Maximum Amount Involved During the Year	Year end balance (Rs.)
R. R. Vibrant Polymers Private Limited	51,43,201/-	51,43,201/-

- b) In my opinion and according to the information and explanations given to me, the terms and conditions on which loan has been granted to companies covered under the register required to be maintained under Section 189 of the Companies Act, 2013 are not, prima facie, prejudicial to the interest of the Company
 - c) There is no overdue amount of loans, taken by the Company in accordance with terms and conditions on which loan has been taken.
- (iv) In my opinion and according to the information and explanations given to me, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of my audit, I have not observed any continuing failure to correct major weaknesses in internal control system.

R. R. SECURITIES LIMITED

- (v) The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and rules framed there under are not applicable to the company.
- (vi) According to the information and explanation given to me, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Companies Act, 2013 in respect of business carried out by the Company. Therefore, Provisions of Clause 3(vi) of the Order are not applicable to the Company.
- (vii) a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues applicable to it. According to the information and explanations given to me, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at 31st March, 2015 for a period of more than six months from the date they became payable.
b) According to the information and explanation given to me, there are no dues of Income Tax, Wealth tax, Service Tax and Cess which have not been deposited on account of any dispute.
c) According to the information given to me, there were no amounts which were required to be transferred to the Investor Education And Protection Fund by the Company.
- (viii) The Company does not have any accumulated losses at the end of the Financial Year the Company has not incurred cash losses during the financial year under my audit and in the immediately preceding financial year.
- (ix) According to the information and explanation given to me, the Company has not defaulted in repayment of dues to a financial institution or bank or Debenture Holders.
- (x) In my opinion and according to the information and explanations given to me, the Company has given guarantees to bank for loan taken by one Company in which directors are interested. As no counter guarantee has been obtained from the said Company it may affect prejudice the interest of Company in case of default made by Company on behalf of whom guarantee is given by Company to bank.
- (xi) According to the information and explanation given to me, the Company has not obtained any term Loans during the year under review.
- (xii) Based on the audit procedures performed and representation obtained from management, I report that, no case of material fraud on or by the Company has been noticed or reported during the year under audit.

For, Nirav A Patel & Associates
Chartered Accountants
FRNo: 135076W

Place of Signature : Ahmedabad
Date : 30/05/2015

Nirav Patel
(Proprietor)
Membership No.: 151282

R. R. SECURITIES LIMITED**BALANCE SHEET AS AT 31ST MARCH, 2015***(Amount in Rs.)*

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. EQUITY AND LIABILITIES :			
1 Shareholders' funds :			
(a) Share capital	2	30,181,000	30,181,000
(b) Reserves and surplus	3	7,797,392	6,412,645
(c) Money received against share warrants		0	0
2 Share application money pending allotment		0	0
3 Non-current liabilities			
(a) Long-term borrowings		0	0
(b) Deferred tax liabilities (Net)		67,624	109,972
(c) Other Long term liabilities		0	0
(d) Long-term provisions		0	0
4 Current liabilities			
(a) Short-term borrowings	4	12,708,224	19,984,210
(b) Trade payables	5	6,632,120	6,462,435
(c) Other current liabilities	6	150,345	123,067
(d) Short-term provisions	7	363,864	213,396
TOTAL		57,900,569	63,486,725
II. ASSETS :			
Non-current assets :			
1. (a) Fixed assets			
(i) Tangible assets	8	4,777,354	5,019,623
(ii) Intangible assets		0	0
(iii) Capital work-in-progress		0	0
(iv) Intangible assets under development		0	0
(b) Non-current investments	9	2,000,000	2,000,000
(c) Deferred tax assets (net)		0	0
(d) Long-term loans and advances		0	0
(e) Other non-current assets		0	0
2. Current assets			
(a) Current Investments		0	0
(b) Inventories	10	22,902,431	23,436,542
(c) Trade receivables			
(d) Cash and cash equivalents	11	13,368,012	20,373,328
(e) Short-term loans and advances	12	14,694,005	12,475,988
(f) Other current assets	13	158,767	181,244
TOTAL		57,900,569	63,486,725

Note 1 to 31 are forming the part of Balance sheet and Profit & loss

As per our report attached
For, Nirav A Patel & Associates
Chartered Accountants
FRN : 135076W

Nirav Patel
Proprietor
M. No. 151282
Ahmedabad, dated : 30/05/2015

For and on behalf of the Board
R R Securities Limited

(Rajendra B. Shah)
Director
(00394384)

(Rita R. Shah)
Director
(00394290)

Ahmedabad, dated : 30/05/2015

R. R. SECURITIES LIMITED**PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31/03/2015***(Amount in Rs.)*

Particulars	Note No.	Figures for the current reporting period	Figures for the previous reporting period
A CONTINUING OPERATIONS :			
I. Revenue from operations (gross)	14	999,600	10,444,062
II. Other income	15	2,179,608	2,720,733
III. Total Revenue (I + II)		3,179,208	13,164,795
IV. Expenses :			
(a) Purchase Of Stock in Trade		0	487,127
(b) Changes in Inventories of finished goods, Work In Progress and Stock In Trade	16	534,111	7,107,083
(c) Employee benefits expense	17	169,000	288,000
(d) Finance costs	18	156,023	134,688
(e) Depreciation and amortization expense	-	98,861	110,617
(f) Other Expenses	19	436,393	298,515
Total expenses		1,394,388	8,426,030
V. Profit before exceptional and extraordinary items and tax (III-IV)		1,784,820	4,738,765
VI. Exceptional items			
- Loss on sale of Assets		91,407	0
VII. Profit before extraordinary items and tax (V - VI)		1,693,413	4,738,765
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII- VIII)		1,693,413	4,738,765
X. Tax expense :			
(a) Current tax		560,000	1,300,000
(b) (Less:) MAT credit (where applicable)			-
(c) Current tax expense relating to prior years		(208,986)	-
(d) Net current tax expense			-
(e) Deferred tax	20	(42,348)	(18,667)
Total tax Expense		308,666	1,281,333
XI. Profit (Loss) for the period from continuing operations (VII-VIII)		1,384,747	3,457,432
B. DISCONTINUING OPERATIONS :			
XII. (i) Profit/(loss) from discontinuing operations (before tax)		0	0
(ii) Gain/(Loss) on disposal of assets/settlement of liabilities attributable to the discontinuing operations		0	0
(iii) Add/(Less):Tax expense of discontinuing operations		0	0
XIII. Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		0	0
XIV Profit (Loss) for the period (XI + XIV)		1,384,747	3,457,432
XV Earnings per equity share :			
(1) Basic		0.46	1.15
(2) Diluted		0.46	1.15

Note 1 to 31 are forming the part of Balance sheet and Profit & loss

As per our report attached
For, Nirav A Patel & Associates
Chartered Accountants
FRN : 135076W

Nirav Patel
Proprietor
M. No. 151282
Ahmedabad, dated : 30/05/2015

For and on behalf of the Board
R R Securities Limited

(Rajendra B. Shah)
Director
(00394384)

(Rita R. Shah)
Director
(00394290)

Ahmedabad, dated : 30/05/2015

R. R. SECURITIES LIMITED

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2015 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE :

NOTE - 1:

1. THE SIGNIFICANT ACCOUNTING POLICIES :

a) METHOD OF ACCOUNTING :

The accounts of the Company are prepared under the Historical Cost Convention using the accrual method of accounting.

The Accounts have been prepared on Mercantile Method of Accounting.

b) REVENUE RECOGNITION :

All Incomes to the extent considered receivable respectively, unless specifically stated to be otherwise are accounted for on Accrual basis and except otherwise stated are on the same basis as adopted in the previous year.

(i) SALES AND INCOME :

The Sales are recorded when Bill of sale received in accordance with the terms of sales and on change of title in the goods and is inclusive of taxes. The Sales is shown Gross and discount is debited to kasar-vatav Account and sales returns are accounted separately.

The Income of Interest is accounted on accrual basis.

The Other Income is recognised to the extent and as and when considered / found receivable.

(ii) PURCHASE AND EXPENSES :

The purchases are shown net of taxes and tax set off.

The major items of the expenses are accounted for on time pro-rata basis and necessary provisions for the same are made.

c) FIXED ASSETS :

The Fixed Assets are stated at the cost and the related expenses like freight, taxes and other incidental and erection expenses are added to asset to bring asset in working condition for their intended use.

d) DEPRECIATION :

The Depreciation of Fixed Assets is provided based on the useful life of an asset in the manner prescribed in Schedule II to the Companies Act, 2013.

e) INVESTMENTS :

The investments are shown at cost and are inclusive of related expenses less any provision for permanent diminution in value.

f) INVENTORY :

Valuations of Inventories are at the Cost or Net Realisable Value whichever is less.

R. R. SECURITIES LIMITED

- g) **RETIREMENT BENEFITS :**
Gratuity and Provident Fund Act are not applicable to the Company hence provision is not made.
- h) **USE OF ESTIMATES :**
The Preparation of financial Statements requires the management to make estimates and assumptions considered in reported amount of assets and liabilities (including contingent liabilities) as on the date of the financial statements and reported income and expenses during the reporting period. The management believes that the estimates used in the preparation of the financial statements are prudent and reasonable.
- i) **BORROWING COSTS :**
Borrowing Costs directly attributable to the acquisition, construction and production of qualifying assets are capitalised as part of the Cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.
- j) **TAXATION :**
Provision for current tax is computed as per Estimated Total Income in accordance with the provisions of Income Tax Act, 1961 taking into account available deductions and exemptions.
- k) **DEFERED TAX :**
Deferred Tax is recognised subject to the consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.
- l) **PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS :**
Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of a past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in financial statements.

R. R. SECURITIES LIMITED**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015****NOTE - 2 : SHARE CAPITAL :**

Note - 2.1 : Disclosure pursuant to Note no. 6(A)(a,b & c) of Part I of Schedule VI to the Companies Act, 1956 :

Share Capital	As at 31 March 2015		As at 31 March 2014	
	Number	Amount Rs.	Number	Amount Rs.
Authorised : Equity Shares of Rs. 10 each	3,100,000	31,000,000	3,100,000	31,000,000
Issued, Subscribed & Paid up : Equity Shares of Rs. 10 each	3,018,100	30,181,000	3,018,100	30,181,000
Total	3,018,100	30,181,000	3,018,100	30,181,000

Note - 2.2 : Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule VI to the Companies Act, 1956 :

(Following disclosure should be made for each class of Shares)

Particulars	Equity Shares	
	2014-15	2013-14
Shares outstanding at the beginning of the year	3,018,100	3,018,100
Shares Issued during the year	0	0
Shares bought back during the year	0	0
Shares outstanding at the end of the year	3,018,100	3,018,100

Note - 2.3 : Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule VI to the Companies Act, 1956 (if more than 5%) :

Name of Shareholder	As at 31 March 2015		As at 31 March 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Aakash Agro Industries Limited	749,900	24.85%	749,900	24.85%

Note - 2.4 : The equity share holders of the Company are entitled to receive interim and/ or final dividend as declared and approved by the Board of Directors and/ or by the share holders of the Company. The dividend so declared will be in proportion to the number of equity shares held by the share holders.

Note - 2.5 : In the event of the liquidation of the Company, equity share holders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. However, no such Preference share capital exists during the period. The distribution will be in proportion to the number of equity shares held by the share holders.

R. R. SECURITIES LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	As At 31 March, 15 Rs.	As At 31 March, 14 Rs.
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NOTE - 3 : RESERVE & SURPLUS :

Reserves & Surplus :

Share Premium (As per last Balance Sheet)	0	0
Less : Transferred to Profit & Loss Account	0	0
General Reseve	1,000,000	1,000,000
Reserve u/s 45-IC of Reserve Bank Of India Act, 1934		
Transferred to Reserve u/s 45 - IC of RBI Act, 1934		968,436
b. Profit & Loss Account :		
Opening balance	5,412,645	1,955,213
(+) Net Profit/(Net Loss) For the current year	1,384,747	3,457,432
(+) Transfer from Reserves	0	0
(-) Proposed Dividends	0	0
(-) Interim Dividends	0	0
(-) Transfer to Reserves u/s 45 IC	968,436	
Closing Balance	5,828,956	5,412,645
Total	7,797,392	6,412,645

NOTE - 4 : SHORT TERM BORROWINGS :

Unsecured :

(a) Loan from Directors	12,708,224	19,984,210
Total	12,708,224	19,984,210

NOTE - 5 : TRADE PAYABLES :

Micro, Small & Medium Enterprises

Others

(1) Creditors for Goods & Expenses	6,632,120	6,462,435
Total	6,632,120	6,462,435

Note 5.1 - Micro, Small and Medium Enterprises :

The Company has no amounts due to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2015. Hence, the 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 made.

R. R. SECURITIES LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	As At 31 March, 15 Rs.	As At 31 March, 14 Rs.
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NOTE - 6 : OTHER CURRENT LIABILITIES :

(a) Other payables (specify nature) :

Statutory Audit Fees Payable	35,000	29,600
Rent deposit	82,000	80,000
TDS Payable	33,345	13,467
Total	150,345	123,067

NOTE - 7 : SHORT TERM PROVISIONS :

(a) Others (specify nature) :

Provisions for Tax (Net of Receivables)	363,864	213,396
Total	363,864	213,396

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE-6: FIXED ASSETS:

Fixed Assets	Gross Block					Accumulated Depreciation					Net Block		
	Balance as at 1 April 2014	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Capital WAP converted into Fixed Assets	Balance as at 31 March 2015	Balance as at 1 April 2014	Depreciation charge for the year	Adjustment due to revaluation	on disposals	Balance as at 31 March 2015	Balance as at 31 March 2014	Balance as at 31 March 2015
Tangible Assets													
Prathana Upvan Land	2,794,500	0	0	0	0	2,794,500	0	0	0	0	2,794,500	2,794,500	2,794,500
Office Building	633,440	0	0	0	0	633,440	399,175	4,925	0	404,100	234,265	229,340	229,340
World Business House	1,565,000	0	0	0	0	1,565,000	0	0	0	0	1,565,000	1,565,000	1,565,000
Furniture & Fixture	310,129	(310,129)	0	0	0	0	193,128	0	(193,128)	0	117,001	0	0
Office Equipments	62,271	(62,271)	0	0	0	0	60,739	0	(60,739)	0	1,532	0	0
Air Condition	92,360	(92,360)	0	0	0	0	73,289	0	(73,289)	0	19,071	0	0
Computer	21,073	(21,073)	0	0	0	0	15,270	0	(15,270)	0	5,803	0	0
Motor Car	568,734	0	0	0	0	568,734	286,284	93,936	0	380,220	282,450	188,514	188,514
Total	6,047,507	-485,833	0	0	0	5,561,674	1,027,885	98,861	0	784,320	5,019,623	4,777,354	4,777,354

R. R. SECURITIES LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	As At 31 March, 15 Rs.	As At 31 March, 14 Rs.
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NOTE - 9 : NON CURRENT INVESTMENT :

(a) Investments in Mutual Funds :

ICICI Prudential LIC Mutual Fund	500,000	500,000
Franklin Templeton Mutual Fund	1,500,000	1,500,000
Total	2,000,000	2,000,000
Less : Provision for diminution in the value of Investments	0	0
Total	2,000,000	2,000,000

Aggregate amount of quoted investments
(Market value of Rs. (Previous Year Rs. 2014) 0 0

Aggregate amount of unquoted investments
(Previous Year Rs. 2000000) 2,000,000 2,000,000

A. Details of Non Current Investments :

S. N.	Name of the Body Corporate	Subsidiary/ Associate/ JV/Controlled Entity/Others	No. of Shares/Units		Quoted/ Unquoted	Partly Paid/ Fully paid	Amount (Rs.)	
			2015	2014			2015	2014
(a)	Investment in Equity Instruments						-	-
(b)	Investments in Mutual Funds : Franklin Templeton Mutual Fund	OTHERS			UNQUOTED	-	1,500,000	1,500,000
	ICICI Prudential LIC Mutual Fund	OTHERS			UNQUOTED	-	500,000	500,000
	Total						2000000	2000000

Particulars	As At 31 March, 15 Rs.	As At 31 March, 14 Rs.
-------------	------------------------------	------------------------------

NOTE - 10 : INVENTORIES :

(a) Others (Specify Nature) :

Shares & Securities	670,274	1,204,385
Land	22,232,157	22,232,157
Total	22,902,431	23,436,542

Note - 10.1 : Inventory has been Valued at Cost or Net Realisable Value Whichever is Lower.

R. R. SECURITIES LIMITED**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015**

Particulars	As At 31 March, 15 Rs.	As At 31 March, 14 Rs.
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NOTE - 11: CASH AND CASH EQUIVALENTS :

(a) Cash & Cash Equivalent :		
Balances with Banks	320,647	253,681
Cash On Hand	51,120	119,647
(b) Other Bank Deposits :		
Fixed Deposit(Maturity less than 12 months)	12,996,245	20,000,000
Total	13,368,012	20,373,328

NOTE - 12 : SHORT TERM LOANS AND ADVANCES :**Unsecured, considered good :**

(a) Others :		
Other Advances	9,565,124	12,444,840
Advances to Related parties	5,128,881	31,148
Total	14,694,005	12,475,988

NOTE - 13 : OTHER CURRENT ASSETS :

Interest Accrued on Deposits	158,767	181,244
Total	158,767	181,244

Particulars	For the Year ended 31 March, 15 Rs.	For the Year ended 31 March, 14 Rs.
-------------	----------------------------------------------	----------------------------------------------

NOTE - 14 : REVENUE FROM OPERATIONS :

(a) Sales		
- Sales of Shares & Securities	999,600	-
- Sales of Plot Of Land	-	29,708,250
(b) Loss From Currency Derivatives		
Total	999,600	10,444,062

NOTE - 15 : OTHER INCOME :

(a) Interest Income :		
(i) Interest on Fixed Deposits	1,437,084	1,028,424
(ii) Interest on Loans & Advances	422,255	1,342,301
(b) Rent Income	318,620	349,937
(c) Sundry Balances Written Off	1,649	71
Total	2,179,608	2,720,733

R. R. SECURITIES LIMITED**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015**

Particulars	For the Year ended 31 March, 15 Rs.	For the Year ended 31 March, 14 Rs.
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**NOTE - 16 : CHANGES IN INVENTORIES OF FINISHED GOODS,
WORK IN PROGRESS AND STOCK IN TRADE :**

(A) Inventories at the end of the year		
(a) land	22,232,157	22,232,157
(b) Shares & Securities	670,274	1,204,385
	<u>22,902,431</u>	<u>23,436,542</u>
(B) Inventories at the beginning of the year		
(a) land	22,232,157	29,339,240
(b) Shares & Securities	1,204,385	1,204,385
	<u>23,436,542</u>	<u>30,543,625</u>
Net (Increase)/Decrease	<u>534,111</u>	<u>7,107,083</u>

NOTE - 17 : EMPLOYEES BENEFITS EXPENSE :

(a) Salaries and Wages	169,000	288,000
Total	<u>169,000</u>	<u>288,000</u>

NOTE - 18 : FINANCE COST :

(a) Interest Expenses	155,538	134,663
(b) Bank Charges	485	25
Total	<u>156,023</u>	<u>134,688</u>

NOTE - 19 : ADMINISTRATIVE, GENERAL & OPERATIONAL EXPENSES :

Payment to Auditors :

(a) Statutory Audit fees	35,000	29,600
Accounting fees	7,500	7,500
Advertisement Expenses	13,800	14,545
A.G.M Expenses	17,445	10,750
Municipal Tax 20,064	-	
Listing Fees 112,360	16,854	
Legal & Professional Charges	22,045	100,800
Office Expenses	24,027	11,497
Petrol & Conveyance	36,000	37,300

R. R. SECURITIES LIMITED**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015**

Particulars	For the Year ended 31 March, 15 Rs.	For the Year ended 31 March, 14 Rs.
NOTE - 19 : ADMINISTRATIVE, GENERAL & OPERATIONAL EXPENSES : (contd....)		
Printing & Stationery	6,570	920
ROC Filing Fees	12,888	1,500
Share Registration Fees	77,755	56,186
Telephone Expenses	1,220	4,321
Travelling Expenses	36,910	-
Depository Charges	12,809	6,741
Total	436,393	298,515

NOTE - 20 : DEFFERED TAX :

The company has adopted As-22 "Accounting for taxes on income which is mandatory w.e.f. 01/04/2003.

- (a) The company has provided for net Deferred Tax Asset during the year amounting Rs. 42348/-

The break up of net deferred tax Asset is as under :

Deferred Tax Assets/Liabilities :	Rs.	Rs.
On Account of Difference on Book and Income tax Block of Asset	-42,348	-18,667
Deferred Tax Liability :		
On Account of Disallowance	NIL	NIL
Net Deferred Tax Liability (Charged to P&L Account)	-42,348	-18,667

NOTE - 21 : CALCULATION OF EARNINGS PER EQUITY SHARE [EPS]

The numerators and denominators used to calculate the basic and diluted EPS are as follows :

Deferred Tax Assets :	Rs.	Rs.
Profit after tax attributable to Shareholders	1,384,747	3,457,432
Basic and weighted average number of Equity shares outstanding during the year	3,018,100	3,018,100
Nominal value of equity share	10	10
Basic EPS	0.46	1.15
Diluted EPS	0.46	1.15

R. R. SECURITIES LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE - 22 : SEGMENT REPORTING :

In opinion of the management, the Company has not separate reportable segment, hence disclosure under Accounting Standard-17 "Segment Reporting" issued by ICAI is not given.

NOTE - 23 : PAYMENT TO AUDITORS :

Auditors Remuneration relating to audit work Rs. 35000/- (Previous Year Rs. 29500/-) is provided at the end of year.

NOTE - 24 : VALUATION OF CLOSING STOCK :

Closing Stock is accounted in the books as taken valued and certified by Directors and Authorised Person's of the Company.

Note - 25 : CONTINGENT LIABILITY :

As informed to me, and on verification of record there is contingent liabilities in respect of Guarantee given to Corporation bank for granting loans to R R Vibrant Polymers Private Limited. Company has not taken any counter Guarantee or Guarantee Commission from R R Vibrant Polymers Private Limited. M/s. R.R.Vibrant Polymers Private Limited, has already repaid its entire dues to Corporation Bank, the Charges are also satisfied by R R Vibrant Polymers Pvt Ltd in consultation with Corporation Bank. The Company R R Securities Limited is in process of obtaining a Bank Guarantee Release letter from Bank.

NOTE - 26 : FOREIGN CURRENCY TRANSACTION :

During the year under consideration, earning and expenditure in Foreign Currency is NIL

NOTE - 27 : REMUNERATION TO DIRECTORS :

Computation of Net Profit as per Section 198 of Companies Act, 2013 :

Particulars	Amount (Rs.)
Profit Before Tax As per Profit & Loss A/c.	1693413
Add : Loss on Sale of Assets	91407
Net Profit under Section 198 of Companies Act	1784820
Remuneration Payable @ 5 % to Director	89241
Remuneration Paid in FY 14-15	85000

During the FY 2013-14, Remuneration paid to director was Rs. 204000/-

NOTE - 28 : BALANCE CONFIRMATION :

Sundry debit and credit balances of loans and advances, Sundry Debtors, Sundry Creditors, Unsecured Loans, Deposits, are subject to confirmation and reconciliation, if any. As per view of management the same are shown at realisable value and necessary precaution of actual and realisable value has been taken care of. As Certified by the Directors all amounts in the Balance Sheet relating to Sundry Debtors, Sundry Creditors, Unsecured Loans, Deposits, Loans and advances are shown at net realisable or net payable as the case may be.

NOTE - 29 :

Company has NBFC registration. At the end of year outstanding loans or deposits are either from Directors or concerns in which Directors are interested or Inter Corporate Deposits. The terms, conditions and repayment schedule as agreed between management and parties is

R. R. SECURITIES LIMITED

not fixed and the amount is repaid depending on the liquidity and financial condition of the company.

NOTE - 30 : PREVIOUS YEAR FIGURES :

Previous year figures have been re-grouped, reclassified, reworked and rearranged wherever necessary for proper presentation of accounts.

NOTE - 31 : RELATED PARTY DISCLOSURE :

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below :

(I)	Enterprises where key managerial personnel (KMP) exercise significant influence	Rajendra B. Shah-HUF R R Vibrant Polymers Private Limited
(II)	Key Management Personnel	Shri Rajendra B Shah, Smt.Rita R Shah, R.R.Consultancy (Prop : Rita Shah)
(iii)	Relatives of Key Management Personnel	Vasuben B. Shah Rima R. Shah Virendra B. Shah

Nature Of Relationship	KMP	Key Management Person	Relatives of Key management Personnel
Loans taken during the year - Rajendra Shah	-	55,00,000/-	-
Repayment of loans taken - Rajendra Shah - Rita Shah		1,26,89,984/- 86,002/-	-
Loans given during the year - R R Vibrant Polymers Pvt Ltd	51,43,201/-	-	-
Repayment of loans given - Rima Shah	-	-	31,148/-
Interest Expense -Rajendra Shah HUF	1,55,538/-	-	-
Remuneration - Rita Shah	-	85,000/--	-
Salary - Virendra Shah	-	-	84,000/-
Rent Paid -Vasuben Shah	-	-	1,35,000/-

As per our report attached
For, Nirav A Patel & Associates
Chartered Accountants
FRN : 135076W

Nirav Patel
Proprietor
M. No. 151282

Ahmedabad, dated : 30/05/2015

For and on behalf of the Board
R R Securities Limited

(Rajendra B. Shah)
Director
(00394384)

(Rita R. Shah)
Director
(00394290)

Ahmedabad, dated : 30/05/2015

R R SECURITIES LIMITED
 CIN : L65910GJ1993PLC020169
 203 Supath Flats Vijay Charrasta Navrangpura, Ahmedabad-380009

ATTENDANCE SLIP

DP ID*	Folio
Client ID*	No. of Shares

NAME AND ADDRESS OF THE SHAREHOLDER _____

I hereby record my presence at the **22ND ANNUAL GENERAL MEETING** of the Company held on Wednesday, 30th September, 2015 at 11:30 A.M. at the registered Office of the Company, 203, Supath Apartment, Nr. Vijaycharrasta , Navrangpura, Ahmedabad - 38009.

Signature of the Shareholder / Proxy _____

* Applicable for investors holding shares in electronic form.

R R SECURITIES LIMITED
 CIN : L65910GJ1993PLC020169
 203 Supath Flats Vijay Charrasta Navrangpura, Ahmedabad-380009

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 Members : _____

Registered Address : _____

E-mail Address: _____

Folio No. | Client ID : _____ DP ID: _____

I/we, being the member(s) of _____ shares of R R Securities Ltd, hereby appoint:

1)	_____ of _____	having e-mail Id _____ or failing him
2)	_____ of _____	having e-mail Id _____ or failing him
3)	_____ of _____	having e-mail Id _____ or failing him

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company, to be held on Wednesday, 30th September, 2015 at 11.30 a.m. at 203, Supath Apartment , Nr. Vijaycharrasta , Navrangpura, Ahmedabad-38009 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.N. ORDINARY BUSINESS

1 Adoption of financial statements for the year ended on March 31, 2015

2 Reappointment of Mrs. Rita R. Shah as Managing Director

3 Appointment. M/s. Nirav A Patel & Associates as Statutory Auditor and fix their remuneration

Signed this _____ Day of _____ 2015.

 Signature of first proxy Holder Signature of Second proxy holder Signature of Third proxy holder

Affix Revenue Stamp

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

BOOK-POST

To, _____

If undelivered, Please return to :

R. R. SECURITIES LIMITED

203, Supath Apartment, Near Vijay Char Rasta,
Navrangpura, Ahmedabad-380009.