



RAP MEDIA LTD.

**22nd Annual Report
2015-2016**

RAP MEDIA LTD.

BOARD OF DIRECTORS:

- Mr. Rupinder Singh Arora – Managing Director
Ms. Ritika Arora – Non Executive Director
Mr. Chandir Gidwani – Independent Director
Mr. Navdeep Singh Khara – Independent Director

KEY MANAGERIAL PERSONNEL:

- Mr. Rupinder Singh Arora – Managing Director
Mr. Ravindra Joshi – Company Secretary
Mr. Deepak Mishra – Chief Financial Officer
(Up to 30th May, 2016)

REGISTERED OFFICE:

Arora House,
16, Golf Link, Union Park,
Khar (West), Mumbai – 400 052.

AUDITORS:

M/s. Sunil Mistry & Co.,
Chartered Accountants.
B/10, Basant Court, Sion (West)
Mumbai – 400 022.

REGISTRAR & TRANSFER AGENTS:

Sharex Dynamic (India) Private Limited
Unit 1, Luthra Ind Premises, Safed Pool,
Andheri Kurla Road, Andheri (East),
Mumbai – 400 072.

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NOTICE OF 22nd ANNUAL GENERAL MEETING

Notice is hereby given that the 22nd Annual General Meeting of the Members of the Company **Rap Media Limited** will be held on Friday the 30th September, 2016, at 10.00 a.m. at the Registered Office of the Company situated at Arora House, 16, Golf Link, Union Park, Khar (West), Mumbai – 400 052, to transact the following business:

Ordinary Businesses:

1. To consider and adopt the audited Financial Statement of the Company for the financial year ended March 31, 2016, and the reports of the Board of Directors' and Auditors' thereon;
2. To appoint a Director in place of Ms. Ritika Arora (Din No.00102510), who retires by rotation and being eligible, offers herself for re-appointment;
3. To consider ratification of appointment of Auditors of the Company and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the appointment of M/s. Sunil Mistry & Co, Chartered Accountants, having a FRN No.123435W and who were appointed as the Statutory Auditors of the Company for a period of five years from the conclusion of 21st Annual General Meeting till the conclusion of 26th Annual General Meeting, be and is hereby ratified at such remuneration plus service tax, out of pocket expenses, travelling and living expenses etc. as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

By Order of the Board
For RAP MEDIA LIMITED

Sd/

Ravindra Joshi
Company Secretary

Date: 5th September, 2016.
Place: Mumbai.

Registered Office: 16, Arora House,
New Gold Link, Union Park, Khar (West),
Mumbai – 400 052.
CIN No.U65990MH1994PLC084098.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING MAY APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. A person can act as a proxy on behalf of not exceeding fifty Members and holding in the aggregate not more than 10% of Total Paid-up Share Capital of the Company. Any Member holding more than 10% of Total Paid-up Share Capital of the Company may appoint a single person as proxy and in such case, the said person shall not act as proxy for any other person or member. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Annual General Meeting, duly stamped.
3. The Explanatory Statement as required by section 102 of the companies act, 2013, is not annexed to this notice as there are no special businesses proposed to be transacted at the meeting.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

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5. Members are requested to bring their admission slip along with copy of the report and accounts to Annual General Meeting.
6. Relevant documents referred to in the accompanying Notice would be available for inspection by the members at the Registered Office of the Company on all working days, except Saturday / Sunday & Public Holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from 23rd September, 2016 to 30th September, 2016 (Both Days Inclusive) for the purpose of the Annual General Meeting.
8. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio numbers/client ID/ DP IN in all correspondence, so as to enable the Company to address any future communication at their correct address.
9. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting Venue.
10. Members desirous of seeking any information concerning the Accounts or operations of the Company is requested to address their queries in writing to the Company at an early date, so that the requested information can be made available at the time of the meeting.
11. Members holding shares in physical forms are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Member can contact the Company or the Company's Registrar and Transfer Agent, Sharex Dynamic (India) Private Limited, for assistance in this regard.
12. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
13. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members holding shares in single name are advised, in their own interest to avail of the nomination facility by filling form with Depository Participants. Members holding shares in the dematerialized form may contact their depository Participant for recording nomination in form may contact their depository Participant for recording nomination in respect of their shares.
14. Members holding shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio.
15. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar & Share Transfer Agent.
16. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports & other communications through electronic mode to those members whose email IDs are registered with the Company/Depository Participants(s). As per provisions of Section 20 of the Companies Act, 2013 read with Rules thereunder, a document may be served on any member by sending it to him/her by post or by registered post or by speed post or by courier or by delivering at his/her office/home address or by such electronic mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his/her Depository Participants(s)/Company Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he/she shall pay such fees as may be determined by the Company in its Annual General Meeting. For members who have not registered their email address with the Company, the service of documents will be affected by other modes of services as provided in Section 20 of the Companies Act, 2013 read with the relevant Rules there under. Printed copies of the Notice of the

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Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip, Ballot Paper and Proxy Form is being sent to all members in the permitted mode.

17. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2016 will also be available on the Company's website www.rapmedia.co.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's designated email id: grievances@rapmalls.com.
18. Members can opt for one mode of voting i.e. either by physical ballot or through e-voting. If Members opt for e-voting then they cannot vote by Physical Ballot or vice versa. However, in case Members cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.
19. In terms of relevant provisions of SEBI (LODR) 2015, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is attached. Members desiring to exercise vote by Ballot are requested to carefully read the instructions printed in the form, to complete the Ballot Form with assent (for) or dissent (against) and send it to CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, (Scrutinizer), C- 502, Raylon Arcade, Ram Krishna Mandir Road, Next to Pidilite Industries, Kondivita, Andheri (East), Mumbai – 400 059. Tel/Mob.: 8108 555 704; Email: sanam.u@dsmcs.in so as to reach him on or before Wednesday the 28th September, 2016 by 5.00 p.m. Any Ballot Form received after the said date shall be treated as if the reply from the Members has not been received.
20. Members can request for a Ballot Form at Rap Media Limited, Arora House, 16, Golf Link, Union Park, Khar (West), Mumbai – 400 052 or they may also address their request through E-mail to: grievances@rapmalls.com., Contact No.: 022-26041313.
21. The E-voting period for all items of business contained in this Notice shall commence from Monday the 26th September, 2016 at 9.00 a.m. and will end on Wednesday, 28th September, 2016 at 5.00 p.m. During this period equity shareholders of the Company holding shares either in physical form or in dematerialized form as on the cut off date of 23rd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently.

The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on 23rd September, 2016.
22. The board of directors has appointed CS Sanam Umbargikar, partner of M/s. DSM & Associates, Company Secretaries, (Membership No. ACS 26141) as a Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
23. The Results of E-voting shall be declared at the AGM of the Company and the results along with Scrutinizer's report shall be placed on the website of the Company thereafter and shall also be communicated to the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of Annual General Meeting.
24. The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make, not later than 3 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favour or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.
25. The Route Map of the venue of the Annual General Meeting forms part of this Notice and is published elsewhere in the Annual Report of the Company.

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26. Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 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):

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Monday the 26th September, 2016 at 9.00 a.m. and ends on Wednesday the 28th September, 2016 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID.
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) * Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. * In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. * If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is

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strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant RAP Media Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non – Individual Shareholders and Custodians
 - * Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - * A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - * After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - * The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - * A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) 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.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board
For RAP MEDIA LIMITED

Sd/
Ravindra Joshi
Company Secretary

Date: 5th September, 2016.
Place: Mumbai.

Registered Office: 16, Arora House,
New Gold Link, Union Park, Khar (West),
Mumbai – 400 052.
CIN No.U65990MH1994PLC084098.

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DIRECTORS' REPORT AND MANAGEMENT DISCUSSION & ANALYSIS

To,
The Members,
Rap Media Limited

Your Directors have pleasure of presenting before you the 22nd Annual Report of your Company along with the Audited Accounts of the Company for the financial year ended 31st March 2016. The Management Discussion and Analysis forms and integral part of this Directors' Report.

1. **SUMMARY OF FINANCIAL RESULTS:**

The Company's financial performance, for the year ended 31st March, 2016 is summarized below:

(In rupees)

PARTICULARS	YEAR ENDED 31/03/2016	YEAR ENDED 31/03/2015
Revenue from Operations	Rs.4,37,81,256/-	Rs.1,82,81,256/-
Other Incomes	Rs.63,422/-	Rs.1,27,394/-
Total Revenue	Rs.4,38,44,678/-	Rs.1,84,08,650/-
Expenses excluding Depreciation, Interest & Tax	Rs.2,21,57,429/-	Rs.1,69,66,817/-
Profit Before Interest, Depreciation & Tax	Rs.2,16,87,249/-	Rs.14,41,833/-
Depreciation & Amortization for the year	Rs.28,18,34,572/-	Rs.40,42,879/-
Interest Cost	NIL	NIL
Profit/(Loss) Before Taxation	(Rs.26,01,47,323/-)	(Rs.26,01,046/-)
Provision for Income Tax	NIL	NIL
Provision for Deferred Tax	(Rs.3,81,784/-)	Rs.2,98,469/-
MAT Credit Entitlement availed	NIL	NIL
Profit/(Loss) After Taxation	(Rs.25,97,65,539/-)	(Rs.23,02,577/-)

2. **OPERATIONS:**

Overall Review of the Business of the Company:

As you must be aware that the Company was carrying on the business of real estate and construction, running of various malls, in the recent past and the Company was having various sites/ malls located into the various parts of northern region of India. The members must also be aware that in past few years the Company has kept all its projects on hold due to adverse market conditions.

You will also appreciate the fact that the Board of Directors, in their reports of all the previous financial years, have intimated to the shareholders about the keeping on hold all of its projects due to adverse market conditions. The Company is also incurring losses in all its financial years in the recent past.

M/s. Sunil Mistry & Co., Chartered Accountants, statutory auditors of the Company, who was appointed in place of M/s. Vinay Gudi & Associates, Chartered Accountants, and who have conducted their audit of the Company for the first time, have expressed concerns over nonperforming assets of the Company and suggested their writing off from the books of the Company, so as to give true and correct view of the financial statements of the Company. Accordingly the statutory auditors, along with management of the Company, have visited all the projects of the Company. They have analyzed the current status, future viability, and to some extent, assessed the profitability of the projects. Based on Statutory Auditors' suggestions, the management has deliberated detailed thought process on the continuing or discarding of projects. The management also considered the status & viability of other malls operated by other companies in close vicinity and has reached to the conclusion that many of the malls are on the verge of shut down.

We would also like to bring to your kind attention that considering its long pending incomplete construction status, the mall has become vulnerable to possible natural calamities or any other man made disturbances.

This asset, which is actually a non performing asset of the Company for quite long, is in the state of scrap and its value has completely been eroded off. Accordingly the management was of the view that showing of this non performing asset in the financial statements of the Company, will not give true and fair view of the exact financial position of the Company. The management of the Company don't want to create any type of falls impression in the minds of its members that the Company is having huge assets in terms of its cost and selling value in market, but in actual reality its value is not more than any scrap. Hence the Board of Directors of the Company has decided to write off this asset in the financial statements of 31st March, 2016.

Accordingly the necessary accounting treatment which is prescribed by Accounting Standard No.36 – Impairment of Assets, as issued by ICAI, which prescribed writing off of the impairment loss against the profits of the Company. The impairment loss is an amount by which carrying amount, i.e. amount at which the asset is shown in the balance sheet, exceeds the assets recoverable amount.

The said treatment will give true, fair and transparent picture of the financials of the Company in the minds of its shareholders and other stakeholders.

You will also appreciate the fact that the Management has no control over the market forces and all are aware of the challenging times faced by Real Estate players. Even the major players like DLF, DB Realty, Unitech etc. are highly stressed. The only silver lining in our case is that the Company is having “Zero Debt” and has been able to weather all the storms.

The Management and Board of Directors are striving and committed to bring the Company to the right track and bring back the prosperity which the Shareholders have once seen and have relied upon.

Financial Performance of the Company:

During the year the Company has recorded the growth of around 235% in its revenue from operations as compared to that of last year. Whereas the bottom line has dipped to losses of Rs.26,01,47,323/- owing to impairment of assets.

Your Director strives to achieve better performance in the future taking maximum efforts to control the costs and optimize the results in the coming years.

3. DIVIDEND:

In view of the losses incurred by the Company during the financial year under review, your Directors express their inability to declare any dividend to its shareholders.

4. TRANSFER TO RESERVES:

In view of the losses incurred by the Company during the financial year under review, there is no amount proposed to be transferred to Reserves of the Company.

5. ACCEPTANCE OF DEPOSIT:

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

6. DIRECTORS:

The Board of Directors of the Company, at present, comprises in all 4 Directors, who have wide and varied experience in different disciplines of corporate functioning.

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The details are as below:-

Sr. No.	Name of the Director & DIN No.	Designation
1.	Mr. Rupinder Singh Arora DIN No. 00043968	Chairman & Managing Director
2.	Mr. Chandir Gidwani DIN No. 00011916	Independent Director
3.	Mr. Navdeep Singh Khara DIN No. 00362310	Independent Director
4.	Ms. Ritika Rupinder Arora DIN No. 00102510	Director

All independent directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.

During the financial year under review there are no changes in the composition of the Board of Directors of the Company.

7. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF THE REPORT:

There are no significant events affecting the financial position between the end of the financial year and date of the Report, except the following:

(a) Resignation of Mr. Deepak Mishra, CFO of the Company:

Mr. Deepak Mishra, Chief Financial Officer of the Company has expressed his inability to continue as CFO of the Company and had tendered his resignation from the employment of the Company with effect from 30th May, 2016.

The Company is proposing to fill up the vacancy caused by resignation of CFO through its existing manpower and human resources and planning to promote Mr. Manikuttan E. J., currently working as Senior Accounts Officer, to the grade of Chief Financial Officer. The proposal of appointment of Mr. Manikuttan E. J. will be considered in the forthcoming meeting of the members of the Board.

8. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to provisions of section 134(3)(c) of the Companies Act, 2013, the Directors confirm that, to the best of their knowledge and belief:

In the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

- The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The director had prepared the annual accounts on going concern basis; and
- The director had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

- e) The director had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

9. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR) are not applicable to the Company as the Company has posted losses.

10. DISCLOSURE AS PER THE SECTION 134 OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014:

a) Extract of Annual Report:

The extract of Annual Report in the Form MGT-9 is annexed to this report as Annexure "1"

b) Declaration by Independent Directors:

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Companies Act, 2013 and the Board is satisfied that all the Independent Directors meet the criteria of independence as mentioned in Section 149(6) of the Companies Act, 2013.

c) Company's Policy on Directors appointment and Remuneration:

The Nomination Remuneration and Compensation Committee has put in a place the policy on board diversity for appointment of directors taking into consideration qualification and wide experience of the directors in the fields of banking, finance, regulatory, administration, legal, commercial vehicle segment apart from compliance of legal requirements of the Company.

The remuneration policy of the Company has been so structured in order to match the market trends of the Real Estate, Construction and Mall management industry. The Board in consultation with the Nomination and Remuneration & Compensation Committee decides the remuneration policy for Directors. The Company has made adequate disclosures to the members on the remuneration paid to Directors from time to time. Remuneration/ Commission payable to Directors is determined by the contributions made by the respective Directors for the growth of the Company.

The Policy of the Company on Director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters as required under Section 178 sub-section 3 of the Companies Act, 2013 is available. We affirm that the remuneration paid to the Directors is as per the terms laid out in the nomination and remuneration policy of the Company.

d) Board Evaluation:

As required under the provisions of Section 134(3)(p) and Regulation 27 of the Listing Regulations, the Board has carried out an annual performance evaluation of its own performance, and the manner in which such performance evaluation was carried out is as under:

The performance evaluation framework is in place and has been circulated to all the directors to seek their response on the evaluation of the entire Board and independent directors. The Nomination and Remuneration & Committee has carried out evaluation of director's performance. The criteria of evaluation is exercise of responsibilities in a bona fide manner in the interest of the Company, striving to attend meetings of the Board of Directors/ Committees of which he/she is a member/ general meetings, participating constructively and actively in the meetings of the Board /committees of the Board etc.

e) Particulars of Contracts or Arrangements with Related Parties:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no other materially significant

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related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

f) Risk Management Policy:

During the year, Management of the Company evaluated the existing Risk Management Policy of the Company to make it more focused in identifying and prioritizing the risks, role of various executives in monitoring & mitigation of risk and reporting process. Its aim is to enhance shareholders value and provide an optimum risk-reward tradeoff. The Risk Management Policy has been reviewed and found adequate to the requirements of the Company, and approved by the Board.

The Management evaluated various risks and that there is no element of risk identified that may threaten the existence of the Company.

g) Whistle Blower Policy / Vigil Mechanism:

The Company has established a whistle-blower policy and also established a mechanism for directors and employees to report their concerns. The details of the same are explained in the Corporate Governance Report.

h) Financial Summary/ Highlights:

The details are spread over in the Annual Report as well as are provided in the beginning of this report.

i) Internal Financial Control System and their Adequacy:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit reports are reviewed by Audit Committee.

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

j) Conservation Of Energy, Technology Absorption & Foreign Exchange Earning And Outgo:

Particulars, as prescribed under section 134 (3) (m) of the Companies Act, 2013, read with the Companies (Disclosure of particulars in report of Board of Directors) Rules 1988 or any other law as may be applicable are given in Annexure "2" enclosed.

k) Particulars Of Loans, Guarantees And Investments U/S 186:

There are no instances of loans, guarantees or investments under section 186 of the Companies Act, 2013. The details of the investments made by company are given in the notes to the financial statements.

11. BOARD MEETINGS, BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL & COMMITTEES OF DIRECTORS

a) Board of Directors:

As members must be aware that at present the Board of Directors is consists of 4 Directors namely Mr. Rupinder Singh Arora as Chairman and Managing Director, Mr. Chandir Gobind Gidwani

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as Director, Mr. Navdeep Singh Khera as Director, and Ms. Ritika Arora as Director of the company.

b) Board Meetings:

The Board of Directors of the Company met 5 times during the year 2015- 2016. The details of various Board Meetings are provided in the Corporate Governance Report. The gap intervening between two meetings of the board is as prescribed in the Companies Act, 2013.

c) Changes in Directors & Key Managerial Personnel:

There have been no changes in the Directors and Key Managerial Personnel during the Financial Year 2015-2016.

d) Independent Directors

The following independent directors are on the Board of Directors.

1. Mr. Navdeep Singh Khera
2. Mr. Chandir Gidwani

The Company has received necessary declarations from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013.

e) Details of remuneration to Directors:

The information relating to remuneration of directors as required under Section 197(12) of the Companies Act, 2013, is provided in the report.

f) Board Committees

The Company has the following Committees of the Board along with details of its compositions

Sr. No.	Name of the Committee	Members of the Committee
1.	Audit Committee	Mr. Navdeep Singh Khera – Chairman Ms. Ritika Arora– Member Mr. Chandir Gidwani – Member
2.	Nomination and Remuneration Committee	Mr. Navdeep Singh Khera – Chairman Ms. Ritika Arora– Member Mr. Chandir Gidwani – Member
3.	Stakeholders' Relationship Committee	Mr. Chandir Gidwani – Chairman Mr. Navdeep Singh Khera – Member Ms. Ritika Arora – Member

The further details as to number of meetings of the committees, their dates etc are provided in the Corporate Governance Report.

12. MEETING OF BOARD OF DIRECTORS:

There were four meetings of the Board of directors during the year. The details of various Board Meetings are provided in the Corporate Governance Report. The gap intervening between two meetings of the board is as prescribed in the Companies Act, 2013.

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13. AUDIT COMMITTEE OF THE BOARD OF DIRECTORS:

The Audit committee comprises of Mr. Navdeep Singh Khera (Chairman), Mr. Chandir Gidwani (Member) both independent Directors and Ms. Ritika Arora (Member), of the Company. There were four meetings of the Audit Committee during the year. The details of various Audit Committee meetings are provided in the Corporate Governance Report.

14. AUDIT COMMITTEE RECOMMENDATION:

During the year all the recommendations of the Audit Committee were accepted by the Board. The Composition of the Audit Committee is as described in the Corporate Governance Report.

15. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee comprises of Mr. Navdeep Singh Khera (Chairman), Mr. Chandir Gidwani (Member) both independent Directors and Ms. Ritika Arora (Member), of the Company. There was no meeting of Nomination and Remuneration Committee was conducted during the year 2015-16 as there were no appointments, change in designation or increase or decrease in remuneration of any of the Directors of the Company.

16. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee comprises of Mr. Chandir Gidwani (Chairman), Mr. Navdeep Singh Khera (Member) both independent Directors and Ms. Ritika Arora (Member), of the Company. The Committee met four times during the year, details of which are reproduced in the appropriate section of Corporate Governance Report.

17. CORPORATE GOVERNANCE:

Pursuant to newly applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of Corporate Governance, comprising the regulations contained in Chapter IV i.e. Regulation 15 to 27, which are not applicable to the Company as the Company falls under the exemption criteria of having a paid up share capital of less than Rs.10 Crores or having net worth less than Rs.25 Cr., the Company is not required to comply with any of the provisions of the Corporate Governance Report including the various disclosures in the Annual Report. But considering its business nature, ideology of maintaining the transparency with its shareholders, the management of the Company is reproducing the necessary information as required as per Corporate Governance Chapter of the SEBI LODR, for the reference of the shareholders in this Annual Report.

18. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND ("IEPF").

As required under the provisions of Section 205A and 205C and other applicable provisions of Companies Act, 1956 (the corresponding provisions in the Companies Act, 2013 have not been notified, and hence the earlier law is still applicable in respect of these provisions), dividends that remain unpaid/unclaimed for a period of seven years, are to be transferred to the account administered by the Central Government viz: "Investor Protection and Education Fund".

During the year there were no transfer made on account of IEPF, also there were no unclaimed dividend remained in the bank account so far.

19. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year there were no significant and material orders passed by the Regulators or Courts, except the information of Court Cases and orders passed by the Regulatory Authorities as disclosed in the Notes to the Accounts part of this Report.

20. DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

As per requirement of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has already maintained internal policy to prevent women's harassment at work place and covered all employees so they could directly make complaints to the management or Managing Director and other members of the Board of Directors and Key Managerial Personals, if such situation arises. The management and Committee together with confirm total number of complaints received and resolved during the year is as follows:

- a) No. of complaints received: NIL
- b) No. of complaints disposed: NIL

21. INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

22. DIRECTORS' DISQUALIFICATION:

None of the directors of the Company is disqualified as per the provision of section 164(2) of the Companies Act, 2013 or any other law as may be applicable, as on 31st March 2016.

23. HUMAN RESOURCES:

None of the employees of the Company had drawn remuneration in excess of the limits prescribed In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or any other law as may be applicable.

The relation between employees and management are cordial during the year.

24. SUBSIDIARY COMPANIES:

The Company does not have any subsidiary during the year.

25. AUDITORS:

M/s. Sunil Mistry & Co., Chartered Accountants, Mumbai, having (Registration No.123435W) who were appointed as the Statutory Auditors of the Company for a period of five years from the conclusion of 21st Annual General Meeting till the conclusion of 26th Annual General Meeting, be and is hereby ratified at such remuneration plus service tax, out of pocket expenses, travelling and living expenses etc. as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

26. AUDITORS' REPORT:

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

27. SECRETARIAL AUDIT:

The Board had appointed M/s. DSM & Associates, Company Secretaries, to carry out Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, for the financial year 2015-16. The Secretarial Audit Report is annexed to this report as Annexure "4". The Secretarial Audit Report does not contain any qualification or adverse remarks.

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28. ACKNOWLEDGEMENT:

Your Directors take this opportunity to express their gratitude to all Shareholders, Investors, clients, vendors, bankers, Regulatory and Government authorities, Stock Exchanges and business associates for their cooperation, encouragement and continued support extended to the Company. Your Directors also wish to place on record their appreciation to the Associates for their continuing support and unstinting efforts in ensuring an excellent all round operational performance at all levels.

By Order of the Board
For Rap Media Limited

Sd/-

Rupinder Singh Arora
Chairman & Managing Director
DIN: 00043968.

Registered Office:

Arora House,
16, Golf Link, Union Park,
Khar (West), Mumbai – 400 052.
CIN: U65990MH1994PLC084098

Date: 5th September, 2016.

Place: Mumbai.

"ANNEXURE 1"

Form MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31.03.2016

[Pursuant to Section 92(3) of Companies Act, 2013, and Rule 12(1) of Companies (Management and Administration) Rule, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN:-	U65990MH1994PLC084098
Registration Date:	28-Dec-94
Name of the Company:	RAPMEDIALIMITED
Category / Sub-Category of the Company	Company Limited By Shares/ Indian Non Government Company
Address of the Registered office and contact details:	Arora House16 Golf Link Union Park ,Khar West , Mumbai – 400 052 Email id: info@rapmalls.com
Whether listed company	YES
Name, Address and Contact details of Registrar and Transfer Agent, if any	SHAREX DYNAMIC (INDIA) PVT.LTD Unit No.1, Luthra Industrial Premises, Safed Pool, Andheri-Kurla Road, Andheri (East), Mumbai - 400 072

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	REAL ESTATE ACTIVITIES	7010	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held
N. A.				

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IV. SHARE HOLDING PATTERN (Equity Share capital Break up as % to total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 01st April, 2015)				No. of Shares held at the end of the year (31st March, 2016)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	2332162	28	2332190	39.656	2332162	28	2332190	39.66	
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/Fl	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL:(A) (1)	2332162	28	2332190	39.656	2332162	28	2332190	39.66	0
(2) Foreign									
a) NRI- Individuals	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/Fl	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)	2332162	28	2332190	39.656	2332162	28	2332190	39.66	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/Fl	0	0	0	0	0	0	0	0	0
c) Central govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	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 corporate	1754507	300	1754807	29.839	1714428	300	1714728	29.157	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs.2 lakhs	1101775	48763	1150538	19.564	1145135	46863	1191997	20.269	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	600513	26700	627213	10.665	597134	26700	623834	10.608	
c) Others (specify)									
NRI	16252	0	16252	0.276	16251	0	16251	0.276	00
Clearing Members	0	0	0	0	2000	0	2000	0.34	00
SUB TOTAL (B)(2):	3473047	75763	3548810	60.344	3474948	73862	3548810	60.344	00
Total Public Shareholding (B)=(B)(1)+(B)(2)	3473047	75763	3548810	60.344	3474948	73862	3548810	60.344	00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0.00	-
Grand Total (A+B+C)	5805209	75791	5881000	100.00	5824046	195662	5881000	100.00	-

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(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2015)			Shareholding at the end of the year (31/03/2016)			% change in share holding during theyear
		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	Deepi Arora	500	0.009	0	500	0.001	0	No Change
2	Amrita Arora	7300	0.124	0	7300	0.12	0	No Change
3	Rupinder singh Arora	1883090	32.019	0	1883090	32.02	0	No Change
4	Dilawar singh Arora	434000	7.38	0	434000	7.38	0	No Change
5	Priyanka Arora	7300	0.124	0	7300	0.12	0	No Change
	Total	2332190	39.656	0	2332190	39.641	0	

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

Sl No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Share holding 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 Promoters shareholding during the year specifying the reason for increase/ decrease	No Change			
	At the end of the Year				

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

Sr.no	Name	No. of Shares at the beginning/ end of the year	% of total shares of the company	Date	Increasing/ Decreasing in Shareholding	Reason	No. of Shares	% of total Shares of the company
1.	Chatura M Rao	90,275	2.006	01-04-2015	0	-	0	.000
				04-09-2015	-1002	Transfer	116979	1.989
				11-09-2015	435	Transfer	117414	1.996
				18-09-2015	-1914	Transfer	115500	1.964
				30-09-2015	-423	Transfer	115077	1.957
				09-10-2015	-4177	Transfer	110900	1.886
				16-10-2015	-4551	Transfer	106349	1.808
				23-10-2015	-3949	Transfer	102400	1.741
				30-10-2015	-1274	Transfer	101126	1.720
				06-11-2015	-1000	Transfer	100126	1.703
				20-11-2015	-2000	Transfer	98126	1.669
				25-12-2015	-2000	Transfer	96126	1.635
				15-01-2016	-2000	Transfer	94126	1.601
				22-01-2016	-1000	Transfer	93126	1.584
				29-01-2016	-250	Transfer	92876	1.579
				05-02-2016	-1500	Transfer	91376	1.554
				12-02-2016	-101	Transfer	91275	1.552
19-02-2016	-1000	Transfer	90275	1.535				
	1.535	31-03-2016	0	-	90275	1.535		

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Sr.no	Name	No. of Shares at the beginning/ end of the year	% of total shares of the company	Date	Increasing/ Decreasing in Shareholding	Reason	No. of Shares	% of total Shares of the company
2.	Dipak Kanayalal Shah	1,30,001	1.719	01-04-2015	0	-	0	.000
				05-06-2015	1910	Transfer	103000	1.751
				30-09-2015	1090	Transfer	104090	1.770
				16-10-2015	11744	Transfer	115834	1.970
				23-10-2015	4166	Transfer	120000	2.040
				04-12-2015	2986	Transfer	122986	2.091
				18-12-2015	14	Transfer	123000	2.091
				31-12-2015	6000	Transfer	129000	2.194
				22-01-2016	1000	Transfer	130000	2.211
				18-03-2016	1	Transfer	130001	2.211
				31-03-2016	0	-	130001	2.211
3.	Manmohan Shetty	1,00,000	1.700	01-04-2015	-	No Transfer	1,00,000	1.700
				31-03-2016				
4.	Polyfibre Industries Pvt Ltd	3,45,000	5.866	01-04-2015	-	No Transfer	3,45,000	5.866
				31-03-2016				
5.	Nidhi Polyester Ltd.	92,181	1.567	01-04-2015	-	No Transfer	92,181	1.567
				31-03-2016				
6.	Centrum Capital Limited	6,08,550	10.348	01-04-2015	-	No Transfer	6,08,550	10.348
				31-03-2016				
7.	Top Class Capital Markets Private Limited	5,50,000	9.352	01-04-2015	-	No Transfer	5,50,000	9.352
				31-03-2016				
8.	Kadayam Ramanathan Bharat	33677	.573	01-04-2015	-	No Transfer	33677	.573
				31-03-2016				
9.	Abhinav Singh Kashyap	48681	.828	01-04-2015	0	-	0	.000
				18-09-2015	-1681	Transfer	47000	.799
				09-10-2015	-4151	Transfer	42849	.729
				16-10-2015	-4000	Transfer	38849	.661
				23-10-2015	-3849	Transfer	35000	.595
				30-10-2015	-2087	Transfer	32913	.560
				06-11-2015	-1000	Transfer	31913	.543
				11-12-2015	-500	Transfer	31413	.534
				25-12-2015	-1113	Transfer	30300	.515
				15-01-2016	-1203	Transfer	29097	.495
				22-01-2016	-1000	Transfer	28097	.478
				05-02-2016	-1000	Transfer	27097	.461
				19-02-2016	-1000	Transfer	26097	.444
31-03-2016	0	-	26097	.444				
10.	Nilu Poddar	41404	.704	01-04-2015	-	No Transfer	41404	1.567
				31-03-2016				

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(v) Shareholding of Directors and KMP

Sr. no		Shareholding at the end 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	Chandir Gobind Gidwani				
	At the beginning of the year	0	0	0	0
	No change during the year	0	0	0	0
	At the end of the year	0	0	0	0
2	Rupinder Singh Arora				
	At the beginning of the year	18,83,090	0	0	0
	No change during the year	0	0	0	0
	At the end of the year	18,83,090	0	0	0
3	Ritika Rupinder Arora				
	At the beginning of the year	0	0	0	0
	No change during the year	0	0	0	0
	At the end of the year	0	0	0	0
4	Navdeep singh Khara				
	At the beginning of the year	0	0	0	0
	No change during the year	0	0	0	0
	At the end of the year	0	0	0	0

(vi) Indebtedness:

Indebtedness of the Company including interest outstanding /accrued but not due for payment, are as follows:

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	1,08,000	0	1,08,000
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	1,08,000	0	1,08,000
Change in Indebtedness during the financial year				
* Addition	0	0	0	0
* Reduction	0	1,08,000	0	0
Net Change	0	0	0	1,08,000

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VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Managing Director Shri Rupinder Singh Arora	
1	Gross salary	6,00,000	6,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	0
2	Stock Option	-	0
3	Sweat Equity	-	0
4	Commission	-	0
	- as % of profit	-	0
	- others, specify.	-	0
5	Others, please specify	-	0
	Total (A)	6,00,000	6,00,000
	Ceiling as per the Act	-	0

B. Remuneration to other Directors:

Sr. No	Particulars of Remuneration	Name of Director		Total Amount	
		Navdeep singh Khera	Chandir Gidwani		
1	Independent Directors				
(a)	Fee for attending board committee meetings	7,500	6,250	7,500	6,250
(b)	Commission	NIL	NIL	NIL	NIL
(c)	Others, please specify	NIL	NIL	NIL	NIL
	Total (1)	7,500	6,250	7,500	6,250
2	Other Non Executive Directors				
(a)	Fee for attending board committee meetings	NIL	NIL	NIL	NIL
(b)	Commission	NIL	NIL	NIL	NIL
(c)	Others, please specify	NIL	NIL	NIL	NIL
	Professional service	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL
	Total B = (1+2)	7,500	6,250	7,500	6,250
	Total Managerial Remuneration				
	Overall Ceiling as per the Act.	3% of Net Profits of the Company			

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

	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	Gross Salary	N.A.	Rs.90,000/-	Rs.2,70,000/-	Rs.3,80,000/-
(a)	Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	N.A.	Rs.90,000/-	Rs.2,70,000/-	Rs.3,80,000/-
(b)	Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	—	-
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock option	-	-	—	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	—	-
	as % of profit	-	-	-	-
	others (specify)	-	-	—	-
5	Others, please specify	-	-	-	-

D. 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 Punishment Compounding	NONE				
B. DIRECTORS: Penalty Punishment Compounding	NONE				
C. OTHER OFFICERS IN DEFAULT: Penalty Punishment Compounding	NONE				

By Order of the Board
For Rap Media Limited

Sd/-

Rupinder Singh Arora

Chairman

DIN: 00043968.

Date: 5th September, 2016.
Place: Mumbai.

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“Annexure – 2”

RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

Since the Company is not manufacturing activity as like a unit provision of Section 134(3)(m) of the Company Act, 2013, read with the Rule 3 of Companies (Account) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is not applicable.

Foreign Exchange earnings and outgo:

	Amount (Rs. Lacs)	
	2015-16	2014-15
a) Foreign Exchange earnings:		
FOB Value of export	Nil	Nil
b) Foreign Earning outgo:		
CIF Value of Import	Nil	Nil
Traveling Expenses	Nil	Nil

By Order of the Board
For Rap Media Limited

Sd/-

Rupinder Singh Arora
Chairman
DIN: 00043968.

Date: 5th September, 2016.
Place: Mumbai.

“Annexure 3”

TO THE DIRECTOR’S REPORT FOR THE YEAR ENDED 31ST MARCH, 2016.

FORM AOC-2

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

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

Details of Contracts or arrangement or transactions not at arm’s length basis

There were no contracts or arrangements or transactions entered into during the year end 31st March, 2016, which were not at arm’s length basis.

Details of Contracts or arrangement or transactions at arm’s length basis:

Name of the parties	Nature of Relationship	Silent Terms of Transactions	Nature of Transaction	Duration of Transactions	Amount (Rs. in lakhs)
Rupinder Singh Arora	Managing Director	NA	Salary	Ongoing basis	6,00,000
Rupinder Singh Arora	Managing Director	NA	Unsecured Loan	Loan availed and paid back by the Company	2,21,30,000
Dilawar Singh Arora	Father of Director	NA	Office rent	Ongoing basis	11,40,000
Chandir Gidwani	Director	NA	Sitting Fees	Ongoing	6,250
Navdeep Singh Khara	Director	NA	Sitting Fees	Ongoing	7,500
Ritika Arora	Director	NA	Sitting Fees	Ongoing	7,500
Par Solar Private Limited	Company under same management	NA	Advance against purchase of Land	Ongoing	5,78,15,000

By Order of the Board
For Rap Media Limited

Sd/-
Rupinder Singh Arora
Chairman
DIN: 00043968.

Date: 5th September, 2016.

Place: Mumbai.

RAP MEDIA LTD.

“Annexure IV”

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2016

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

**To,
The Members,
Rap Media Limited**

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

Based on our verification of the Rap Media Limited, books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-Processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Rap Media Limited (“the Company”) for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under
- (iii) The Securities Contracts (Regulation)(Stock Exchanges and Clearing Corporations) Regulations, 2012 and Circular dated December 13, 2012 (CIR/MRD/DSA/33/2012) and other Circulars
- (iv) Listing Regulations, 2015
- (v) The Depositories Act, 1996 and the regulations and bye laws framed there under
- (vi) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Director Investment and External Commercial Borrowings, as applicable;
- (vii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act)
 - a) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) SEBI (Prohibition of Insider Trading) Regulations, 1992;
 - c) SEBI (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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(vii) Other specifically applicable laws to the Company during the period under review;

- (i) Income Tax Act, 1961;
- (ii) Chapter V of the Finance Act, 1994 (Service Tax);
- (iii) Indian Stamp Act, 1899;
- (iv) Indian Contract Act, 1872;
- (v) Negotiable Instrument Act, 1881;
- (vi) Information Technology Act, 2000;
- (vii) Service Tax;
- (viii) Provident Fund;
- (ix) Professional Tax;
- (x) Tax Deducted at Source;
- (xi) Value Added Tax(VAT) & Central Sales Tax(CST);

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The Listing Regulations, 2015 issued by SEBI.

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

We further report that

The Board of Directors of the Company consists of sufficient number of Independent Directors, Managing Director etc. as required under the Act and Regulations. There are no changes in the composition of the Board of Directors of the Company during the financial year under review.

Adequate notice is given to all directors to of schedule of 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 majority members while the dissenting members' views were captured and recorded as part of the minutes.

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

For DSM & Associates,
Company Secretaries

Sd/-

CS Sanam Umbargikar
Partner

M.No.26141.
COP No.9394.

Date: 5th September, 2016.
Place: Mumbai.

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Annexure to Secretarial Audit Report:

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

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

For DSM & Associates,
Company Secretaries

Sd/-

CS Sanam Umbargikar
Partner

M.No.26141.
COP No.9394.

Date: 5th September, 2016.
Place: Mumbai.

REPORT ON CORPORATE GOVERNANCE

Pursuant to newly applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of Corporate Governance, comprising the regulations contained in Chapter IV i.e. Regulation 15 to 27, which are not applicable to the Company as the Company falls under the exemption criteria of having a paid up share capital of less than Rs.10 Crores or having net worth less than Rs.25 Cr. Hence the Company is not required to comply with any of the provisions of the Corporate Governance Report including the various disclosures in the Annual Report. But considering its business nature, ideology of maintaining the transparency with its shareholders, the management of the Company is reproducing the necessary information as required as per Corporate Governance Chapter of the SEBI LODR, for the reference of the shareholders.

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2016.

1. Company's Philosophy on Code of Governance:

Your Company is fully committed to the principles of transparency, integrity and accountability in all spheres of its operations and has been practicing the principles of good corporate governance over the years. In keeping with this commitment, your Company has been upholding fair and ethical business and corporate practices and transparency in its dealings and continuously endeavors to review strengthen and upgrade its systems and procedures so as to bring in transparency and efficiency in its various business segments.

A Report on compliance with the principles of Corporate Governance as prescribed by The Securities and Exchange Board of India (SEBI) in Chapter IV read with Schedule V of Listing Regulation is given below:

2. Mechanism for evaluating Board Members:

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations the Board has carried out an annual evaluation of its own performance, all the Directors individually and the working of its committees.

The Nomination and Remuneration Committee (N & R Committee) has laid down the Criteria for Appointment of Non-Executive Directors & Independent Directors as follows:

- a. The Non-Executive Directors shall be of high integrity with relevant expertise and experience in their respective field.
- b. In case of appointment of Independent Directors, the Nomination and Remuneration committee shall satisfy itself with regard to the Independent nature of the Directors so as to enable the Board to discharge its function and duties effectively.
- c. The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under section 164 of the Companies Act 2013.
- d. The N&R Committee shall consider the following attributes/ criteria, whilst recommending to the Board the candidature for appointment as Non-Executive Director. i) Qualification, experience and expertise of the Non-Executive Directors in their respective fields; ii) Personal, professional or business ethics; iii) Diversity of the Board.

The Board and the N & R Committee reviewed the performance of the individual Directors on the

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basis of the criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of Independent Directors, the performance of non-Independent Directors, the performance of the Board as whole was evaluated, taking into account the views of executive Directors and non-executive Directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual Directors was also discussed.

3. Board of Directors:

The Board is broad-based and consists of eminent individuals from industry, management, technical, financial, and banking background. The Company is managed by the Board of Directors in coordination with the Senior Management team. The composition and strength of the Board is reviewed from time to time for ensuring that it remains aligned with statutory as well as business requirements.

The Company has a judicious mix of Executive and Non- Executive Directors. At present there are total Four directors on the Board of which Two (2) are Non- Executive and Independent Director, and the One (1) is Executive Director and Chairman, and remaining One (1) is Non-Executive and Non Independent Director. The Executive Chairman & Managing Director draws remuneration from the Company. During the year the board of directors met five times as follows: 27th May, 2015, 14th August, 2015, 14th November, 2015 and 12th February, 2016, 25th March, 2016.

The Chairman of the Board is an Executive Director. The details of each member of the Board along with the number of Directorship/Committee Membership are as given below:

Sr.No	Name of the Director	Category of Directors	No. of Board Meetings attended during year	Whether attended in last AGM	Number of other Directorship
1	Rupinder Singh Arora	Executive Director	5	Yes	1
2	Chandir Gidwani	Independent Director	5	Yes	1
3	Navdeep Singh Khera	Independent Director	5	Yes	1
4	Ritika Arora	Non Independent Director	5	Yes	1

Notes:

1. Directorships exclude Private Limited Companies, Foreign Companies and Section 8 Companies.
2. Chairmanship/Membership of Committee only includes Audi Committee and Stakeholders' Relationships Committee in Indian Public Limited companies other than Rap Media Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairperson of more than five such Committees.
3. None of the directors are related to each other.
4. Details of Director(s) retiring or being re-appointed are given in notice to Annual General Meeting.
5. Brief profile of each of the above Directors is available on the Company's website:

4. Audit Committee:

i. Brief Description of Terms of Reference:

The Audit Committee of the Company is constituted in line with the Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013.

The terms of reference, Role and powers of the Audit Committee are as mentioned in Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013 and to review Internal Audit Reports, Statutory Auditors' Report on the financial statements, to generally interact with the Internal Auditors and Statutory Auditors, to review the adequacy of internal control systems, to select and establish accounting policies, to review financial statements before submission to the Board, to recommend the appointment and removal of external auditor and fixation of audit fees and other matters specified under Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

ii. Composition

The Audit Committee comprised of Mr. Navdeep Singh Khera, Chairman, Mr. Chandir Gidwani, and Ms. Ritika Arora as Members. The composition of the Board of Directors is in accordance with Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Members of the Audit Committee are financially literate and possess sound knowledge of accounts, audit, finance etc.

iii. Meetings and Attendance during the Year:

During the year under review Audit Committee were met by 4 times as follows: 27th May, 2015, 14th August, 2015, 14th November, 2015 and 12th February, 2016. The attendance of members is as follows:

Name	Category	Meeting held during the year	Meeting attended during the year
Mr. Navdeep singh khera	Independent Director	4	4
Mr. Chandir Gidwani	Independent Director	4	4
Ms. Ritika Arora	Non-Executive Director	4	4

A. Brief description of the terms of reference of the Audit Committee are as follows:

To review Internal Audit Reports, Statutory Auditors' Report on the financial statements, to generally interact with the Internal Auditors and Statutory Auditors, to review the adequacy of internal control systems, to select and establish accounting policies, to review financial statements before submission to the Board, to recommend the appointment and removal of external auditor and fixation of audit fees and other matters specified under Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

5. Stakeholder's Relationship Committee (Shareholders' / Investors' Grievance Committee):

(i) Terms of references:

- a. To scrutinize and approve registration of transfer of shares / debentures / warrants issued / to be issued by the Company.
- b. To exercise all power conferred on the Board of Directors under Article 43 of the Article of Association.
- c. To decide all questions and matters that may arise in regard to transmission of shares / debentures / warrants issued / to be issued by the Company.
- d. To approve and issue duplicate shares / debentures / warrants certificates in lieu of those reported lost.

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- e. To refer to the Board and any proposal of refusal of registration of transfer of shares / debentures / warrants for their consideration.
- f. To look into shareholders and investors complaints like transfer of shares, non-receipt of declared dividends, etc., and
- g. To delegate all or any of its power of Officers / Authorized Signatories of the Company.

(ii) Composition:

The details of meetings of Stakeholders' Relationship Committee during the year are as follows:

Name	Category	Meeting held during the year	Meeting attended during the year
Mr. Navdeep Singh Khera	Independent Director	4	4
Mr. Chandir Gidwani	Independent Director	4	4
Ms. Ritika Arora	Non-Executive Director	4	4

The constitution and terms of reference of the Stakeholder's Relationship Committee is as per the agreement with the guidelines prescribed under Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This committee:

- (i) approves and monitors transfers, transmission, splitting and consolidation of securities and issue of duplicate Certificates by the Company;
- (ii) looks into various issues relating to shareholders, including the redressal of shareholders' and investors' complaints like transfer of shares, non-receipt of Balance Sheet, dividend etc.; and
- (iii) carries out the functions envisaged under the Code of Conduct for Prevention of Insider Trading adopted in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015.

The total number of complaints received and replied to the satisfaction of the shareholders during the year is as follows:-

· No. of shareholders' complaints received during the year	:	Nil
· No. of complaints not resolved to the satisfaction of shareholders	:	Nil
· No. of pending share transfers	:	Nil
· No. of Complaints Resolved	:	Nil

6. Nomination & Remuneration Committee:

The Nomination & Remuneration Committee comprised of Mr. Navdeep Singh Khera, Mr. Chandir Gidwani and Ms. Ritika Arora. The Committee met 4 times during the year. The constitution and terms of reference of the Nomination & Remuneration Committee is as per regulations of the SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015.

This committee:

- (i) Recommend to the board set up and composition of the board and its committees
- (ii) Recommend to the board the appointment or reappointment of Directors.
- (iii) Carry out evaluation of every Director's performance and support the board in evaluation of the performance of the board, its committees and independent Directors and
- (iv) Provide guidelines for remuneration of Directors.

7. GENERAL BODY MEETINGS:

(i) Location and time where last three Annual General Meetings were held:

Financial Year	Date	Time	Location
2014 – 2015	30/09//2015	4.00 p.m.	At the Registered office of the company at Arora House, 16, Golf Link, Union Park, Khar (West), Mumbai - 400 052.
2013 – 2014	22/09/2014	4.00 p.m.	At the Registered office of the company at Arora House, 16, Golf Link, Union Park, Khar (West), Mumbai - 400 052.
2012 – 2013	25/09/2013	11.00 a.m.	At the Registered office of the company at Arora House, 16, Golf Link, Union Park, Khar (West), Mumbai - 400 052.

(ii) Special Resolution passed in previous three Annual General Meetings:

Sr. No.	Date of Annual General Meeting	Special Resolution
1.	30/09/2015	No Special Resolutions passed during last three Annual General Meetings
2.	22/09/2014	
3.	25/09/2013	

(iii) Special Resolution proposed to be conducted through Postal Ballot: NIL

8. OTHER DISCLOSURES:

(a) Related Party Transactions:

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large:

None of the transactions with any of the related parties were in conflict with the interest of the Company at large.

(b) Disclosure of Accounting Treatment:

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

(c) Details of non-compliance:

We confirm that Company has complied with all requirements specified under listing regulations as well as other regulations and guidance of SEBI. Consequently, there were no restrictions or penalties imposed by either SEBI or Stock Exchanges or any Statutory Authority for non-compliance of any matter related to the capital markets during the last three years.

(e) Vigil Mechanism / Whistle Blower Policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz. www.rapmedia.co.in.

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(f) Adoption of Non Mandatory Requirements:

Adoption of non-mandatory requirements of Listing Regulation is being reviewed by the Board from time-to time.

9. REMUNERATION OF NON- EXECUTIVE DIRECTORS:

Details of remuneration paid to Non Executive Directors

Sr. No.	Name of the Director	Category	Remuneration/ Sitting Fees paid per annum
1.	Navdeep Singh Khera	Independent-Non Executive Director	Rs.7,500/-
2.	Chandir Gidwani	Independent-Non Executive Director	Rs.6,250/-
3.	Ritika Arora	Non Executive Director- Non Independent Director	Rs.7,500/-

Note: Other than sitting fees company does not have any pecuniary transactions/relationship with non-executive directors during the year. There are no criteria fixed for payment.

10. MEANS OF COMMUNICATION:

I. Quarterly Results:

The quarterly and yearly financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board.

II. Website:

Financial results, Annual Reports other disclosure are updated on the website of the Company.

III. Official News Releases:

The Company displays official news releases as and when the situation arises.

IV. Presentations:

The Company makes Investor Presentation, presentation to institutional investors or the analysts when found appropriate.

11. GENERAL SHAREHOLDER INFORMATION:

(a) AGM DATE, TIME AND VENUE:

Annual General Meeting will be held on Friday the 30th September, 2016 at 10.00 a.m. at Arora House, 16 Golf Link, Union Park, Khar (West), Mumbai – 400 052.

(b) FINANCIAL YEAR:

The Financial Year is from 1st April 2016 to 31st March 2017.

Tentative Schedule

Unaudited Results for quarter ending June 30, 2016	Mid of August, 2016.
Unaudited Results for quarter ending September 30, 2016	Mid of November 2016.
Unaudited Results for quarter ending December 31, 2016	Mid of February 2017.
Audited Results for year ending March 31, 2017	End of May 2017.
AGM for year ending March 31, 2017	End of September 2017.

(c) **BOOK CLOSURE PERIOD:** Friday, the 23rd September, 2016 to Friday the 30th September, 2016 (both days inclusive).

(d) **DIVIDEND PAYMENT:** The Company has not declared any dividend.

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(e) STOCK EXCHANGES WHERE SECURITIES ARE LISTED:

Name of the Stock Exchange (Equity Shares)	Stock Code/Symbol	Address
BSE Limited	531583	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.

The Listing fees have been paid for the current financial year on time to both stock exchanges.

(g) REGISTRAR AND TRANSFER AGENT:

Name of Registrar And Share Transfer Agent	: Sharex Dynamic (India) Pvt. Ltd
Address	: Unit 1, Luthra Ind Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai – 400 072.
Tel. No.	: 022 - 28515606 / 28515644
Email Id	: sharexindia@vsnl.com

(h) SHARE TRANSFER SYSTEM WITH NUMBER OF SHARES TRANSFERRED:

The transfer of shares in physical form is processed and completed by Registrar & Transfer Agent within a period of seven days from the date of receipt thereof provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the Listing Regulation, a Practicing Company Secretary carries out audit of the System of Transfer and a certificate to that effect is issued.

(i) DEMATERIALIZATION OF SHARES AND LIQUIDITY: Yes

(j) OUTSTANDING GDRS/ WARRANTS, CONVERTIBLE BONDS, CONVERSION DATE AND ITS IMPACT ON EQUITY: NIL

(k) Shareholding pattern as at 31st March, 2016:

Category	No. of Shares held	% of Total Shares
(I) Promoter Group	23,32,190	39.66
(II) Public Shareholding Institutions		
Mutual Funds and UTI	0	0
Banks & Financial institution & Insurance Companies etc	0	0
FII'S	0	0
Non-Institutions		
Corporate Bodies	0	0
Individual Public	0	0
(Capital Upto To Rs. 1 lakh)	13,18,349	22.42
(Capital Greater Than Rs. 1 Lakh)	4,97,482	8.46
Trusts	0	0
Clearing Member	0	0
NRIs	0	0
OVERSEAS BODIES CORPORATES	0	0
Any Other (Specify)	17,32,979	29.47
Total Public Shareholding	58,81,000	100
(III) Shares held by Custodians and against which Depository Receipts have been issued	0	0
Grand Total	58,81,000	100

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(I) ADDRESS FOR CORRESPONDENCE:

The Company's Registered Office is situated at:

Regd off: Arora House 16 Golf Link, Union Park, Khar (West), Mumbai – 400 052.

Email: info@rapmalls.com

12. CODE OF CONDUCT:

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company which is posted on the website of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code on an annual basis. A declaration to this effect signed by the Chairman.

13. WHISTLE BLOWER POLICY:

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company. The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

The Executive Director of the Company has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever.

DECLARATIONS

Compliance with the Code of Business Conduct and Ethics As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with Rap Media Limited Code of Business Conduct and Ethics for the year ended March 31, 2016.

For Rap Media Limited

Sd/-

Rupinder Singh Arora

Managing Director

DIN:-000043968

Date: 5th September, 2016.

Place: Mumbai.

CEO / CFO CERTIFICATION

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Rap Media Limited ("the Company") to the best of our knowledge and belief certify that:

- a. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2016 and that to the best of our knowledge and belief, we state that:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Company's code of conduct.
- c. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
 - i. significant changes, if any, in internal control over financial reporting during the year;
 - ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control systems over financial reporting.

For Rap Media Limited

Sd/-

Rupinder Singh Arora
Managing Director

Date: 5th September, 2016.
Place: Mumbai.

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INDEPENDENT AUDITOR'S REPORT

To
The members of
RAP MEDIA LIMITED

Report on Financial Statements

We have audited the accompanying standalone financial statements of **RAP MEDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, 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 and presentation of these standalone financial statements that give a true and fair view of the financial position and financial performance 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

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

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

Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements:

Note 2 in the financial statements which indicate that the Company has accumulated losses exceeding fifty percent of its net worth. However, financial statements are prepared on a going concern basis for the reasons stated in the notes.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet and the statement of profit and loss dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) on the basis of the written representations received from the directors as on 31st March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.
 - i. The Company has disclosed the details of pending litigations which would impact its financial position in its standalone financial statements under the head Contingent Liability;
 - 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 SUNIL MISTRY & CO.
Chartered Accountants
Firm Regn. No. 123435W

SUNIL P. MISTRY
Proprietor
Membership No. 113813

Place: Mumbai
Date: 30th May 2016

RAP MEDIA LTD.

Annexure to the Independent Auditors Report on the standalone financial statements of RAP MEDIA LIMITED

(Referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report of even date

- i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) As explained to us, all the fixed assets have been physically verified by the management in a phased manner, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No significant or material discrepancies were noticed on such physical verification.
 - (c) The title deeds of immovable properties are held in the name of the Company except in case of the property where the company has paid an advance for the acquisition of land.
- ii. The Company does not hold any inventory and hence this clause is not applicable.
- iii. The Company has not granted loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act and hence this clause is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of investments made.
- v. According to the information and explanations given to us, the Company has not accepted any deposit from the public and hence this clause is not applicable.
- vi. The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Companies Act.
- vii. (a) According to information and explanations given to us and on the basis of the records of the Company examined by us, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Income Tax & other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2016 for a period of more than six months from the date of becoming payable.
 - (b) As per the information and explanations given to us, no undisputed statutory dues relating to income tax and service tax were in arrears. Further, there are no dispute pending before any authority.
- viii. Since the Company has not taken any loans from any financial institution or banks, nor has the Company has issued any debenture, hence this clause is not applicable to the Company.
- ix. In our opinion and according to the information and explanations given to us, the Company has not raised monies during the year by way of initial public offer or further public offer including debt instruments and term loans and hence this clause is not applicable.
- x. In our opinion and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence this clause is not applicable.

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- xiii. In our opinion and according to the information and explanations given to us, the Company's transaction with its related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and details of related party transactions have been disclosed in the financial statement as required by the applicable accounting standards.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence this clause is not applicable.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non cash transactions during the year with its directors or persons connected with him and hence this clause is not applicable.
- xvi. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For SUNIL MISTRY & CO.
Chartered Accountants
Firm Regn. No. 123435W

SUNIL P. MISTRY
Proprietor
M. No. 113813

Place: Mumbai
Date: 30th May 2016

RAP MEDIA LTD.

“Annexure A” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of RAP Media Limited

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements of our report of even date)

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

We have audited the internal financial controls over financial reporting of RAP MEDIA LIMITED (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SUNIL MISTRY & CO.
Chartered Accountants
Firm Regn. No. 123435W

SUNIL P. MISTRY
Proprietor
M. No. 113813

Place: Mumbai
Date: 30th May 2016

RAP MEDIA LTD.

Balance Sheet as at 31st March 2016

(Rupees)

Particulars	Note No	Figures as at the 31 st March 2016	Figures as at the 31 st March 2015
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	58,810,000	58,810,000
(b) Reserves and Surplus	2	64,844,024	324,609,557
(2) Non-Current Liabilities			
(a) Deferred tax liabilities (Net)	3	5,671,158	6,052,942
(b) Other Long term liabilities	4	116,675,000	116,675,000
(c) Long term provisions	5	1,998,619	1,748,260
(3) Current Liabilities			
(a) Short-term borrowings	6	-	1,080,000
(b) Trade payables	7	8,131,105	6,771,753
(c) Other current liabilities	8	236,243	440,013
(d) Short-term provisions	9	1,275,000	1,275,000
Total		257,641,149	517,462,525
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10	125,306,244	129,188,687
(ii) Capital work-in-progress		68,940,878	314,061,295
(b) Long term loans and advances	11	1,709,186	906,615
(c) Other non-current assets	12	280,000	380,000
(2) Current assets			
(a) Current investments	13	-	20,500,000
(b) Trade receivables	14	51,308,146	32,443,525
(c) Cash and cash equivalents	15	584,668	10,902,321
(d) Short-term loans and advances	16	9,512,026	8,982,999
(e) Other current assets	17	-	97,082
Total		257,641,149	517,462,525

See accompanying notes forming part of the financial statements

As per our report attached
For SUNIL MISTRY & Co.
Chartered Accountants
FRN 123435W

SUNIL.P. MISTRY
(Proprietor)
M.No. 113813

Mumbai
Dated :30th May 2016

For and on behalf of the Board

RUPINDER SINGH ARORA
Chairman & Managing Director

RITIKA ARORA
Director

RAVINDRA JOSHI
Company Secretary

CHANDIR GIDWANI
Director

NAVDEEP SINGH KHERA
Director

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Statement of Profit and Loss for the Quarter /YEAR ENDED 31st March 2016		(Rupees)	
Particulars	Note No	Figures as at the 31st March 2016	Figures as at the 31st March 2015
I. Revenue from operations	18	43,781,256	18,281,256
II. Other Income	19	63,422	127,394
III. Total Revenue (I +II)		43,844,678	18,408,650
IV. Expenses:			
Employee Benefit Expenses	20	6,192,654	3,401,090
Depreciation and amortization expense	10	4,087,967	4,042,879
Impairment Loss	21	277,746,605	-
Other expenses	22	15,964,775	13,565,727
Total Expenses		303,992,001	21,009,696
V. Profit before tax (IV - III)		(260,147,323)	(2,601,046)
VI. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		(381,784)	298,469
VII. Profit/(Loss) for the period (V-VI)		(259,765,539)	(2,302,577)
VII. Earning per equity share:			
(1) Basic		(44.17)	(0.39)
(2) Diluted		(44.17)	(0.39)

See accompanying notes forming part of the financial statements

As per our report attached
For SUNIL MISTRY & Co.
Chartered Accountants
FRN 123435W

SUNIL.P. MISTRY
(Proprietor)
M.No. 113813

Mumbai
Dated :30th May 2016

For and on behalf of the Board

RUPINDER SINGH ARORA
Chairman & Managing Director

RITIKA ARORA
Director

RAVINDRA JOSHI
Company Secretary

CHANDIR GIDWANI
Director

NAVDEEP SINGH KHERA
Director

RAP MEDIA LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

(Rupees)

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
A Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax and Extra ordinary items	-2601.47	-26.01
Adjusted for		
Depreciation & Amortisation	40.88	40.43
Impairment Loss	2777.47	
CWIP written off	0.79	0.00
Interest Income	0.63	1.27
	<u>2818.50</u>	<u>41.70</u>
Operating Profit before working capital changes	217.02	15.69
Adjusted for		
Loans and Advances	-13.32	544.31
Sundry Debtors	-188.65	160.12
Trade Payables	13.59	0.48
Other current Assets	1.97	-0.29
Other Current Liabilities	0.47	-301.53
Cash Generated from Operations	-185.93	403.09
Less: Income Taxes Refund/(Paid)(Net)	0.00	0.00
Net Flow from operating activities	<u>31.09</u>	<u>418.79</u>
B Cashflow from Investing activities		
(Purchase) / Sale of Fixed Assets (Net)	0.00	-0.26
Investments (Net)	205.00	-405.00
Interest Received	0.63	0.49
Net Cash used in Investing Activities	<u>205.63</u>	<u>-404.77</u>
C Cashflow from Financing Activities		
Increase/(Repayment) of borrowings	-10.80	0.00
Interest Paid	0.00	0.00
Net Cash used in Financing Activities	<u>-10.80</u>	<u>0.00</u>
Net Changes in Cash and Cash Equivalent (A+B+C)	<u>225.93</u>	<u>22.31</u>
Cash and Cash equivalent - Opening Balance	109.02	-21.46
Cash and Cash equivalent - Closing Balance	5.85	109.02
Net Changes in Cash and Cash equivalent	-103.18	130.49

Previous Year figures have been regrouped wherever necessary

As per our report attached
For SUNIL MISTRY & Co.
Chartered Accountants
FRN 123435W

For and on behalf of the Board

RUPINDER SINGH ARORA
Chairman & Managing Director

CHANDIR GIDWANI
Director

SUNIL.P. MISTRY
(Proprietor)
M.No. 113813

RITIKA ARORA
Director

NAVDEEP SINGH KHERA
Director

Mumbai
Dated :30th May 2016

RAVINDRA JOSHI
Company Secretary

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NOTES Forming Part of the Balance Sheet as at and the Statement of Profit and Loss for the year ended 31st March,2016

	As at 31 st March,2016 Rupees	As at 31 st March,2015 Rupees
NOTE 1:CAPITAL		
Authorised		
1,20,00,000 Equity Shares of Rs.10 each.	12,00,00,000	12,00,00,000
(Previous Year 1,20,00,000 Equity Shares of Rs.10/- each)	<u>12,00,00,000</u>	<u>12,00,00,000</u>
Issued,Subscribed and paid up		
58,81,000 Equity Shares of Rs.10/- each	5,88,10,000	5,88,10,000
(Previous Year 58,81,000 Equity Shares of Rs.10 each)	<u>5,88,10,000</u>	<u>5,88,10,000</u>

The Company has only one class of Equity Shares. Each shareholder is eligible for one vote per share. The dividend proposed by the Board is subject to the approval of shareholders except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

Shareholders holding more than 5% shares of the Company

	31 st March 2016		31 st March 2015	
	Number	Percentage	Number	Percentage
Mr.Rupinder Singh Arora	1883090	32.02	1883102	32.02
Mr. Dilawar Singh Arora	434000	7.38	434000	7.38
Centrum Capital Limited	608550	10.35	608550	10.35
Ployfiber Industries Pvt. Ltd	345000	5.87	345000	5.87
Top Class Capital Market Pvt. Ltd	550000	9.35	550000	9.35

NOTE 2 :RESERVE & SURPLUS

Share Premium Account	332,137,000	332,137,000
Profit & Loss Account		
As per last Balance Sheet	(7,527,443)	(5,224,866)
Add Profit for the Year	(259,765,539)	(2,302,577)
	<u>(267,292,982)</u>	<u>(7,527,443)</u>
	<u>64,844,018</u>	<u>324,609,557</u>

RAP MEDIA LTD.

NOTES (Contd.)

	As at 31 st March,2016 Rupees	As at 31 st March,2015 Rupees
NOTE 3: DEFERRED TAX LIABILITY		
Related to Fixed Assets	6,052,942	6,593,154
Deferred Tax Asset		
Disallowance under Income Tax Act,1961	(381,784)	(540,212)
Carried forward Losses	-	-
	<u>5,671,158</u>	<u>6,052,942</u>
NOTE 4: OTHER LONG TERM LIABILITIES		
Security Deposits Liability	75,000	75,000
Advance Received	116,600,000	116,600,000
	<u>116,675,000</u>	<u>116,675,000</u>
NOTE 5: OTHER LONG TERM PROVISIONS		
Provision for Gratuity	1,998,619	1,748,260
	<u>1,998,619</u>	<u>1,748,260</u>
NOTE 6 : SHORT TERM BORROWINGS		
Unsecured Loan from Related Party	-	1,080,000
	<u>-</u>	<u>1,080,000</u>
NOTE 7: TRADE PAYABLES		
Trade Payables	8,131,105	6,771,753
	<u>8,131,105</u>	<u>6,771,753</u>
NOTE 8: OTHER CURRENT LIABILITIES		
Provision for Expenses	-	12,292
Other Liabilities	236,245	427,721
	<u>236,245</u>	<u>440,013</u>
NOTE 9: SHORT TERM PROVISIONS		
Provision for Taxation	1,275,000	1,275,000
	<u>1,275,000</u>	<u>1,275,000</u>

NOTE 10: FIXED ASSETS

(Rupees)

Particulars	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	AS ON	ADDITIONS	DEDUCTIONS	AS ON	AS ON	DEDUCTIONS	Depreciation	Depreciation	AS ON	AS ON
	01.04.2015	DURING	DURING	31.03.2016	31.03.2015	DURING	for year ended	AS ON	31.03.2016	31.03.2015
	THE PERIOD	THE PERIOD			THE PERIOD	31.03.2016	31.03.2016			
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
(A) OFFICE FIXED ASSETS										
1. Office Equipments	310115	33000	0	343115	178836	832	32166	210170	132945	131279
2. Computers	426161	187794	0	613955	409273		52751	462024	151931	16888
3. Vehicles	3920915	0	0	3920915	3228418		465805	3694223	226692	692497
(B) MEERUT MULTIPLEX										
1. Land	694485	0	0	694485			0		694485	694485
2. Building	50929504	0	0	50929504	15222825		1614465	16837290	34092214	35706679
3. PLANT & MACHINERY										
Electrical Fittings	1869551	0	0	1869551	828775		118343	947118	922433	1040776
Projectors & Sound Systems	12133165	0	0	12133165	5378629		768029	6146658	5986507	6754536
Fire Fighting	657897	0	0	657897	291645		41645	333290	324607	366252
Generators	1462049	0	0	1462049	648124		92548	740672	721377	813925
Invertor	20147	0	0	20147	8931		1275	10206	9941	11216
Stabilizers	70964	0	0	70964	31460		4492	35952	35012	39504
Fans	22950	0	22950	0	10173	10173	0	0	0	12777
4. FURNITURE AND FIXTURES										
Theatre Furniture	4901161	0	0	4901161	4307138		582258	4889396	11765	594023
Office Furniture	7601	0	0	7601	4570		722	5292	2309	3031
5. COMPUTERS										
Computers	929543	0	929543	0	929543	929543	0	0		0
6. OTHER EQUIPMENTS										
Air Conditioning	3299665	0	0	3299665	1567340		313468	1880808	1418857	1732325
Mobile Hand Set	6338	0	6338	0	3010	3010	0	0	0	3328
(C) LAND	0									
1. AGRA	48166302	0	0	48166302	0		0	0	48166302	48166302
2. LUDHIANA	32408867	0	0	32408867	0		0	0	32408867	32408867
TOTAL	162237380	220794	958831	161499343	33048690	943558	4087967	36193099	125306244	129188690
PREVIOUS YEAR	162237380	0	0	162237380	29008813	0	4042879	33048690	129188690	
CAPITAL WORK IN PROGRESS										
Capital Work in Progress-Other (Agra) *	287825217	0	277825217	10000000						
Capital Work in Progress-Other (Amritsar)	25110200	0	25110200	0						
Capital Work in Progress-Other (Ludhiyana)	1125878	1125878								
Capital Work in Progress-Other (Jodhpur)	0	57,815,000	0	57815000						
TOTAL	314061295	57815000	302935417	68940878					68940878	314061295
G TOTAL	476298675	58035794	303894248	230440221	33048690	943558	4087967	36193099	194247122	443249985

RAP MEDIA LTD.

NOTES (Contd.)

	As at 31 st March,2016 Rupees	As at 31 st March,2015 Rupees
NOTE 11: LONG TERM LOANS & ADVANCES		
Loan Given	690,006	650,006
Deposit Ludhiana Court	1,000,000	-
Advance Given	19,180	256,609
	<u>1,709,186</u>	<u>906,615</u>
NOTE 12: OTHER NON CURRENT ASSETS		
Deposits	280,000	380,000
	<u>280,000</u>	<u>380,000</u>
NOTE 13: CURRENT INVESTMENTS		
Investment in Property	-	20,500,000
	<u>-</u>	<u>20,500,000</u>
NOTE 14: TRADE RECEIVABLES (Unsecured and considered good)		
Over six months	41,702,146	22,412,977
Others	9,606,000	10,030,548
	<u>51,308,146</u>	<u>32,443,525</u>
NOTE 15: CASH AND CASH EQUIVALENTS		
Cash on hand	486,696	56,810
Balances with Scheduled Banks:		
(I) In Current Accounts	97,972	185,269
(II) In Fixed Deposit Accounts (HDFC Bank)	-	10,650,000
HDFC Cash Management Fund-Saving Plan	-	10,242
TOTAL	<u>584,668</u>	<u>10,902,321</u>
NOTE 16: SHORT TERM LOANS AND ADVANCES		
Tax deducted at source	9,134,699	8,912,292
Prepaid Expenses	377,327	70,707
	<u>9,512,026</u>	<u>8,982,999</u>
NOTE 17: OTHER CURRENT ASSETS		
Interest Receivable Fixed Deposit	-	47,951
Service Tax Credit	-	49,131
	<u>-</u>	<u>97,082</u>

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NOTES (Contd.)

	Year Ended 31 st March 2016 Rupees	Year Ended 31 st March 2015 Rupees
NOTE 18: REVENUE FROM OPERATIONS		
Conducting Fees	14,400,000	14,400,000
Compensation	25,500,000	-
Royalty Income	3,881,256	3,881,256
TOTAL	43,781,256	18,281,256
NOTE 19: OTHER INCOME		
Interest	63,422	106,902
Other Income	-	20,492
	63,422	127,394
NOTE 20: EMPLOYEE BENEFIT EXPENSES		
Salary & Allowances	5,942,295	3,068,100
Gratuity	250,359	332,990
	6,192,654	3,401,090
NOTE 21: IMPAIRMENT LOSS		
Impairment Loss of Building and Equipements	258,051,044	-
Impairment of DG Sets due to flooding (Assets written off)	19,695,561	-
Total	277,746,605	-
NOTE 22: OTHER EXPENDITURE		
Travelling, Conveyance	1,088,015	557,166
Rates & Taxes	371,900	551,397
Legal & Professional Fees	950,994	2,738,476
Motor Car Expenses	738,214	457,597
Audit Remuneration :		
Audit Fees	100,000	75,000
Tax Audit	50,000	25,000
Repairs & Maintenance	174,113	238,000
Insurance	362,229	42,108
Office Rent	1,140,000	780,000
Security Charges	732,600	572,000
Project expenses written off	78,612	6,615,417
Miscellaneous Expenses	1,628,098	814,450
Total	15,964,775	13,466,611

RAP MEDIA LTD.

NOTES

Note :22 Corporate Information

M/s.Rap Media Limited is a public limited Company domiciled in India. The Company has its primary listing on the BSE Limited in India. The Company is engaged in the Business of Construction of Malls and Multiplexes and Real Estate Business.

Note: 23 SIGNIFICANT ACCOUNTING POLICIES

a. Basis of accounting and presentation of financial statements:

The Company maintains its accounts on accrual basis following the historical cost convention, except for the revaluation of certain fixed assets, in accordance with generally accepted accounting principles ["GAAP"] in compliance with the provisions of the Companies Act, 2013 and the Accounting Standards as specified in the Companies (Accounting Standards) Rules, 2006 read with Rule 7(1) of the Companies (Accounts) Rules, 2014 issued by the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. Further, the guidance notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable except to the extent where compliance with other statutory promulgations override the same requiring a different treatment

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The Cash Flow Statement has been prepared and presented as per the requirements of Accounting Standard (AS) 3 "Cash Flow Statements". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards and the Equity Listing Agreement.

b. Use of Estimates :

The preparation of financial statements in conformity with GAAP requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include the useful lives of tangible and intangible fixed assets, allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans, etc. difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

c. Classification of Assets and Liabilities:

All the asset and liabilities of the companies are segregated into current and non-current based on the principles and definitions as set out in the schedule III of the Companies Act, 2013 as amended. The Company has adopted a period of twelve months as its operating cycle.

d. Fixed Assets:

- a. All Fixed Assets are stated at cost less depreciation. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use.
- b. Exchange difference arising on payment of liabilities for purchase of fixed assets from outside India and year end conversion for such liabilities are charged / credited to the Profit & Loss Account.
- c. When an Asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of accounts and resultant profit (including capital profit) or loss, if any, is reflected in the Profit & Loss Account.
- d. Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and estimated net realizable value and are disclosed separately in the financial statements.

e. Capital Work-in-Progress includes the cost of assets that are not ready for intended use at the Balance Sheet and advances paid to acquire capital assets before the Balance Sheet date.

e. Depreciation

Depreciation is provide on Straight Line Method over the period of assets after keeping 5% of cost as residual value in the manner prescribed in the Companies act, 2013. Depreciation on assets purchased/ acquired during the year is charged from the date of purchase of the assets. Similarly depreciation on assets sold/discarded during the year is charged up the date of sale assets.

f. Employee Benefits

Defined Benefit Plans - Company's liabilities towards gratuity being post employment benefit are determined actuarially using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately build up the final obligation. Past service costs are recognized on straight line basis over the average residual period until the amended benefits become vested. Actuarial gain and losses are recognized immediately in the Statement of Profit and loss as income or expense. Obligation is measured at the present value of estimated future cash flows.

g. Revenue Recognized

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection.

Dividend is recognized when the right to receive is established.

Interest is recognized on time proportion basis.

h. Income Tax and Deferred Taxes

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is measured based on the tax rates and tax laws enacted or substantively enacted at the balance sheet date. Deferred tax is recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets arising on account of unabsorbed depreciation or carry forward of tax losses shall be recognized only when there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

i. Provisions

Provisions are recognised in accounts in respect of present probable obligations, the amount of which can be reliably estimated.

j. Contingent Liabilities and Commitments

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company.

k. Impairment of assets

Management periodically assesses using external and internal indications whether there is an indication that an asset may be impaired. Impairment occurs where the carrying amount exceeds the present value of future cash flows expected to arise from the continuing use of the asset or its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the asset's net sale price or present value as determined above.

RAP MEDIA LTD.

Note: 24 NOTES TO ACCOUNTS

1. Contingent Liabilities and Commitments

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation.

Accordingly the Board has contemplated the following as contingent liabilities which may or may not occur in the near future.

Nirmal Singh Dhillon V/s. Rap Media Limited – The case has been filed by Mr. Nirmal Singh Dhillon for damages caused to foundation to his premises and crop land caused by digging at the Ludhiana Construction site of the Company. The Trial Court in an Interim Judgment ordered the Company to construct a retaining wall all along boundary wall between NSD Plot and Company's site which would have cost the Company Crores of rupees. Then the Company has appealed in the High Court and The Honorable Chandigarh High Court vide its Order No.1374 of 2015 has asked the Company to deposit Rs.10 Lacs instead of construction of retaining wall and the same has been deposited on 18th November, 2015. Now the case has been again returned back to the Trial Court.

The Company has also filed a counter claim against Mr. Nirmal Singh Dhillon for damages caused to Company's construction site caused by watering and lowering of his crop lands adjacent to the Construction site of the Company.

M/s. Star Con Construction has filed a case against the Company for non payment of dues for digging work completed at Ludhiana Construction Site. The Trial Court has passed the judgment ordering the Company to pay the Rs.27.60 Lakhs plus interest. The Company has filed an appeal against the said Judgment.

The Company has also filed a claim against M/s. Star Con Constructions who did the job of digging the above mentioned construction site.

2. Going Concern

The Company has impaired the assets of one of its project. This project was impaired due to the reasons provided in the notes above. The impairment of this asset has caused a substantial erosion of the reserves of the Company. However, the Management of the Company feels that the going concern concept of the Company is not affected. The reasons of the Management for the same are as follows:

- a. The project at Agra was on hold since 2010.
- b. No new activity can be started at that site until the change of land use is received.
- c. The structure at the site was unusable and has to be demolished for carrying out any activity
- d. The activity of the Company in its Meerut project is going on.
- e. The Company is also in the process of acquiring land to start a new project. An advance for which has already been paid by the Company.

Considering the above, the management is of the opinion that the going concern concept is not affected.

3. Compensation Income

The company has received Rs. 2.25 crores towards settlement of dispute for land situated at Amritsar.

4. Impairment of Building, Equipments and DG set

The Company had in its Board meeting held in February 2016 decided to review the feasibility of its

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assets situated at Agra and Meerut. Accordingly the management of the Company along with the Statutory Auditor visited the projects at Agra and Meerut. After deliberation and feasibility study, it was decided to value the assets at Agra by a Government Approved Valuer.

After receipt of the valuation report and the feasibility study of the business, the Company in its Board meeting held in March 2016 decided to go for Impairment of the Assets (Building and Equipments) and DG Set.

The following factors were considered by the Board for Impairment of the Assets (Building and Equipments) and DG Set.

1. The work at the project site at Agra is on hold since 2010.
2. The building at the site is in very bad shape as there is flooding in the building during monsoon every year.
3. Most of the equipments fitted in the building have never been used. They have been lying idle since the time of their installation
4. The DG Set is situated in the basement of the building, where flooding occurs during monsoon every year.
5. The DG Set was found to be in highly damaged conditions not in working condition and had to be written off.
6. There is restriction on the use of Land at Agra, the Company is not able to carry on any activity other than Mall and Multiplex.
7. The valuation of the Assets (Building and Equipments) at Agra as per the Government Approved Valuer is only Rs. 1 Crores which is far less than the actual amount spent on the Construction of the asset.

Based on the above factors, the Company has decided to go for Impairment of the Asset at Agra and show the assets at its realizable value.

Further, the Company has applied for the change of use of land at Agra with the respective authorities. On receipt of approval the company will decided on the future course of action.

5. Balances of Debtors, Creditors, Loans & Advances (Debit/Credit) are subject to confirmation.

6. Segment Reporting

The Company is operating in single business segment i.e. Development of Multiplex Theatres and Malls and also in single geographical segment i.e. in India. Hence, reporting in accordance with the Accounting Standard (AS) 17 of is not applicable.

7. Remuneration to Directors:

	Year ended 31.03.2016 Rs.	Year ended 31.03.2015 Rs.
Salaries & Allowances	6,00,000/-	6,00,000/-
Sitting Fees	22,500/-	30,000/-
Total	6,22,500/-	6,30,000/-

RAP MEDIA LTD.

8. Remuneration to Auditors:

	Year ended 31.03.2016 Rs.	Year ended 31.03.2015 Rs.
Audit Fees	1,00,000/-	75,000/-
Tax Audit fees	50,000/-	25,000/-
Total	1,50,000/-	1,00,000/-

9. The following projects of the Company are on hold due to the adverse market conditions in real estate market.

- i. Construction Project at Ludhiana
2. Multiplex project in Agra

hence the amount spent has been shown under land and capital work in progress. The amount required to complete the projects is not estimated.

10. Related Parties disclosures:

a) List of related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of the Related Party	Relationship	Nature of transaction
1.	Shri Rupinder Singh Arora	Managing Director	Directors Remuneration & Unsecured loans
2.	Shri Chandir G. Gidwani	Director	Directors Sitting fees
3.	Ms.Ritika Arora	Director	Directors Sitting fees
4.	Shri. Navdeep Singh Khara	Director	Directors Sitting fees
5.	Shri Dilawar Singh Arora	Relative of Director	Rent
6.	Par Solar Private Limited	Company under same Management	Advance for purchase of land

b) Transactions during the year with related parties:

Sr. No.	Name of the Related Party	Nature of Transactions	Op. Balance as on 1 st April 2015	Received during the year	Paid during the year	Closing Balance as on 31 st March, 2016
1	Shri Rupinder Singh Arora	Unsecured loan	10,80,000 (NIL)	21,050,000 (8825,300)	22,130,000 (7,745,300)	(NIL) (NIL)
2	Shri Rupinder Singh Arora	Directors Remuneration			600,000 (600,000)	
3	Shri Chandir G. Gidwani	Directors Sitting Fee			6250 (10,000)	
4	Ms.Ritika Arora	Director Sitting Fee			7500 (10,000)	
5	Shri. Navdeep Singh Khara	Director Sitting Fee			7500 (2500)	
6	Shri Dilawar Singh Arora	Office Rent		-	114,0000 (780000)	
6	Par Solar Pvt. Ltd.	Advance for purchase of land			57,815,000	57,815,000

Note: Figures in bracket represents previous year's amount.

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11. Earning per share (EPS):

Particulars	31.03.2016	31.03.2015
Weighted average number of shares at the beginning and end of the year	58,81,000	58,81,000
Net Profit after Tax available for Equity Shareholders (Rupees)	(25,97,65,539)	(23,02,577)
Basic and Diluted Earnings Per Share (Rupees)	(44.17)	(0.39)

12. The company has not received any intimation from vendors covered under the micro, Small & medium enterprises Development Act, 2006 and as such information in respect of those vendors is not provided.

13. Previous year's figures have been regrouped/rearranged wherever necessary.

As per our report attached

For SUNIL MISTRY & Co.

Chartered Accountants

FRN 123435W

SUNIL.P. MISTRY

(Proprietor)

M.No. 113813

Mumbai

Dated :30th May 2016

For and on behalf of the Board

RUPINDER SINGH ARORA

Chairman & Managing Director

CHANDIR GIDWANI

Director

RITIKA ARORA

Director

NAVDEEP SINGH KHERA

Director

RAVINDRA JOSHI

Company Secretary

RAP MEDIA LTD.

RAP MEDIA LIMITED

Regd Office: Arora House 16 Golf Link, Union Park, Khar (West), Mumbai - 400 052.
CIN: U65990MH1994PLC084098

ATTENDANCE SLIP

(Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.)

Name and Address of Shareholder	
No. of Shares	
Folio No.	
Client ID	
Signature	

I hereby record my presence at the 22nd Annual General Meeting of the Company at Arora House 16 Golf Link, Union Park, Khar (West) , Mumbai – 400 052 , Friday 30th September, 2016 at 10.00 a.m.

Signature of the Shareholder or Proxy

Email Address:

Note: No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Report to the Meeting.

RAP MEDIA LTD.

Name of the Company: RAP MEDIA LIMITED

Regd Office: Arora House 16 Golf Link, Union Park, Khar (West), Mumbai - 400 052.

CIN: U65990MH1994PLC084098

Tel: 022-26041313, 26041314, Email: grievances@rapmalls.com

PROXY FORM

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

Name of the Member(s):			
Registered Address:			
Email -id:			
Folio No. Client ID:		DP ID:	

I/We, being the member (s) of _____ shares of the above named Company, hereby appoint

1.Name: _____

Address: _____

Email Id: _____

Signature: _____ or failing him

2.Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of Rap Media Limited to be held on Friday the 30th September, 2016 at 10.00 a.m. at Arora House 16 Golf Link, Union Park, Khar (West) , Mumbai – 400 052 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Resolution No.

Resolution

Ordinary Business

1. Adoption of Audited Financial Statements for the year ended 31st March, 2016.
2. To appoint a Director in place of Ms. Ritika Arora (Din No.00102510), who retires by rotation and being eligible, offers herself for re-appointment
3. To consider ratification of appointment of Statutory Auditors

Signed this..... day of..... 2016

Signature of shareholder.....

Signature of Proxy holder(s)



Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please complete all details including details of member(s) before submission.

BOOK-POST

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To.

If undelivered please return to :

RAP MEDIA LIMITED
Arora House, 16, Golf Link,
Union Park, Khar(West),
Mumbai-400 052.