

Registered Office:

Office No: 53, Jagat Satguru Industrial Estate.
Off Aarey Road, Near Kothkar Compound,
Goregaon (East) Mumbai- 400063.




Contact Details: 022+29271460/5890/1098/09324237471

Mail ID : sunil@rtclcables.com

Website : www.rtclcables.com

CIN NO : L31300MH1994PLC083244

FORM A**ANNUAL REPORT TO BE FILED WITH THE STOCK EXCHANGE**

1.	Name of the Company	Rishabhdev Technocable Limited
2.	Annual Financial Statements for the year ended	31 st March, 2014
3.	Type of Audit Observations	Unqualified
4.	Frequency of Observation	Not Applicable
5.	To be Signed by –	
	<ul style="list-style-type: none"> • CFO 	<p>S. S. Awasthi</p> <p>Shailendra Awasthi</p> 
	<ul style="list-style-type: none"> • Auditor of the Company 	<p>CA Manish Kankani</p> <p>DMKH & Co</p> <p>Chartered Accountants</p> 
	<ul style="list-style-type: none"> • Audit Committee Chairman 	<p>Sunil B. Golchha</p> 

Rishabhdev Technocable Limited

Established In 1994
20th Annual Report
FY- 2013-2014



Cables & Automation Systems used for all Process Based Industrial Projects



Our Versatile Product Range :-

- # Cables For Oil & Gas, Petrochemicals , Power Projects.
- # Cables For Process Control Instrument & Electrical Control Equipments & Automation Systems
- # Isolation & Protection Tape & Hi Temperature Fabrics.
- # Infra Projects & EPC Contracts In Electricals & Engineering Consultancy Services
- # Trading of Domestic House Hold Products.

Regd. Office : No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (E), Mumbai – 400069
Tel No.022+29271460/29271098 Fax No. 022+29275890
E-mail ID- fpo@rtclcables.com CIN: L31300MH1994PLC083244

Plant : Survey No. 60/P, 60/1/2/4/P& 68 Village Karajgam Silvassa–UT-396230 (Near IOCL Plant)
www.rtclcables.com



HT Cables Plant Process



Import Substitute Energy Cables Custom Made Control & Instrument Cables Electrical Cables



Site View of Cables Offered For Inspection of HPCL-BV-Inspection Authority For AGS Automation Projects



BOARD OF DIRECTORS

Mr. Sunil B. Golchha	DIN : 00318899	Chairman & Managing Director
Mr. Amla Prasad P. Mishra	DIN : 02254272	Independent Director
Mr. Umashankar M. Singh	DIN : 02935964	Independent Director
Mr. Shailendra Awasthi		Chief Financial Officer

BANKERS TO THE COMPANY

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

AUDITORS TO THE COMPANY

M/s. DMKH & Co.
Chartered Accountants
Mumbai

REGISTERED OFFICE:

Rishabhdev Technocable Ltd.

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

REGISTRAR & TRANSFER AGENT

Universal Capital Securities Pvt. Ltd.

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

Sr. No.	Contents	Page No.
1.	Notice	3
2.	Directors' Report	7
3.	Corporate Governance Disclosure	11
4.	Management Discussion and Analysis Report	18
5.	Auditors' Report	23
6.	Balance Sheet	26
7.	Statement of Profit & Loss	27
8.	Notes on Accounts	28
9.	Cash Flow Statement	46
10.	Attendance Form	47

ANNUAL GENERAL MEETING on Tuesday 30th September, 2014, at 1:00 p.m., at Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai – 400069.

MESSAGE FROM CHAIRMAN & MANAGING DIRECTOR, SUNIL B. GOLCHHA

Dear Shareholders,

I welcome you to the 20th Annual General Meeting (AGM) of your Company. I would like to extend to all of you my best wishes and greetings on behalf of your Directors and myself.

I would like to begin by thanking you all for making it convenient to attend the meeting. With your permission, I take as read the Director's Report and the audited accounts for the year ended 31st March, 2014.

The journey of RTL would not have been as exciting and fulfilling without the unconditional support of all our customers & our sales partners & Bankers, I would like to express our deep gratitude to you, as you have made RTL one of the outstanding companies in our industry.

The completion of year 2013-14 is marked as of successful commercial operations of your Company. Needless to say, the journey has been exhilarating as well as astound for an organization which started its modest operations in year 1994.

I am happy to share with you that we had crossed many milestones in FY 2013-14. The turnover of the Company as on 31st March, 2014 reached five figures, crossing ₹ 115 Crore , a visible growth insight into general direction and magnitude for the nation's overall economy, setting up of adequate and efficient infrastructural facilities becomes inevitable for prolonged sustenance.

There are many new challenges the cable industry is facing with new market opportunities and product developments. Due to thrust in renewable solar power sector, and also various process based industries, Automation EPC Project Contractor, we have enthusiastically achieved success towards developing and delivering products for this segment and at the same time ensured to be internationally competitive.

Before I conclude, on behalf of the Board of Directors of your Company. I wish to convey earnest special thanks to All our esteemed bankers, and Central Government and State Government for your continued support and trust in us. This motivates us to excel in all our pursuits. I appreciate the Support to Rishabhdev Technocable Ltd.

We hope to improve each day to serve you better.

Thank you,

Best Regards,

For **Rishabhdev Technocable Limited**

-sd-

Sunil B. Golchha

Chairman & Managing Director

DIN : 00318899

NOTICE TO THE SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT THE 20TH ANNUAL GENERAL MEETING OF THE MEMBERS OF RISHABHDEV TECHNOCABLE LIMITED WILL BE HELD ON TUESDAY, 30th SEPTEMBER, 2014 AT UNIT NO. 53, JAGAT SATGURU INDUSTRIAL ESTATE, NEAR VISHWESHWAR NAGAR ROAD, GOREGAON (EAST) MUMBAI 400063, MAHARASHTRA AT 1.00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss and Cash Flow Statement for the year ended 31st March, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in the place of Mr. Sunil B. Golchha (DIN: 00318899), who retires by rotation and is eligible for re-appointment.
3. Appointments of Auditors

To consider and if thought fit, to pass with or without modification, 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 Rules framed thereunder, as amended from time to time, DMKH & Co, Chartered Accountants, be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

4. Appointment of Mr. Amalprasad Parasnath Mishra as an Independent Director

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. AMALAPRASAD PARASNATH MISHRA (DIN No 02254272), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th September, 2014 up to 29th September, 2019.

5. Appointment of Mr. UMASHANKAR MANIKRAO SINGH as an Independent Director

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. UMASHANKAR MANIKRAO SINGH (DIN NO 02935964), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th September, 2014 up to 29th September, 2019.

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

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

**Date : 28.08.2014
Place : Mumbai**

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

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Members / proxies are requested to bring their copies of annual report to the meeting and attendance slip duly filled in for attending the meeting.
3. The Register of Members and the Share transfer books of the Company will remain closed from Friday September 26, 2014 to Tuesday September 30, 2014 (both days inclusive) for the purpose of Annual General Meeting. Cut-off date for the purpose of e-voting in the Annual General Meeting will be September 05th, 2014.
4. Members desiring any information regarding the accounts are requested to write to the Company at least 7 days before date of the meeting, so as to enable the Company to keep the information ready.
5. Statutory Registers and the documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days (Monday to Friday) between 10.00 a.m. to 2.00 p.m. up to the date of Annual General Meeting and will also be available for inspection at the Meeting.
6. Green Initiative in the Corporate Governance: The Government of India- Ministry of Corporate Affairs has vide the Circular No. 17/2011 21st April, 2011, allowed service of documents to the shareholders in the electronic mode. Thus, having regard to the said Circular read with the information Technology Act, 2000, the Company hereby requests the Members to register their E-mail Address (and any change therein from time to time) with M/s Universal Capital Securities Pvt Ltd., the Registrar and Share Transfer Agents of the Company. The Company proposes to sent the future correspondences in electronic form to the Members whose E-mail Address is registered with the Registrar and Share Transfer Agents of the Company. Any Member desiring to receive the said correspondences in the physical form should inform the Company.
7. Pursuant to Section 205A of the Companies Act, 1956, all unclaimed/unpaid dividends which has completed the subsequent years remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company shall be transferred to the Investor Education and Protection Fund (IEPF) set up by the Government of India and no payments shall be made in respect of any such claims by the IEPF.
8. **Voting through electronic means:**
 1. 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 20th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting system provided by Central Depository Securities Limited (CDSL).

The instructions for e-voting are as under:

- A. In case a Member receives an email from CDSL [for members whose email IDs are registered with the Company/Depository Participants]:
 - (1) Open email and open PDF file viz; "RISHABHDEV TECHNOCABLE e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - (2) Launch internet browser by typing the following URL: <https://www.evoting.CDSL.com/>
 - (3) Click on Shareholder – Login
 - (4) Put user ID and password as initial password/PIN noted in step (a) above. Click Login.
 - (5) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (6) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
 - (7) Select "EVEN" (E-Voting Event Number) of Rishabhdev Technocable Limited.
 - (8) Now you are ready for e-voting as Cast Vote page opens.
 - (9) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (10) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (11) Once you have voted on the resolution, you will not be allowed to modify your vote.
9. Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to scrutinize fpo@rtlcables.com with a copy marked to evoting@CDSL.co.in.
10. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants or who request physical copy of notice]:
11. In case of any queries, you may refer the frequently asked questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of www.evoting.CDSL.com.
12. If you are already registered with CDSL for e-voting, then you can use your existing user ID and password / PIN for casting your vote.
13. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
14. The e-voting period commences on, Wednesday 24th September, 2014 (9:00 am) and ends on Thursday 25th September, 2014 (6:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 05th September, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 05th September, 2014. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

As the voting would be through electronic means, the Members who do not have access to e-voting, may send their assent or dissent in writing on the Ballot Form enclosed with the Annual Report. You are required to complete and sign the Ballot Form and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company - Mr. Mukesh Saraswat, Practicing Company Secretary, Scrutinizer, RISHABHDEV TECHNOCABLE LIMITED, No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road Goregaon (East), Mumbai – 400063. not later than , 26th September, 2014 (6.00 p.m. IST). Ballot Form received after this date will be treated as invalid.

A Member can opt for only one mode of voting, i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

15. Mr. Mukesh Saraswat (Membership No. 28618), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process (including ballot form received from the members who do not have access to the e-voting facility) in a fair and transparent manner.

16. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and send it to the Chairperson of the Company.

The Results shall be declared at or after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bdhind.com and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and also communicated to the Bombay Stock Exchange Ltd. (BSE) .

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

"RESOLVED THAT pursuant to the provisions of section 108 of Companies Act, 2013 the company has opted for e-voting facility with CDSL."

18. Appointment of CFO Mr. Shailendra Awasthi.

"RESOLVED THAT pursuant to section 203 of the Companies Act, 2013, Mr. Shailendra Awasthi be and hereby is appointed as the Chief Financial Officer of the company from the conclusion of this Annual General Meeting up to the conclusion of next Annual General Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 TO 5

Appointment of Independent Directors

Section 149 of the Companies Act, 2013(Act) require all listed public companies to have at least one-third of the total number of directors as Independent Directors. Your Company complies with this requirement.

Sub-section (10) of section 149 of the Act further provides that Independent Directors are required to hold office for a term up to five consecutive years on the Board of a company and can be re-appointed thereafter subject to the limit under sub-section (11) of section 149 of the Act which provides that they shall not hold office for more than two consecutive terms.

The amended clause 49 of the Listing Agreement with the Stock Exchanges also stipulates similar conditions with regard to initial tenure for appointment of Independent Directors for a term up to five consecutive years.

Further, in terms of sub-section (13) of section 149 read with Explanation to sub-section (6) of section 152 of the Act, Independent Directors are not liable to retire by rotation.

The following Directors on the Board of your Company qualify as Independent Directors under section 149 of the Act and clause 49 of the Listing Agreement:

1. Mr. AMALPRASAD PARASNATH MISHRA (DIN NO 02254272)
2. Mr. UMASHANKAR MANIKRAO SINGH (DIN NO 02935964)

These Directors were duly appointed under the Companies Act, 1956 as Directors liable to retire by rotation. In order to give effect to the aforesaid provisions of the Act, it is proposed that these Directors be appointed as Independent Directors under section 149 of the Act read with the amended clause 49 of the Listing Agreement, to hold office for five consecutive years, for a term up to March 31, 2019.

None of the afore named Directors are disqualified from being appointed as Directors in terms of section 164 of the Act and have given their consent to act as Directors.

The Company has received declarations from all the above Directors that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, they fulfill the conditions for their appointment as Independent Directors as specified in the Act and the Listing Agreement. They are independent of the management.

Brief resumes of these Directors, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors interest as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view their expertise, knowledge and experience, it will be in the interest of the Company that these Directors are appointed as Independent Directors.

Copy of the draft letter for appointment of these Directors as Independent Directors setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Except for the respective Directors / their relatives who may be deemed to be interested in the respective resolutions at item nos. 4 to 5 of the Notice as it concerns their appointment as Independent Directors, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the respective resolutions set out at Item Nos. 4 to 5 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item Nos. 4 to 5 of the Notice for approval by the shareholders.

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

-sd-

Sunil B. Golchha

Chairman & Managing Director

DIN : 00318899

Date : 28.08.2014

Place : Mumbai

**Brief information of Directors being appointed / Re-appointed are as under
(pursuant to clause 49 of the Listing Agreement)**

CHAIRMAN & MANAGING DIRECTOR

Mr. Sunil B. Golchha

Director Identification No	:	00318899
Date of Birth	:	03.09.1969
Experience & Expertise in Specific Functional area	:	Rich Experience Responsible for Smooth Working & Financial Management of Company
Shareholding in Company	:	8.86%
Directorship held in any other Companies	:	None

INDEPENDENT DIRECTOR

Mr. Amal Prasad Mishra

Director Identification No	:	02254272
Date of Birth	:	01.07.1951
Experience & Expertise in Specific Functional area	:	He Advise on our Company on Various Strategic Business Planning.
Shareholding in Company	:	NIL
Directorship held in any other Companies	:	None

INDEPENDENT DIRECTOR

Mr. Umashankar Manikrao Singh

Director Identification No	:	02935964
Date of Birth	:	22.11.1956
Experience & Expertise in Specific Functional area	:	He advise on our company on various strategic Planning
Shareholding in Company	:	NIL
Directorship held in any other Companies	:	None

DIRECTORS' REPORT**Dear Shareholders,**

Your Directors have the pleasure in presenting the 20th Annual Report on the business and operations of the Company for the year ended 31-03-2014 together with the audited accounts for the year ended 31-03-2014.

FINANCIAL RESULTS:

(₹ In Lacs)

PARTICULARS	2013-14	2012-13
Gross Turnover (Net of Excise)	11,515.02	10,272.37
Other Income	3.35	11.69
Net Profit	221.64	402.38
Less: Depreciation	213.48	222.11
Profit/Loss before Tax	8.16	180.27
Provision for Tax	1.50	38.58
Prior Period Adjustment	-	-
Profit/Loss after Tax	6.66	141.69
Proposed Dividend	-	-
Dividend Distribution Tax	-	-
Deferred Tax Liability	160.99	-
Amount brought forward from last year's account	1,162.76	1,021.07
MAT Credit Benefit	-	-
Balance carried to Balance Sheet	1008.43	1,162.76

DIVIDEND

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

REVIEW OF OPERATIONS

The turnover for the financial year 2013-2014 is ₹ 11515.02 Lacs against ₹ 10,272.37 Lacs for the financial year 2012-2013.

DIRECTORS

In accordance with the provision of the Companies Act, 2013 and the Articles of the Company, Mr. Umashankar Manikrao Singh and Mr. Amalprasad Parasnath Mishra, are be and is hereby appointed as an Independent Director of the Company with effect from 30th September, 2014 up to 29th September, 2019.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 217 (2AA) of the Companies (Amendment) Act, 2000 the Director's confirm that:

1. In preparation of annual accounts applicable Accounting Standards have been followed with proper explanation relating to material departures.
2. That 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 31st March 2014 and of the profit or loss of the company for that period.
3. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. The directors had prepared the annual accounts on a going concern basis for the Financial Year ended 31st March, 2014.

AUDIT COMMITTEE

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

SHAREHOLDERS'/INVESTOR GRIEVANCE COMMITTEE

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

REMUNERATION COMMITTEE

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

REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion and Analysis Report and Corporate Governance Report are made as a part of this Annual Report.

SAFETY, HEALTH AND ENVIRONMENT

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

Safety records, at all plants showed considerable improvement and accident statistics showed downward trend. This was made possible by strict adherence to laid down procedures and following of international guidelines, involvement of workers in all safety matters has been encouraged by their participation in shop floor safety meeting.

The health of employees and the environment in and around the plant area have been given due care and attention. The Company continued to comply with the prescribed industrial safety environment protection and pollution control regulation at its production plant, through periodic checks of the system involved and constant monitoring to meet the standards set by the pollution control authorities etc.

INDUSTRIAL RELATIONS & HUMAN RESOURCES MANAGEMENT

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

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

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

ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars required under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are given in the Annexure forming part of this Report.

EMPLOYEES

None of the employees drew remuneration of ₹ 60,00,000/- or more per annum ₹ 5,00,000/- or more per month during the year under review. This information is furnished as required under Section 217 (2A) of Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975

FIXED DEPOSITS:

The Company has not invited/received any fixed deposits from the public during the year under Report.

INSURANCE:

The properties, stock, assets of your Company are adequately insured.

AUDITORS

M/s DMKH & Co. Chartered Accountants, Statutory Auditors of the Company, holds office to hold office for a period of Three years from F.Y.2014-2015 Annual General Meeting to the Conclusion of F.Y.2016-2017 Annual General Meeting of the Company and fix their remuneration and is eligible for reappointment. The Company has received a letter from M/s. DMKH & Co. Chartered Accountants to the effect that their reappointment as Auditors, if made, would be within the limits under Section 139 of the Companies Act, 2013.

AUDITORS, REPORT AND NOTES TO ACCOUNTS

The Board has duly reviewed the Statutory Auditors' Report on the Accounts. The observation appearing in the Auditors' Report, including the Sub-Judice matter are self-explanatory and do not call for any further explanation/clarification by the Board of Directors under Section 217(3) of the Companies Act, 1956.

EMPLOYEE RELATIONS

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

ACKNOWLEDGEMENT:

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

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

-sd-

Sunil B. Golchha
Chairman & Managing Director
DIN : 00318899

Date : 30.05.2014
Place : Mumbai

ANNEXURE TO THE DIRECTORS' REPORT

Information as per Section 217(1)(a), of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Director) Rules, 1988 and forming part of the Directors' Report for the year 2013-14

I. CONSERVATION OF ENERGY:

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

II. TECHNOLOGY ABSORPTION:

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

Research and Development (R & D)

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

III. FOREIGN EXCHANGE EARNINGS AND OUT-GO :

	Year ended 31.03.2014	Year ended 31.03.2013
a) Foreign Exchange Outgo (₹ in Lacs)	Nil	Nil
b) Foreign Exchange earned (₹ in Lacs)	Nil	Nil

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

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

**Date : 30.05.2014
Place : Mumbai**

CORPORATE GOVERNANCE REPORT

Report on matters required to be stated on Corporate Governance pursuant to Clause 49 of the Listing Agreements is as under:

1. Company's Philosophy on Code of Governance

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

The Revised Clause 49 of Listing Agreement has introduced Code of Conduct for its Directors and Executives so that they remain accountable to the shareholders and other beneficiaries for their actions.

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

2. Board of Directors

The Board of Directors consists of 3 Directors

During the year 2013-14, the board met 7 times on the following dates namely 30th May, 2013, 16th August, 2013, 28th August, 2013, 15th November, 2013, 30th December, 2013, 05th February, 2014 and 12th February, 2014. There was no time gap of four months or more between any two meetings.

The following table gives details of Directors, attendance of Directors at the Board Meetings and last Annual General Meeting held on 30th September, 2014 as well as number of membership held by Directors in the Board / Committees of various Companies :-

Name	Category	Attendance Particulars		Number of other directorships and Total Committee member/Chairmanships		
		Board Meetings	Last AGM	Other Directorships In Indian Public Limited Companies	Committee Memberships	Committee Chairmanships
Mr. Sunil B. Golchha	CMD	7	Yes	NIL	NIL	NIL
Mr. Umashankar M. Singh	ID	7	Yes	NIL	NIL	NIL
Mr. Amlaprasad P. Mishra	ID	7	Yes	NIL	NIL	NIL

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

2.1 Non-Executive Directors Compensation Disclosures

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

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

3. Board Committees

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

3.1 Audit Committee

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

The constitution of Audit Committee meets with the requirements of Section 292A of the Companies Act, 1956 as introduced by the Companies (Amendment) Act, 2000.

The terms of reference specified by the Board to the Audit Committee are as contained under Clause 49 of the Listing Agreement. They are as follows:

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

During the year 2013-14, the Audit Committee met 4 times on the following dates 30th May, 2013, 16th August, 2013, 15th November, 2013 and 12th February, 2014

Name of Member	Designation	Attendance
Mr. Sunil B. Golchha	Chairman	4
Mr. Amalprasad P. Mishra	Member	4
Mr. Umashankar M. Singh	Member	4

3.2 Remuneration Committee

A. Constitution and Meetings

The Board of Directors in their meeting has constituted a Remuneration Committee. The Remuneration Committee comprised of Mr. Amlprasad P. Mishra Chairman of the Committee and Mr. Umashankar M. Singh, Member of the Committee. The Remuneration Committee is empowered to decide and recommend to the Board of Directors the Remuneration package (including basic salary, perquisites, commission on profit and other allowances) of managerial personnel in terms of section 269 and other applicable provisions read with Schedule XIII of the Companies Act, 1956.

B. Remuneration and Sitting Fees to Managing Director and Directors

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

Details of Remuneration to Managing Director

Name	Salaries & Perquisites (in ₹)
Mr. Sunil B. Golchha	₹ 1,75,421/-p.a.

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

3.3 Shareholders'/ Investors' Grievance Committee

The Shareholders'/ Investors' Grievance Committee of the Company has been re-constituted in the meeting of the Board of Directors. The Committee now comprises of Mr. Umashankar M. Singh, Mr. Sunil B. Golchha, Mr. Amalprasad P. Mishra Member as the Members of the Committee. Mr. Sunil B. Golchha is the Chairman of the Committee.

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

During the year 2013-14, the Shareholders/Investors Grievance Committee met 4 times on the following dates namely 30th May, 2013, 16th August, 2013, 15th November, 2013 & 12th February, 2014.

Name of Member	Designation	Attendance
Mr. Umashankar M. Singh	Chairman	4
Mr. Sunil B. Golchha	Member	4
Mr. Amlaprasad P. Mishra	Member	4

No of Shareholder's Complaint received so far : NIL

Complaints solved to the satisfaction of shareholders : NIL

Number of pending complaints : Nil

4. General Body Meetings

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

Year	Location	Date	Time
2010-11	Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063	Tuesday, 06-09-2011,	1.00 P.M.
2011-12	Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063	Saturday, 21.07.2012	1.00 P.M.
2012-13	Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063	Monday, 23.09.2013	2.00 P.M

5. Disclosures

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

None of the transactions with any of the related parties were in conflict with the interests of the Company.

(b) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

There were no instances of non-compliance of any matter related to the capital markets during the last three years.

6. Means of Communication

(a) The Company has published its quarterly results in 'The Free Press Journal' in English and 'Navshakti' in Marathi the Quarterly results and Quarterly shareholding patterns are also posted at Bombay Stock Exchange website i.e. www.bseindia.com

(b) Management Discussion and Analysis forms integral part of this Annual Report.

7. General Shareholder Information

7.1 Annual General Meeting

- Date and time : 30th September 2014 at 1.00 p.m.
- Venue : Unit No. 53, Jagat Satguru Industrial Estate, Near Vishveshwar Nagar Road, Goregaon (East) Mumbai – 400 063

7.2 Financial Year

- Financial Calendar 2014-15(tentative) : 1st April 2014 to 31st March 2015
- Annual General Meeting – (Next year) : August 2015
- Board Meetings
- Results for the quarter ending June 30, 2014 : Second week of August, 2014
- Results for the quarter ending September 30, 2014 : Second week of October, 2014
- Results for the quarter ending December 31, 2014 : Second week of January, 2015
- Results for the year ending March 31, 2015 : Second week of May, 2015

- 7.3 **Book Closure date** : 26th September, 2014 to 30th September, 2014
(Both days Inclusive)

- 7.4 **Dividend Payment Date** : N.A.

(a) Listing of Equity shares

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

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

7.5 Stock Market Data

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

Month	High (₹)	Low (₹)	Close (₹)	Volume of share transation
Apr-13	2.78	2.00	2.27	4,27,269
May-13	2.40	1.50	1.77	2,90,380
Jun-13	1.89	1.26	1.38	1,85,702
Jul-13	1.75	1.09	1.10	1,66,155
Aug-13	1.25	0.87	1.05	1,16,423
Sep-13	1.63	0.97	1.51	80,378
Oct-13	1.44	1.09	1.16	84,370
Nov-13	1.66	1.01	1.66	63,564
Dec-13	2.72	1.74	2.72	3,58,554
Jan-13	3.38	2.77	2.91	20,88,162
Feb-14	3.32	2.87	3.32	7,39,078
March-14	5.70	3.38	4.51	54,90,819

Source: www.bseindia.com.

7.6 Distribution of Shareholding

Category		Number of Shareholders	Number of Shares held
From	To		
Up to	- 500	8230	2039609
501	- 1000	1774	1556843
1001	- 2000	1036	1690951
2001	- 3000	477	1263454
3001	- 4000	227	830804
4001	- 5000	220	1055582
5001	- 10000	356	2699177
10001	- and above	374	15553448
TOTAL		12694	26689868

Source: R&T of the Co.

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

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

7.8 Our Registrar & Transfer Agent : M/S UNIVERSAL CAPITAL SECURITIES PVT. LTD
25, SHAKIL NIWAS, MAHAKALI CAVES ROAD
OPP. SATYA SAIBABA TEMPLE,
ANDHERI (EAST), MUMBAI – 400 092

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

7.10 a Shareholding Pattern as on 31st March, 2014

Category		No. of shares held	Percentage of Shareholding
1.	Promoter's Holding	3965530	14.86%
2.	Public Shareholding(Bodies Corporate, Individuals, Clearing Members, NRI/OCBs)	22724338	85.14%
Total		26689868	100.00

7.10. b Dematerialization of Shares : Approximately 99.37% of the shares issued by the Company have been dematerialized up to 31st March 2014.

7.10. c Liquidity : The Companies shares are listed on The Bombay Stock Exchange, Pune Stock Exchange, Jaipur Stock Exchange & Luxembourg Stock Exchange

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

7.12 (i) Address for Investor Correspondence

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

Note: Shareholders holding shares in electronic mode should address all correspondence to their respective depository participants.

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

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchange(s), it is hereby declared that all the Board Members and Senior Management personnel of Rishabhdev Technocable Limited have affirmed compliance with the Code of Conduct for the year ended March 31, 2014

For **RISHABHDEV TECHNOCABLE LIMITED**

Date: 30.05.2014
Place: Mumbai

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

CFO CERTIFICATION

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

- a) We have reviewed the financial statements and the Cash Flow Statement of the Company for the year 2013-14
 - These financial statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.
 - These financial statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transaction entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have disclosed to the Auditors and the Audit Committee:
 - Significant changes in internal control over financial reporting during the year.
 - Significant changes in accounting policies, if any during the year and that the same have been disclosed in notes to the financial statements; and
 - Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **RISHABHDEV TECHNOCABLE LIMITED**

Date: 30.05.2014
Place: Mumbai

-sd-
Shailendra Awasthi
Chief Financial Officer
DIN : 00318899

Declaration regarding Compliance by Board Members and Senior Management Personnel with the Code of Conduct

This is to confirm that the Company has adopted the Code of Conduct for its Board Members and Senior Management Personnel.

I Confirm that the Company has in respect of the financial year ended 31st March 2014, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Members of the Management one level below the executive Directors as on 31st March, 2014.

For **RISHABHDEV TECHNOCABLE LIMITED**

Date: 30.05.2014
Place: Mumbai

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

COMPLIANCE CERTIFICATE

To,

THE MEMBERS

RISHABHDEV TECHNOCABLE LIMITED.

We have examined the compliance of conditions of Corporate Governance by Rishabhdev Technocable Limited, for the year ended on March 31, 2014, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

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

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

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

For **DMKH & Co.**

Chartered Accountants

FRN 116886W

-sd-

Manish Kankani

Chartered Accountants

Partner

Membership No.158020

Date: 30.05.2014

Place: Mumbai

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

FORWARD- LOOKING STATEMENTS

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

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

OVERVIEW F.Y 2013-14

INDUSTRY STRUCTURE AND DEVELOPMENTS

Cable & Automation industry in India

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

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

The Indian Electrical control and energy cable industry is highly fragmented with large number of cable producers. Many of these companies are small-scale cable producers, the smallest of which are family-run operations which use the most basic production equipments. There has been very limited consolidation amongst the major players in the industry. The tendency of cable companies to grow organically, rather than by acquisition of competitors, means that no dominant groups have emerged in the industry. The sector witnessed sustained market depression during the period 2012-2014 we hope there will be upswing in the cables industries so that we can grow in a high growth sector,

This growth pattern is likely to go on for next few months due to various favorable factors, such as reforms, growth in other Oil & Gas Industrial Process based industrial and domestic manufacturing in various sectors.

CHALLENGES, RISKS and CONCERNS

Financial Market Risks

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

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

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

Significant Economic Changes affecting our Business operations

Any major change in the industrial policies of the government may have a significant impact on our operations.

Except the above, there are no significant economic changes that may materially affect or likely to affect income from continuing Business operations.

COMPANY OUTLOOK

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

During the year Company's performance was reasonably very good. The gross sales have increased from ₹ 10272.37 Lacs. to ₹ 11515.02 Lacs. in F.Y.2013-14

INTERNAL CONTROLS

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

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

FINANCIAL REVIEW

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

(₹ In Lacs)

Particulars	For the period ending March 31,	
	2014	2013
Net Sales	11515.02	10,272.37
Other Income	3.35	11.69
Increase / Decrease in Stock	1552.93	393.14
Total	13071.30	10677.20
Expenditure		
Material consumed / Purchases	11905.13	9,425.04
Employee Expenses	72.93	44.47
Manufacturing Expenses	53.73	73.42
Administration Expenses	247.94	288.71
Total	12279.73	9831.64
Earnings Before Interest, Depreciation, Tax and Amortization	791.57	845.57
Less: Interest & Bank Charges	569.93	443.19
Earnings Before Depreciation, Tax	221.64	402.38
Less: Depreciation	213.48	222.11
Earnings Before Tax	8.16	180.27
Less: Provision for Taxation	1.50	38.58
Deferred Tax Liability	160.99	-
Less: Tax Paid	-	-
Net Profit after tax but before prior period adjustment	(154.33)	141.69
Less: Prior Period Adjustment	-	-
Net Profit After Tax and Extra Ordinary Items	(154.33)	141.69

Comparison of year ended March 31, 2014 with year ended March 31, 2013.

Income

Sales – Our sales in fiscal 2014 were ₹ 11515.02 lacs as against ₹ 10,272.37 lacs in fiscal 2013.

Other Income – Our other income ₹ 3.35 lacs in the fiscal 2014 to ₹ 11.69 lacs in the fiscal 2013.

Expenditure

Material Expenses – In fiscal 2014 our Input material expenses / purchases amounted to ₹ 11905.13 lacs, constituting 103.00% of net sales while Input material expenses in 2013 were ₹ 9,425.04 lacs constituting 91.00% of net sales.

Manufacturing Expenses – Our manufacturing expenses stood at ₹ 53.73 lacs in fiscal 2014 i.e. 0.47% of net sales as compared to ₹ 73.42 lacs in fiscal 2013, i.e. 0.72 % of net sales.

Administrative Expenses – The administrative expenses stood at ₹ 247.94 lacs in fiscal 2014 i.e. 2.15% of net sales as compared to ₹ 288.71 lacs in fiscal 2014, i.e. 2.81% of net sales.

Employee Expenses – The employee expenses stood at ₹ 72.93 lacs in fiscal 2014 i.e. 0.63% of net sales as compared to ₹ 44.47 lacs in fiscal year 2014, i.e. 0.43 % of net sales.

Interest & Bank Charges – Interest expenses amounted to ₹ 569.93 lacs in fiscal 2014 i.e. 4.94 % of net sales as compared ₹ 443.19 lacs in fiscal 2013, i.e. 4.31 %of net sales. The increase is on account of additional working capital loans borrowed from banks to fund additional working capital requirements.

Depreciation – Depreciation amounted to ₹ 213.48 lacs in fiscal 2014 i.e. 1.85 % net sales as compared to ₹ 222.11 lacs in fiscal 2013, i.e. 2.16 % of net sales.

Annual Report 2013 - 2014

Provision for Taxation – The provision for tax for the fiscal 2014 was ₹ 1.50 lacs as compared to provision for tax of ₹ 38.58 lacs in the fiscal 2013.

Earnings before Interest, Depreciation, Tax and Amortization (EBIDTA) – We recorded an EBIDTA of ₹ 791.57 lacs in fiscal 2014 as against an EBIDTA of ₹ 845.57 lacs in fiscal 2013, with EBIDTA margin Decreases from 8.23% in fiscal 2013 to 6.87% in fiscal 2014.

Net Profit after tax and prior period adjustment – Our Net Profit for the fiscal 2013 stood at ₹ 141.69 lacs as against Loss ₹ (154.33) lacs of for fiscal 2014.

Operating Activities

Cash flow from operating activities mainly depends on our operating profits and changes in net working capital. The following table summarizes our cash flows from operations for each of the years ended 2012-2013 and Current FY- 2013-2014. (₹ in Lacs)

Particulars	For the year ended March 31 st	
	2014	2013
Net Profit before tax and extraordinary items	8.16	180.27
Operating profit before working capital changes	972.13	950.55
Adjustment for changes in working capital	(1224.71)	(2105.72)
Cash Used in operations	(252.57)	(1155.16)
Direct Taxes Paid / Provisions Adjusted	(1.50)	(38.58)
Cash Flow before Extraordinary Items	(254.07)	(1193.75)
Extraordinary Items	-	-
Net Cash from operating activities	(254.07)	(1193.75)

Net cash used in operating activities in the fiscal 2014 was ₹ 254.07 lacs, reflecting a net profit before tax and extraordinary items of ₹ 8.16 lacs, depreciation & preliminary expenses write off of ₹ 397.39 lacs, Profit on sale of fixed asset of ₹ Nil lacs, and interest Expenses of ₹ 569.93 lacs. Working capital adjustment included decrease in trade & other receivables of ₹ 1497.36 lacs, increase in inventories of ₹ 1194.80 lacs and Decrease in trade and other payables of ₹ 1527.26 lacs. After adjusting for taxes and provision of ₹ 1.50 lacs, the net cash used in operating activities was ₹ 254.07 lacs in the fiscal 2014.

Net cash used in operating activities in the fiscal 2013 was ₹ 1193.75 lacs, reflecting a net profit before tax and extraordinary items of ₹ 180.27 lacs, depreciation & preliminary expenses write off of ₹ 337.70 lacs, Profit on sale of fixed asset of ₹ 5.73 lacs, and interest Expenses of ₹ 443.19 lacs. Working capital adjustment included increase in trade & other receivables of ₹ 2257.17 lacs, increase in inventories of ₹ 1109.29 lacs and increases in trade and other payables of ₹ 1260.74 lacs. After adjusting for taxes and provision of ₹ 38.58 lacs, the net cash used in operating activities was ₹ 1193.75 lacs in the fiscal 2013.

Financing Activities

The following table summarizes our cash flows from financing activities for each of the years ended March 31, 2014 and 2013.

(₹ in Lacs)

Particulars	For the year ended March 31 st	
	2014	2013
Proceeds from Call Money of Share Capital		-
Proceeds of Loans from Banks / Institutions	1037.66	1409.73
Proceeds / (Repayment) of Unsecured Loans, Long Term Borrowing	(271.37)	152.89
Dividend Paid (Including Tax)	-	-
Interest & Finance charges paid	(569.93)	(443.19)
Net Cash (used in) / from financing activities	196.35	1119.44

Net cash flow from financing activities in the fiscal 2014 was ₹ 196.35 lacs, primarily comprising of proceeds of call money on share capital to the tune of ₹ Nil, proceeds of loans from banks of ₹ 1037.66 lacs, net proceeds of unsecured loans & long term

borrowing was ₹ 271.37 lacs, offset by dividend payment of ₹ Nil and interest and finance charges of ₹ 569.93 lacs, resulting in net cash from financing activities being ₹ 196.35 lacs.

Net cash flow from financing activities in the fiscal 2013 was ₹ 1119.44 lacs, primarily comprising of proceeds of call money on share capital to the tune of ₹ Nil, proceeds of loans from banks of ₹ 1409.73 lacs, net proceeds of unsecured loans was ₹ 152.89 lacs, offset by dividend payment of ₹ Nil and interest and finance charges of ₹ 443.19 lacs, resulting in net cash from financing activities being ₹ 1119.44 lacs.

BUSINESS OVERVIEW

Over the years, we have expanded our product range and have added variety of cables in our product range like Industrial control cables, Hi- Tech- data cables, Process control instrument systems & signal cables, Thermocouple extension and Compensating cables, Computer application, Hi- Bit rate networking cables, Digital data communication systems, Specialty cables and Customized cables. And also PVC Compound and Domestic & Industrial Protection Fabric Material, With the objective of moving up the value chain we identified new opportunities and are now diversifying into Electrical Low Voltage Energy and Power cables on a major level. Pursuant to this objective we initiated a modernization cum expansion program in September, 2014.

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

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

HUMAN RESOURCE DEVELOPMENT

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

CAUTIONARY STATEMENT

Statements mentioned in the Management Discussion Analysis about the Company's objectives, estimates, and expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's performance include economic conditions affecting demand/ supply and rice conditions in domestic market in which your Company operates, changes in Government regulations, tax laws, statutes and other incidental/related matters

By Order of the Board of Director

For Rishabhdev Technocable Limited

-sd-

Sunil B. Golchha

Chairman & Managing Director

DIN : 00318899

Date: 30.05.2014

Place: Mumbai

Independent Auditors' Report

To the Members of

Rishabhdev Technocable Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Rishabhdev Technocable Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with general circular No.15/2013 dated 13th September, 2013 of Ministry of Company Affairs in respect section 133 of the Companies Act, 2013 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control 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 financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- i. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- ii. As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956 read with general circular No.15/2013 dated 13th September, 2013 of Ministry of Company Affairs in respect section 133 of the Companies Act, 2013 ("the Act");
 - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For **DMKH & Co.**

Chartered Accountants
FRN. No. 116886W

-sd-

CA. Manish Kankani
Partner

M.No.158020

Place : Mumbai
Date : 30-05-2014

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

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

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

- I. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
(c) In our opinion and according to the information and explanations given to us, the Company has not disposed of any substantial part of fixed assets during the year, therefore does not affect the going concern assumption.
- II. (a) As explained to us, inventories at site have been physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories; no material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- III. (a) According to the information and explanations given to us, The Company has not granted loan to a party covered in the register maintained under section 301 of the Companies Act, 1956, hence para (b) to (d) are not applicable to the company
(e) According to the information and explanations given to us, the Company has received unsecured loans (Interest free) from One Party covered in the register maintained under Section 301 of the Companies Act, 1956. The maximum principal amount involved during the year was Rs. 29,796,135 and the balance outstanding at the end of the financial year from such Parties was Rs. 29,796,196 Other than the above, the Company has not taken any loans, secured or unsecured from Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
(f) In our opinion, the rate of interest and other terms and conditions of the loans taken by the Company, are prima-facie not prejudicial to the interest of the Company;
(g) The Payments of principal amounts and interest in respect of such loans during the year has been regular/as per stipulation.
- IV. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control.
- V. In respect of the contracts or arrangements referred to in Section 301 of the Companies Act, 1956:
(a) On the basis of the audit procedures performed by us, and according to the information, explanations and representations made to us, we are of the opinion that, the transactions in which directors were interested as contemplated under Section 297 and Section 299 of the Companies Act, 1956 and which were required to be entered in the register maintained under Section 301 of the said Act, have been so entered.
(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 exceeding the value of Rupees five lacs in respect of any party during the year, have been made at prices which are reasonable having regard to market prices prevailing at that time.
- VI. The Company has not accepted any deposits during the year under the provisions of section 58A and 58AA of the Companies Act, 1956, and the rules framed there under are not applicable.
- VII. Company has adequate internal control procedure involving internal checking of its financial record. The internal audit system commensurate with the size of the business.
- VIII. As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.
- IX. In Respect of statutory dues :
a) According to the information and explanation given to us the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including income tax, sales tax, wealth tax, service tax, excise duty, cess and other material statutory dues applicable. There have been delays during certain months in depositing Tax Deducted at Source,

Service Tax. However Company have undisputed statutory dues amounts Rs. 1,66,964/- which includes Rs. 15,000/- of Professional Tax, Rs. 80,000/- of Rs. TDS, Rs. 38,044/- of CST and Rs. 33,920/- of Service Tax Reverse charge.

- b) According to the information and explanation given to us, no undisputed amount payable in respect of sales tax, income tax, customs duty, wealth tax, service tax, excise duty and cess were in arrears, as at 31st March, 2014 for a -period of more than six months from the date they became payable. except the below:

Name of the statute	Nature of the dues	Disputed Amount	Period to which the amount related
Income Tax Act, 1961	Income Tax and Interest thereon	Rs. 44,894/-	A.Y. 2009-2010
MVAT Act, 2002	Sales Tax thereon	Rs. 24,49,651/-	A.Y. 2010-2011
MVAT Act, 2002	Sales Tax thereon	Rs. 20,70,062/-	A.Y. 2011-2012

- c) According to the information and explanation given to us, no undisputed amount payable in respect of sales tax, income tax, customs duty, wealth tax, service tax, excise duty and cess which has been deposited on account of any dispute except the below:

Name of the statute	Nature of the dues	Disputed Amount	Period to which the amount related	Forum where dispute is pending
Income Tax Act, 1961	Income Tax and Interest thereon	Rs. 123, 527, 760/-	A.Y. 2010-2011	CIT, MUMBAI

- X. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
- XI. Based on our examination or the records and the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders except vehicle loan from bank and term loan from bank.
- XII. Based on our examination or the records and the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIII. In our opinion and according to the information and explanation given to us, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Accordingly the provisions of the clause 4(xiii) of the said order are not applicable to the Company.
- XIV. The Company has maintained proper records of the transactions and contracts of the investment dealt in by the Company and timely entries have been made therein. The investments made by the Company are held in its own name. The investments only made in gold and silver article which was carrying from last years.
- XV. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- XVI. According to the information and explanation given and based on the documents and records produced, the company has not taken any term loan from bank for the period.
- XVII. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, in our opinion that no funds raised on a short-term basis which have been used for long term investment.
- XVIII. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year.
- XIX. According to the information and explanations given to us, the Company has no outstanding debentures during the period under audit.
- XX. According to the information and explanations given to us, the Company has not raised any money by way of public issue during the year and accordingly the provision of the relevant clause of the order is not applicable to the Company.
- XXI. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For **DMKH & Co.**
Chartered Accountants
FRN. No. 116886W

-sd-
CA. Manish Kankani
Partner
M.No.158020
Place : Mumbai
Date : 30-05-2014

Balance Sheet as at 31 March, 2014

Particulars	Note No.	As at 31 March, 2014 Rs.	As at 31 March, 2013 Rs.
EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share capital	2	266,898,680.00	266,898,680.00
(b) Reserves and surplus	3	453,553,923.89	468,986,974.48
(c) Money received against share warrants		-	-
		<u>720,452,603.89</u>	<u>735,885,654.48</u>
Share application money pending allotment		-	-
Non-current liabilities			
(a) Long-term borrowings	4	43,434,087.00	70,570,734.25
(b) Deferred tax liabilities (net)	5	36,282,362.00	20,183,151.00
(c) Other long-term liabilities		-	-
(d) Long-term provisions		-	-
		<u>79,716,449.00</u>	<u>90,753,885.25</u>
Current liabilities			
(a) Short-term borrowings	6	448,943,472.17	345,177,818.24
(b) Trade payables	7	31,209,646.49	160,841,706.53
(c) Other current liabilities	8	1,767,698.12	24,997,419.80
(d) Short-term provisions	9	17,258,391.00	17,123,391.00
		<u>499,179,207.78</u>	<u>548,140,335.57</u>
TOTAL		<u><u>1,299,348,260.67</u></u>	<u><u>1,374,779,875.30</u></u>
ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10	458,355,294.60	482,443,389.00
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		147,597,125.00	147,597,125.00
(iv) Intangible assets under development		-	-
(v) Fixed assets held for sale		-	-
		<u>605,952,419.60</u>	<u>630,040,514.00</u>
(b) Non-current investments	11	-	814,051.00
(c) Long-term loans and advances	12	23,195,075.45	28,861,004.08
(d) Other non-current assets	13	350,000.00	18,138,145.37
		<u>629,497,495.05</u>	<u>677,853,714.45</u>
Current assets			
(a) Current investments		-	-
(b) Inventories	14	391,662,672.00	272,182,801.00
(c) Trade receivables	15	271,762,749.97	416,435,495.93
(d) Cash and cash equivalents	16	6,425,343.65	8,307,863.92
(e) Short-term loans and advances		-	-
(f) Other current assets		-	-
		<u>669,850,765.62</u>	<u>696,926,160.85</u>
TOTAL		<u><u>1,299,348,260.67</u></u>	<u><u>1,374,779,875.30</u></u>
Significant Accounting Policies	1		

The accompanying notes are an integral part of the Financial Statements

For, DMKH & CO.
Chartered Accountants
FRN :-116886W

-sd-
CA. Manish Kankani
Partner
M. NO.: 158020

For and on behalf of the Board
For Rishabhdev Technocable Limited

-sd-
SUNIL B. GOLCHHA
Chairman & Managing Director
DIN : 00318899

Place : MUMBAI
Date : 30-05-2014

Statement of Profit and Loss for the year ended 31 March, 2014

Particulars	Note No.	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
Revenue from operations (net)	17	1,151,502,318.89	1,027,237,464.09
Other income	18	334,977.13	1,169,438.02
Total revenue		<u>1,151,837,296.02</u>	<u>1,028,406,902.11</u>
Expenses			
(a) Cost of materials consumed	19	1,190,512,568.72	942,503,591.17
(b) Changes in inventories of finished goods, work-in-progress & stock-in-trade	19	(155,292,800.00)	(39,313,981.00)
(c) Employee benefits expense	20	7,293,267.00	4,446,684.00
(d) Finance costs	21	56,993,451.12	44,318,853.06
(e) Depreciation and amortisation expense	10	21,347,892.00	22,211,118.00
(f) Other expenses	22	30,166,756.77	36,213,254.69
Total expenses		<u>1,151,021,135.61</u>	<u>1,010,379,519.92</u>
Profit / (Loss) before exceptional and extraordinary items and tax		816,160.41	18,027,382.19
Exceptional items		0.00	0.00
Profit / (Loss) before extraordinary items and tax		816,160.41	18,027,382.19
Extraordinary items		0.00	0.00
Profit / (Loss) before tax		816,160.41	18,027,382.19
Tax expense:			
(a) Current tax expense for current year		150,000.00	0.00
(b) (Less): MAT credit (where applicable)		0.00	3,858,391.00
(c) Current tax expense relating to prior years		0.00	0.00
(d) Net current tax expense		0.00	0.00
(e) Deferred tax		16,099,211.00	0.00
		<u>16,249,211.00</u>	<u>3,858,391.00</u>
Profit / (Loss) for the year		<u>(15,433,050.59)</u>	<u>14,168,991.19</u>
Earnings per share			
(a) Basic	25	(0.58)	0.53
(b) Diluted		0.00	0.00
Significant Accounting Policies	1		
The accompanying notes are an integral part of the Financial Statements.			

For, DMKH & CO.
Chartered Accountants
FRN :-116886W

-sd-
CA. Manish Kankani
Partner
M. NO.: 158020

For and on behalf of the Board
For Rishabhdev Technocable Limited

-sd-
SUNIL B. GOLCHHA
Chairman & Managing Director
DIN : 00318899

Place : MUMBAI
Date : 30-05-2014

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 1 Significant Accounting Policies

Corporate Information

A. Brief Business Activity

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

B. Place of Business

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

Basis of Accounting

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The Company follows the accrual system of accounting on a going concern basis.

Use of estimates

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

Inventories

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

Fixed assets

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

Capital work-in-progress

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

Depreciation

The company is providing depreciation on depreciable fixed assets at the rates provided on Straight Line Method basis at the rates provided by the schedule XIV of The Companies Act, 1956 from the date of actual put to use i.e. on pro-rata basis.

Revenue Recognition

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

Cash flow statement

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

NOTES FORMING PART OF FINANCIAL STATEMENTS

Investments

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

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

Retirement Benefits

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

Borrowing Cost

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

Segment reporting

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

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

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue/expenses/assets/liabilities".

Earnings per share

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

Preliminary Expenditure

Preliminary Expenditure is apportioned in five equal installments, commencing from the year in which the expenditure has been incurred.

Taxes on Income

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

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

NOTES FORMING PART OF FINANCIAL STATEMENTS

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

Research and development expenses

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

Impairment of assets

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

Provisions and contingencies

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

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

Share issues expenses

Share issue expenses and redemption premium are adjusted against the Securities Premium Account as permissible under Section 78(2) of the Companies Act, 1956 to the extent balance is available for utilisation in the Securities Premium Account. The balance of share issue expenses is carried as an asset and is amortised over a period of 5 years from the date of the issue of shares.

Insurance claims

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

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 2 Share capital

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares	₹	Number of shares	₹
(a) Authorised				
Equity shares of ₹ 10 each with voting rights	100,000,000	1,000,000,000.00	100,000,000	1,000,000,000.00
	<u>100,000,000</u>	<u>1,000,000,000</u>	<u>100,000,000</u>	<u>1,000,000,000.00</u>
(b) Issued				
Equity shares of ₹ 10 each with voting rights	26,689,868	266,898,680.00	26,689,868	266,898,680.00
	<u>26,689,868</u>	<u>266,898,680.00</u>	<u>26,689,868</u>	<u>266,898,680.00</u>
(c) Subscribed and fully paid up				
Equity shares of ₹ 10 each with voting rights	26,689,868	266,898,680.00	26,689,868	266,898,680.00
	<u>26,689,868</u>	<u>266,898,680.00</u>	<u>26,689,868</u>	<u>266,898,680.00</u>

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue / Bonus / ESOP / Conversion / Buy Back / Others	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2013			
- Number of shares	26,689,868.00	-	26,689,868.00
- Amount (₹)	266,898,680.00	-	266,898,680.00
Year ended 31 March, 2012			
- Number of shares	26,689,868.00	-	26,689,868.00
- Amount (₹)	266,898,680.00	-	266,898,680.00

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Sunil Bhanwarlal Golchha	23,623,510	8.86%	23,623,510	8.86%
Kamal Bhanwarlal Golchha	1,562,010	5.85%	1,562,010	5.85%

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 3 Reserves and surplus

Particulars	As at 31 March, 2013 ₹	As at 31 March, 2012 ₹
(a) Capital reserve		
Opening balance	24,750,000.00	24,750,000.00
Add: Additions during the year (give details)	-	-
Closing balance	<u>24,750,000.00</u>	<u>24,750,000.00</u>
(b) Securities premium account		
Balance at the beginning & at the end of the year	327,660,646.00	327,660,646.00
(c) General reserve		
Balance at the beginning & at the end of the year	300,000.00	300,000.00
(d) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	116,276,328.48	102,107,337.29
Add: Profit / (Loss) for the year	<u>-15,433,050.59</u>	<u>14,168,991.19</u>
Closing balance	<u>100,843,277.89</u>	<u>116,276,328.48</u>
Total	<u><u>453,553,923.89</u></u>	<u><u>468,986,974.48</u></u>

Note 4 Long-term borrowings

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Term loans		
From banks		
Secured	36,035,560.48	62,730,025.48
Unsecured	-	-
	<u>36,035,560.48</u>	<u>62,730,025.48</u>
(b) Inter Corporate Deposits		
Secured	-	-
Unsecured	<u>5,000,000.00</u>	<u>5,000,000.00</u>
	<u>5,000,000.00</u>	<u>5,000,000.00</u>
(c) Vehicle Loans		
Secured	2,398,526.52	2,840,708.77
Unsecured	-	-
	<u>2,398,526.52</u>	<u>2,840,708.77</u>
Total	<u><u>43,434,087.00</u></u>	<u><u>70,570,734.25</u></u>

Notes

- i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

Particulars	Terms of repayment and security*	As at 31 March, 2014		As at 31 March, 2013	
		Secured ₹	Unsecured ₹	Secured ₹	Unsecured ₹
Term loans from banks:					
IDBI BANK (10 Cr.)	Repayment terms of outstanding loan (including current maturities) as on 31/03/2014 :- Repayable in 31 equal monthly installments of 1980000/-	34,055,560.48	-	62,730,025.48	-
Total - Term loans from banks		34,055,560.48	-	62,730,025.48	-
Deposits(ICD):					
Apurva Commodities Pvt Ltd		-	5,000,000.00	-	5,000,000.00
Total - Deposits		-	5,000,000.00	-	5,000,000.00

NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	Terms of repayment and security*	As at 31 March, 2014		As at 31 March, 2013	
		Secured ₹	Unsecured ₹	Secured ₹	Unsecured ₹
Vehicle Loans From:					
ICICI Bank	Fully Paid	-	-	-	-
TATA Capital	Fully Paid	-	-	-	-
BMW India Finance Services Pvt Ltd	Repayment terms of outstanding loan (including current maturities) as on 31/03/2014 :- Repayable in 65 equal monthly installments of 58277/-	2,223,683.52	-	2,840,708.71	-
Total - Long-term maturities of finance lease obligations		<u>2,223,683.52</u>	<u>-</u>	<u>2,840,708.71</u>	<u>-</u>

(ii) The Company has defaulted in repayment of loans and interest in respect of the following:

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Period of default	₹	Period of default	₹
Term loans from IDBI bank(10 Cr.)				
Principal	1 months	1,980,000.00	1 months	1,980,000.00
Interest	-	-	March-13	942,000.00
Vehicle Loans				
TATA Capital				
Principal	-	-	-	-
Interest	-	-	-	-
BMW India Finance Services Pvt Ltd				
Principal	3 months	104,943.00	3 months	94,056.27
Interest	Jan-13, Feb-13, March-13	69,900.00	Jan-13, Feb-13, March-13	80,774.73
ICICI Bank				
Principal	-	-	-	-
Interest	-	-	-	-

Note 5 Deferred Tax

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Deferred tax (liability) / asset		
Tax effect of items constituting deferred tax liability		
On difference between book balance and tax balance of fixed assets	<u>-135,892,952.94</u>	<u>-26,531,795.00</u>
Tax effect of items constituting deferred tax liability	<u>-44,090,468.18</u>	<u>-26,531,795.00</u>
Tax effect of items constituting deferred tax assets		
Brought forward business losses	<u>24,065,668.61</u>	<u>6,348,644.00</u>
Tax effect of items constituting deferred tax assets	<u>7,808,106.18</u>	<u>6,348,644.00</u>
Net deferred tax (liability) / asset	<u>-36,282,362.00</u>	<u>-20,183,151.00</u>

The Company has recognised deferred tax Liability on the difference between the book balance and the written down value of fixed assets under Income Tax and the Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits.

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 6 Short-term borrowings

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Secured		
Working Capital Loans From Banks	412,468,889.12	296,646,620.19
Others	6,009,448.00	18,691,780.00
(b) Unsecured		
Loans and advances from Related parties	29,796,135.05	29,839,418.05
Others	669,000.00	
Total	448,943,472.17	345,177,818.24

Notes:

(i) Details of security for the secured short-term borrowings:

Particulars	Nature of security	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Working Capital Loans From Banks	Working capital loan is secured by hypothecation of stock & book debts upto 90days		
IDBI Bank		208,566,901.84	100,663,860.34
SBBJ Bank		102,633,169.28	101,010,735.85
BOM		101,268,818.00	94,972,024.00
Total		412,468,889.12	296,646,620.19
Others			
Letter of credit		-	15,000,000.00
Installment Due and Not Paid		2,154,843.00	-
NSIC		3,854,605.00	3,691,780.00
		6,009,448.00	18,691,780.00
Loans and advances from related parties:			
Sunil B. Golchha		29,796,135.05	18,489,285.05
Kamal B. Golchha		-	10,850,133.00
Shanti Devi Golchha		-	500,000.00
Total		29,796,135.05	29,839,418.05

Note 7 Trade payables

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Trade payables:		
For Goods	28,515,610.72	160,841,706.53
For Services	-	-
For Expenses	2,694,035.77	
Total	31,209,646.49	160,841,706.53

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 8 Other current liabilities

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Unpaid dividends	81,429.85	81,429.85
(b) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	1,235,753.27	1,022,045.00
(ii) Payables on purchase of fixed assets	-	2,200,333.98
(iii) Interest accrued on others	-	-
(iv) Advances from customers	-	20,635,606.50
(v) Others (outstanding expenses and creditors for expenses)	450,515.00	1,058,004.47
Total	1,767,698.12	24,997,419.80

Note 9 Short-term provisions

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(b) Provision - Others:		
(i) Provision for tax	17,258,391.00	17,108,391.00
(ii) Provision - others (Profession Tax)	-	15,000.00
Total	17,258,391.00	17,123,391.00

Note 10 Fixed assets													
A.	Tangible assets	Gross block					Accumulated depreciation and impairment					Net block	
		Balance as at 1 April, 2013	Additions	Disposals	Borrowing cost capitalised	Other adjustments	Balance as at 31 March, 2014	Balance as at 1 April, 2013	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31 March, 2013	Balance as at 31 March, 2014	Balance as at 31 March, 2013
		₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
	(a) Land Freehold	30,275,000.00	-	-	-	-	30,275,000.00	-	-	-	-	30,275,000.00	30,275,000.00
	(b) Buildings Own use	234,216,200.00	-	-	-	-	234,216,200.00	14,011,908.00	7,822,821.00	-	21,834,729.00	212,381,471.00	220,204,291.00
	(c) Plant and Equipment Owned	255,659,514.00	-	-	-	-	255,659,514.00	36,519,338.00	12,143,827.00	-	48,663,165.00	206,996,349.00	219,140,176.00
	(d) Furniture and Fixtures Owned	958,384.00	-	-	-	-	958,384.00	85,745.00	60,665.71	-	146,410.71	811,973.29	872,639.00
	(e) Vehicles Owned	16,528,101.00	-	4,351,127.00	-	-	12,176,974.00	5,318,458.00	1,210,320.22	1,561,824.00	4,966,954.22	7,210,018.00	11,209,643.00
	(f) Office equipment Owned	581,639.00	39,490.00	-	-	-	621,129.00	99,444.00	28,458.96	-	127,902.96	493,226.04	482,195.00
	(g) Others Computer & Software Owned	501,565.00	9,612.00	-	-	-	511,177.00	242,121.00	81,799.00	-	323,920.00	187,257.00	259,444.00
	Total	538,720,403.00	49,102.00	4,351,127.00	-	-	534,418,378.00	56,277,014.00	21,347,891.89	1,561,824.00	76,063,081.89	458,355,294.60	482,443,388.00
	Previous year	551,701,803.00	10,335,658.00	23,317,058.00	-	-	538,720,403.00	38,350,486.00	22,211,118.00	4,284,590.00	56,277,014.00	482,443,388.00	513,351,317.00

NOTES FORMING PART OF FINANCIAL STATEMENTS

B. Depreciation and amortisation relating to continuing operations:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
Depreciation and amortisation for the year on tangible assets as per Note 10 A	21,347,892.00	22,211,118.00
Depreciation and amortisation for the year on intangible assets	-	-
Less: Utilised from revaluation reserve		
Depreciation and amortisation relating to discontinuing operations		
Depreciation and amortisation relating to continuing operations	21,347,892.00	22,211,118.00

Note 11 Non-current investments

Particulars	As at 31 March, 2014			As at 31 March, 2013		
	Quoted ₹	Unquoted ₹	Total ₹	Quoted ₹	Unquoted ₹	Total ₹
Investments (At cost):						
A. Trade						
(a) Investment in equity instruments	-	-	-	-	-	-
	-	-	-	-	-	-
Total - Trade (A)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
B. Other investments						
(h) Other non-current investments Gold & Silver Article	-	-	-	-	814,051.00	814,051.00
Total - Other investments (B)			<u>-</u>			<u>814,051</u>
Total (A+B)			<u>-</u>			<u>814,051.00</u>
Total			<u><u>-</u></u>			<u><u>814,051.00</u></u>

Note 12 Long-term loans and advances

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Security deposits		
Secured, considered good	-	-
Unsecured, considered good	142,467	303,265
Doubtful	-	-
	142,467	303,265
(b) Prepaid expenses - Unsecured, considered good (For e.g. Insurance premium, Annual maintenance contracts, etc.)	258,679	345,892
(c) TCS /TDS Receivables	1,433,785	1,402,988
(d) MAT credit entitlement - Unsecured, considered good	1,582,926	1,582,926
(e) Balances with government authorities		
Unsecured, considered good		
(i) CENVAT credit receivable	7,580,847	12,524,027
(ii) VAT credit receivable	1,827,937	1,720,208
(iii) Service Tax credit receivable	703,398	542,391
(iv) Self assessment tax paid (of earlier year)	6,826,048	6,787,465
	16,938,230	21,574,091

NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(i) Other loans and advances (specify nature)		
Secured, considered good	81,434	-
Unsecured, considered good	2,757,555	3,651,842
Doubtful		
	2,838,989	3,651,842
Less: Provision for other doubtful loans and advances	-	-
Total	23,195,075	28,861,004

Note 13 Other non-current assets

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Unamortised expenses		
(i) Misc. Expenditure to the extent not written off	350,000.00	18,138,145.37
Total	350,000.00	18,138,145.37

Note 14 Inventories

(At lower of cost and net realisable value)

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Raw materials	75,624,669.00	111,437,598.00
	75,624,669.00	111,437,598.00
(b) Work-in-progress	191,081,787.00	26,961,547.00
	191,081,787.00	26,961,547.00
(c) Finished goods (other than those acquired for trading)	57,730,963.00	81,381,367.00
	57,730,963.00	81,381,367.00
(d) Others (Specify nature)	67,225,253.00	52,402,289.00
	67,225,253.00	52,402,289.00
Total	391,662,672.00	272,182,801.00

Note 15 Trade receivables

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Trade receivables outstanding for a period exceeding six months from the date they were due for payment #		
Unsecured, considered good	28,501,160.00	26,897,452.00
	28,501,160.00	26,897,452.00
Other Trade receivables		
Unsecured, considered good	243,261,589.97	389,538,043.93
	243,261,589.97	389,538,043.93
Total	271,762,749.97	416,435,495.93

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 16 Cash and cash equivalents

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Cash on hand	1,862,031.65	1,050,108.55
(c) Balances with banks		
(i) In current accounts	244,635.00	32,250.37
(ii) In deposit accounts (FDs)	4,318,677.00	7,225,505.00
Total	<u><u>6,425,343.65</u></u>	<u><u>8,307,863.92</u></u>

Note 17 Revenue from operations

Particulars	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
(a) Sale of products @ (Refer Note (i) below)	1,151,502,318.89	1,027,237,464.09
Total	<u><u>1,151,502,318.89</u></u>	<u><u>1,027,237,464.09</u></u>
(i) Sale of products comprises		
Manufactured goods		
Sales-Daman-1 & 2	173,368,827.92	178,137,525.00
Sales-Silvassa	191,731,800.83	196,605,983.63
Total - Sale of manufactured goods	<u><u>365,100,628.75</u></u>	<u><u>374,743,508.63</u></u>
Traded goods		
Cable & Industrial Product	786,401,690.14	652,493,955.46
Total - Sale of traded goods	<u><u>786,401,690.14</u></u>	<u><u>652,493,955.46</u></u>
Total - Sale of products	<u><u>1,151,502,318.89</u></u>	<u><u>1,027,237,464.09</u></u>

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 18 Other income

Interest income (Refer Note (i) below)	180,512.00	488,668.00
Net gain on foreign currency transactions and translation (other than considered as finance cost)	-	-
Other non-operating income (net of expenses directly attributable to such income) (Refer Note (ii) below)	154,465.13	680,770.02
Total	334,977.13	1,169,438.02

Note

(i) Interest income comprises:

Interest from banks on:

deposits

180,512.00 487,716.00

Interest on loans and advances

- 952.00

Total - Interest income180,512.00 488,668.00

(ii) Other non-operating income comprises:

Profit on sale of fixed assets

- 572,540.40

Miscellaneous income [net of expenses directly attributable]

154,465.13 108,229.62

Total - Other non-operating income154,465.13 680,770.02

Note 19.a Cost of materials consumed

Opening stock	111,437,598.00	39,822,662.00
Add: Purchases-Daman-1	103,739,731.16	202,874,165.95
Purchases-Daman-2	-	3,214,250.00
Purchases-Silvassa	218,568,203.46	186,868,937.48
	433,745,532.62	432,780,015.43
Less: Closing stock	75,624,669.00	111,437,598.00
Cost of material consumed	358,120,863.62	321,342,417.43
Total	358,120,863.62	321,342,417.43

Note 19.b Purchase of traded goods

Trading Products	832,391,705.10	621,161,173.74
Total	832,391,705.10	621,161,173.74

Particulars	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
-------------	---	---

Note 19.c Changes in inventories of finished goods, work-in-progress and stock-in-trade

Inventories at the end of the year:

Finished goods

57,730,963.00 81,381,367.00

Work-in-progress

258,307,040.00 79,363,836.00

316,038,003.00 160,745,203.00

Inventories at the beginning of the year:

Finished goods

81,381,367.00 11,188,706.00

Work-in-progress

79,363,836.00 110,242,516.00

160,745,203.00 121,431,222.00**Net (increase) / decrease**(155,292,800.00) (39,313,981.00)

NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
Note 20 Employee benefits expense		
Salaries and wages	6,913,226.00	3,817,679.00
Staff Welfare Expenses	380,041.00	629,005.00
Total	<u>7,293,267.00</u>	<u>4,446,684.00</u>
Note 21 Finance costs		
(a) Interest expense on:		
(i) Borrowings	54,160,108.75	41,669,207.40
(b) Bank charges	2,168,249.37	496,772.66
(c) Other Finance Charges	665,093.00	2,152,873.00
Total	<u>56,993,451.12</u>	<u>44,318,853.06</u>
Note 22 Other expenses		
Bad Debt and other receivables, loans and advances written off	602,873.59	373,490.00
Business promotion	105,749.00	455,791.82
Communication	293,910.21	171,252.74
Director's Remuneration & Amenities	1,070,536.79	1,233,138.50
Donations and contributions	-	305,600.00
Factory Expenses	1,931,068.00	1,658,925.00
Freight and forwarding	1,294,262.00	1,877,895.00
Insurance	-	654,132.00
Legal and professional	1,900,656.00	2,632,870.79
Miscellaneous expenses	266,339.00	10,621,558.23
Labour Charges	711,900.35	-
Office Expenses	1,221,429.99	267,709.50
Payments to auditors (Refer Note (i) below)	800,000.00	300,000.00
Postage & Telegram	24,347.00	60,112.00
Power and fuel	989,538.88	1,705,693.00
Preliminary Expenses W/OFF	17,585,030.06	11,559,210.00
Printing and stationery	267,823.90	279,461.00
Rent, Rates and taxes	-	123,596.00
Repairs and maintenance - Others	459,323.00	803,447.00
Travelling and conveyance	641,969.00	1,129,372.11
Total	<u>30,166,756.77</u>	<u>36,213,254.69</u>
Notes:		
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	600,000.00	150,000.00
For taxation matters	60,000.00	50,000.00
For company law matters	80,000.00	40,000.00
For other services	60,000.00	60,000.00
Total	<u>800,000.00</u>	<u>300,000.00</u>

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 23 Segment Reporting

Segment information Particulars	For the year ended 31 March, 2014			Total ₹
	Business segments			
	Cable & Wire	Cotton Isolation Material	Eliminations	
	₹	₹	₹	
Revenue	365,100,629	786,401,690		1,151,502,319
	(374,743,509)	(652,493,955)		(1,027,237,464)
Inter-segment revenue	0	0		0
	0	0		0
Total	365,100,629	786,401,690		1,151,502,319
	(374,743,509)	(652,493,955)		(1,027,237,464)
Segment result	191,163,353	(442,913,670)		(251,750,317)
	(58,805,290)	(40,517,127)		(99,322,417)
Unallocable expenses (net)				242,224,334
				(79,206,356)
Operating income				17,692,405
				(20,116,061)
Other income (net)				334,977
				(3,083,216)
Profit before taxes				18,027,382
				(23,199,277)
Tax expense				3,858,391
				(6,784,675)
Net profit for the year				14,168,991
				(16,414,602)

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 23 Segment Reporting

Particulars	For the year ended 31 March, 2013		
	Business segments		Total
	Cable & Wire	Cotton Isolation Material	
	₹	₹	₹
Segment assets	-	-	-
	-	-	-
Unallocable assets			1,374,779,875
			<u>(1,067,929,905)</u>
Total assets			1,374,779,875
			<u>(1,067,929,905)</u>
Segment liabilities	-	-	-
	-	-	-
Unallocable liabilities			1,374,779,875
			<u>(1,067,929,905)</u>
Total liabilities			1,374,779,875
			<u>(1,067,929,905)</u>
Other information			
Capital expenditure (allocable)	-	-	-
	-	-	-
Capital expenditure (unallocable)			-
			-
Depreciation and amortisation (allocable)	-	-	-
	-	-	-
Depreciation and amortisation (unallocable)			22,211,118
			<u>(15,415,624)</u>
Other significant non-cash expenses (allocable) (give details)	-	-	-
	-	-	-
Other significant non-cash expenses (unallocable)			-
			-

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 24 Related Parties Disclosure

Details of related parties:

Description of relationship	Names of related parties
Ultimate Holding Company	-
Holding Company	-
Ultimate Holding Company	-
Subsidiaries	-
Fellow Subsidiaries	-
(to be given only if there are transactions)	
Associates	-
Key Management Personnel (KMP)	Mr. Sunil Golchha
Relatives of KMP	Mr. Kamal Golchha & Mrs. Shanti Golchha
Company in which KMP / Relatives of KMP can exercise significant influence	-

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31 March, 2014 and balances outstanding as at 31 March, 2014:

	Ultimate Holding Company	Holding Company	Subsidiaries	Fellow Subsidiaries	Associates	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Borrowings Repaid	0	0	0	0	0	0	224207	0	224207
	0	0	0	0	0	(2236000)	0	0	(2236000)
Balances outstanding at the end of the year									
Borrowings	0	0	0	0	0	29796135	0	0	29796135.05
	0	0	0	0	0	(29839418)	0	0	(29839418)
Provision for doubtful receivables, loans and advances	0	0	0	0	0	0	0	0	0

Note: Figures in bracket relates to the previous year

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 25 Earnings Per Shares

Particulars	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
Earnings per share		
Basic		
Net profit / (loss) for the year from continuing operations	(15,433,050.59)	(95,896,699.70)
Weighted average number of equity shares	26689868	26689868
Par value per share	10	10
Earnings per share - Basic	-0.58	-3.59

26. Balances of Debtors, Loans and Advances, Secured & Unsecured Loans, Sundry Creditors & Others are subject to confirmation and reconciliation and consequential adjustments, if any.
27. In the opinion of the Board & to the best of their knowledge & belief the value of realisation of current assets, loans & advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet & the provisions for all the loans & determined liabilities is adequate and not in excess of the amount.
28. On behalf of the company the Company's bankers have not given guarantees to third parties (Previous year & Current year Nil).
29. No provision has been made for liability in respect of excise duty on stock held in the factory for ₹ 577,30,963/- (Previous year ₹ 813,81,367/-) as the same will be made on clearance at the time such duty is payable.
30. Provision for retirement benefits to employees was not provided on accrual basis, which is not in conformity with Accounting Standard-15 issued by ICAI and the amount has not been quantified because actuarial valuation report is not available. However, in the opinion of the management the amount involved is negligible and has no material impact on the Profit & Loss Account.
31. According to a technical assessment carried out by the Company, there is no impairment in the carrying cost of cash generating units of the Company in terms of accounting standards-28 issued by the Institute of Chartered Accountants of India.
32. The Company has not received the required information from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence disclosures, if any, relating to amounts unpaid as at the yearend together with interest paid/payable as required under the said Act have not been made.
33. Additional information pursuant to Part II of Schedule VI of the Companies Act, 1956 :

	2013-2014	2012-2013
i) Payment to Directors :		
Directors Remuneration	1,75,421	3,50,842
ii) Payment to Auditors :		
Statutory Audit Fees	6,00,000	1,50,000
Tax Audit Fees	60,000	50,000
Company Law Matter	80,000	40,000
Other Services	60,000	60,000
Total	8,00,000	3,00,000

- | | 2013-2014 | 2012-2013 |
|--|-----------|-----------|
| 34. Other money for which the Company is contingently liable in respect of bill discounting with bank. | NIL | NIL |
| 35. Value of Export | NIL | NIL |
| 36. Expenditure in foreign Currency | NIL | NIL |
| 37. Earning in foreign Currency | NIL | NIL |

NOTES FORMING PART OF FINANCIAL STATEMENTS

38. Accounts payable to Small Scale Industrial Undertaking under the head of Sundry Creditors – NIL
(Previous Year – NIL)

39. VALUE OF MATERIAL CONSUMED & TRADED

Name of Major Raw Material	2013-2014		2012-2013	
	Value	%	Value	%
Copper & Aluminum Conductors, PVC/XLPE, Fabric Cotton, Polyester, Aluminum, Teflon Protection Tapes.	1001935378	84.16	828594425	87.91
Metal, Foil & Various isolation material Additives, Steel Wires and strips and various pigments	188577191	15.84	113909166	12.09
TOTAL	1190512569	100.00	942503591	100

40. a) LICENSED AND INSTALLED CAPACITIES AND PRODUCTION :

Class of goods	Unit	Licensed & Installed capacity	Production
Electrical Cable & Wires	Meter	N. A.	12990072

b) TURNOVER, CLOSING AND OPENING STOCK :

Turnover (Manufactured & Traded)

Class of goods	Unit	Quantity		Value	
		2013-2014	2012-2013	2013-2014	2012-2013
Industrial Electrical & Energy Cables & Wires & Electrical/ Industrial Products & Special Cables.	Meter	4475557	11807327	1151502318	1027237464
TOTAL		4475557	11807327	1151502318	1027237464

c) STOCK OF FINISHED GOODS (MANUFACTURED & TRADED)

Class of goods	Unit	Quantity		Value	
		2013-2014	2012-2013	2013-2014	2012-2013
Cable & Wires & Electrical/ Industrial Products	Meter	175044	1252021	57730963	81381367
TOTAL		175044	1252021	57730963	81381367

d) STOCK OF RAW MATERIAL

	Unit	Quantity		Value	
		2013-14	2012-2013	2013-2014	2012-2013
Opening Stock	Mtr/Kgs	580404	220173	111437598	39822662
Closing Stock	Mtr/Kgs	28172	580404	75624669	111437598

e) RAW MATERIAL CONSUMED

Major Raw Material	Unit	Quantity		Value	
		2013-14	2012-2013	2013-14	2012-2013
Copper & Aluminum Conductor PVC/XLPE, Cotton Cloth , Mylar tape, Teflon Tape, /Polyester/Aluminum/ Teflon/ Isolation and Protection Tapes	Mtr/Kgs	416178815	6477687	1001935378	828594425
Metal, Foil & Various isolation material Additives Steel Wires and Strips	Mtr/Kgs	78330233	3238845	188577191	113909166
TOTAL		4945090	10006041	1190512569	942503591

41. Liability of F.Y. 2009-2010 & 2010-2011 has not been shown in balancesheet because it is contingent liability, due to this profit is overstated.

42. The Revised Schedule VI has become effective from 1 April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

Cash Flow Statement for the year ended 31st March, 2014

Particulars	For the year ended 31 March, 2014		For the year ended 31 March, 2013	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		816,160.41		18,027,382.19
Adjustments for:				
Depreciation and amortisation	21,347,892.00		33,770,328.00	
Misc. Expenses Written Off	17,788,145.37		0.00	
(Profit) / loss on sale / write off of assets	0.00		(572,540.40)	
Finance costs	56,993,451.12		44,318,853.06	
Interest income	(334,977.13)		(488,668.00)	
Net (gain) / loss on sale of investments	0.00	95,794,511.36	0.00	77,027,972.66
Operating profit / (loss) before working capital changes		96,610,671.77		95,055,354.85
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	(119,479,871.00)		(110,928,917.00)	
Trade receivables	144,672,745.96		(220,282,881.93)	
Long-term loans and advances	5,665,928.63		(5,433,712.72)	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	(129,632,060.04)		127,773,466.01	
Other current liabilities	(23,229,722.05)		(5,565,495.11)	
Short-term provisions	135,000.00	(121,867,978.50)	3,865,891.00	(210,571,649.75)
		(121,867,978.50)		
Cash generated from operations		(25,257,306.73)		(115,516,294.90)
Net income tax (paid) / refunds		(150,000.00)		(3,858,391.00)
Net cash flow from / (used in) operating activities (A)		(25,407,306.73)		(119,374,685.90)
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(49,102.00)		(5,659,658.00)	
Proceeds from sale of fixed assets	2,789,303.00		19,605,008.40	
Sale of Non Current Investments	814,051.00		(559,518.00)	
Interest received - Others	334,977.13	3,889,229.13	488,668.00	13,874,500.40
Net cash flow from / (used in) investing activities (B)		3,889,229.13		13,874,500.40
C. Cash flow from financing activities				
Proceeds of Short term Borrowings	103,765,653.93			
Repayment of long-term borrowings	(27,136,647.25)			
Proceeds from long-term borrowings	0.00		156,262,428.22	
Finance cost	(56,993,451.12)	19,635,555.56	(44,318,853.06)	111,943,575.16
Net cash flow from / (used in) financing activities (C)		19,635,555.56		111,943,575.16
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		(1,882,520.27)		6,443,389.66
Cash and cash equivalents at the beginning of the year		8,307,863.92		1,864,474.26
Cash and cash equivalents at the end of the year		6,425,343.65		8,307,863.92
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
(a) Cash on hand		1,862,031.65		1,050,108.55
(c) Balances with banks				
- In current accounts		244,635.00		32,250.37
- In deposits accounts		4,318,677.00		7,225,505.00
See accompanying notes forming part of the financial statements		6,425,343.65		8,307,863.92

For, DMKH & CO.
Chartered Accountants
FRN :-116886W

-sd-
CA. Manish Kankani
Partner
M. NO.: 158020
Place : MUMBAI
Date : 30-05-2014

For and on behalf of the Board
For Rishabhdev Technocable Limited

-sd-
SUNIL B. GOLCHHA
Chairman & Managing Director
DIN : 00318899

RISHABHDEV TECHNOCABLE LTD.

Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai – 400063.
CIN: L31300MH1994PLC083244

ATTENDANCE SLIP

(To be presented at the entrance)

ANNUAL GENERAL MEETING ON TUESDAY, SEPTEMBER 30, 2014 AT 1.00 P.M.

at Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai – 400069

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Member _____ Signature _____

Name of the Proxyholder _____ Signature _____

1. Only Member/Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

RISHABHDEV TECHNOCABLE LTD.

Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai – 400063.
CIN: L31300MH1994PLC083244

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 :

E-mail ID :

Folio No./Client ID No. : DP ID No.

I/We, being the member(s) of Shares of **Rishabhdev Technocable Limited**, hereby appoint

1. Name : E-mail ID :

Address :

Signature :

or failing him

2. Name : E-mail ID :

Address :

Signature :

or failing him

3. Name : E-mail ID :

Address :

Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **ANNUAL GENERAL MEETING ON TUESDAY, SEPTEMBER 30, 2014 AT 1.00 P.M.** at Unit No. 53, 1st Floor, Jagat Satguru Industrial Estate, Vishveshwar Nagar Road, Goregaon (East), Mumbai – 400069, and at any adjournment thereof.

Signed this day of 2014

Signature of shareholder.....

Signature of Proxyholder(s).....



THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

RISHABHDEV TECHNOCABLE LIMITED

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

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21 (1) (c) of the Companies (Management and Administration) Rules, 2014]

BALLOT FORM

- (1) Name and Registered Address of the Sole / First named Shareholder :

- (2) Name(s) of the Joint Holder(s) (if any) :

- (3) Registered Folio No./ DP ID No. and Client ID No.*
(*Applicable to investors holding shares in dematerialized form)

- (4) Number of Share(s) held:

- (5) E-voting Event Number(EVEN) :

- (6) Used ID :

- (7) Password :

- (8) I/We hereby exercise my/our vote(s) in respect of Ordinary Resolutions set out in the Notice of the 20th Annual General Meeting of the company to be held on Tuesday, 30th September 2014,by sending my/our assent or dissent to the said Ordinary Resolutions by placing the tick() mark at the appropriate box below :

Item No	Resolution	No. of shares	I/We assent to the Resolution (FOR)	I/We dissent the Resolution (Against)
1	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended 31st March 2014.			
2	Appointment of Mr. Sunil B Golchha Director who retired by rotation.			
3	Appointment of Auditors and authorizing the Board to fix their remuneration.			
4	Appointment of Mr. Amalapasad Parasnath Mishra as an Independent Director.			
5	Appointment of Mr. Umashankar Manikrao Singh as an Independent Director.			
6	Any other ordinary or special business to be considered in the AGM.			

Place : Mumbai
Date : 28-08-2014

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

INSTRUCTIONS

- A. This Ballot Form is provided for the Members who do not have access to e-voting facility.
- B. A Member can opt for only one mode of voting, i.e., either through e-voting or by Ballot. If a Member casts votes by both modes, then voting one through e-voting shall prevail and Ballot shall be treated as invalid.
- C. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the Annual General Meeting.
- D. The scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the resolutions forming part of the Notice of the Annual General Meeting.

Process and manner for Members opting to vote using the Ballot Form:

- 1. Please complete and sign the Ballot Form (no other form or photo copy thereof is permitted) and send so as to reach the scrutinizer appointed by the board of Directors of the Company, Mr. Mukesh Saraswat(Membership No.28618), Practicing Company Secretary, Rishabhdev Technocable Limited, 53 Jagat Satguru Industrial Estate, Near Vishweshwar Nagar Road, Goregaon (East), Mumbai – 400063.
- 2. The Form should be signed by the Members as per the specimen signature registered with the Company/ Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (130A) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted by a proxy.
- 3. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/Authorization.
- 4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (l) mark in the column provided in the Ballot.
- 5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the Company and as per the Register of Members of the Company.
- 6. Duly completed Ballot Form should reach the Scrutinizer and Ballot Form received thereafter will be treated as if the reply from the Members has not been received.
- 7. A member may request for a duplicate. Ballot Form, if so required. However, duly filled in and signed duplicate form should reach the Scrutinizer not later than the date and time specified in serial no. 6 above.
- 8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
- 9. The decision of the Scrutinizers on the validity of the Ballot Form and any other related matter shall be final.
- 10. The results declared along with Scrutinizers Report shall be placed on the Central Depositories Securities Limited within two days of the passing of the Resolutions at the AGM of the Company on 30th September, 2014 and communicated to Bombay Stock Exchange Limited , wherever the shares of the company are listed.

Rishabhdev- Brand

Power & Lighting & Control Cables Play's Vital Role In Above Field Installations.

Transformers	DG Set	Control Panels	Solar Power	Electrical Switch Board
DC Motors	Industrial Systems	Water Pumps	TG Set	Servo-UPS
Control Equip.	Chemicals Plants	Sub Stations	Battery	Power Girding
Process	Automations	Oil & Gas Plants	Off shore plant	Ship & Ports
Ship & Docks	Turbine	Process Plants	Panel Wiring	Appliances

Typical Example of Use of Power Cables.

				
Transformers	DG Set	Control Panels	Solar Power	Electrical Switch Board
				
DC Motors	Industrial Systems	Water Pumps	TG Set	Servo-UPS
				
Control Equip.	Chemicals Plants	Sub Stations	Battery	Power Girding
				
Process	Automations	Oil & Gas Plants	Off Shore Plant	Ship & Ports
				
Ship & Docks	Turbine	Process Plants	Panel Wires	Appliances

General Cable's industrial, power and control cables serve an extensive range of markets including **solar, wind, power generation, refining and petrochemical, natural gas production, steel, pulp and paper, and factory automation.** Utilizing a fully integrated approach to cable manufacturing, General Cable's technology center and engineering teams work closely together to provide the best materials, design, manufacturing and testing for the applications within this very diverse and challenging marketplace.

Cables are also used in Infra Applications

Historical Areas	Safety and Fire	Services
Churches	Cinemas and theatres	Road and rail tunnels
Museums	Airports	Multi-Storey Car Parks
Castles	Underground	Public Service Buildings
Libraries	Hospitals	Telecommunication
Public Outdoor Lighting	Commercial Centers	Industrial Electricals

BOOK - POST

www.sapprints.com

If undelivered, please return to:

Universal Capital Securities Pvt. Ltd.

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

Contact Person: Mr. Ravindra Utterakar E-mail ID-info@unisec.in/ravi@unisec.in