



**22nd  
Annual Report  
2014-2015**

**RAVI KUMAR  
DISTILLERIES LIMITED**

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. R.V. Ravikumar	Managing Director
Mr. Badrinath S Gandhi	Executive Director
Mrs. S. Vijayalakshmi	Executive Director
Mr. K.S.M. Rao	Independent Director
Mr. Ashok R Shetty	Independent Director
Mr. Popatlal M. Kathariya	Independent Director

### COMPLIANCE OFFICER

Mr. Badrinath S Gandhi

### AUDITORS

M/s. Ramanand & Associates,  
6/C, Gr. Floor, Ostwal Park Building,  
No.4, Near Jesal Park Jain Temple,  
Bhayandar (East),  
District Thane – 401 105.

### BANKERS

State Bank of India

### REGISTERED OFFICE

S1 & S2, 2nd Floor, B-Block,  
“Ameen Manors”,  
No.138, Nungambakkam High Road,  
Nungambakkam, Chennai – 600 034, India.  
Tel. No. 91-044-2833 2087  
Website: [www.ravikumardistilleries.com](http://www.ravikumardistilleries.com)  
Email: [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com)

### CORPORATE OFFICE

No.17, Kamaraj Salai,  
Puducherry – 605 011, India.  
Tel. No. 91 – 0413 – 2343278 & 2346386  
Fax No. 91 – 0413 – 2343278 & 2331032  
Website: [www.ravikumardistilleries.com](http://www.ravikumardistilleries.com)  
Email: [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com)

### REGISTRAR & SHARE TRANSFER AGENT

M/s. Karvy Computershare Pvt.Ltd.,  
Karvy Selenium Tower B, Plot 31-32,  
Gachibowli, Financial District,  
Nanakramguda, Hyderabad 500 032.  
Phone: 91 40 67162222  
Email: [einward.ris@karvy.com](mailto:einward.ris@karvy.com)

### FACTORY:

R.S. No. 89/4-A, Katterikuppam Village,  
Mannadipet Commune,  
Puducherry – 605 502.  
Tel.No. 91 – 0413 – 2674444, 2674888

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## DIRECTORS' REPORT

To  
**The Members**  
Ravi Kumar Distilleries Limited.

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

<b>Financial Results:</b>	<b>(Rs. in lakhs)</b>	
<b>Particulars</b>	<b>2014-15</b>	<b>2013-14</b>
Total Revenue	4581.00	3836.00
Profit/(Loss) before Prior period, Exceptional and Extra-Ordinary items	(-) 494.00	(-) 563.00
Prior Period items	29.00	(-) 7.00
Exceptional items	(-) 137.00	0.00
Tax Expenses	12.00	(-) 10.00
Profit/(Loss) for the Year	-590.00	-580.00
Balance Carried Forward to Balance sheet	-590.00	-580.00

### Performance of the Company during the year under review

Your Company is engaged in the business of manufacture and trade of Indian Made Foreign Liquor (IMFL) under own brand Capricorn, 2 Barrels, Green Magic, Chevalier as well as under tie-up arrangements with other Companies. The IMFL comprises of Whisky, Brandy, Rum, Gin and Vodka. Your Company currently operates through own manufacturing unit located at R.S.89/4A, Katterikuppam Village, Mannadipet Commune, Pondicherry. The Unit is equipped with infrastructure facilities and technology, which encompasses all modern facilities for blending and bottling, can undertake manufacture of IMFL. The core competency of your Company is in house technical and formulation knowledge, skilled workforce and well equipped manufacturing facilities, which enable us to manufacture a wide range of IMFL products to diverse client requirements.

During the year, the total Income from operations was Rs. 4576 lakhs compared to Rs.3819 lakhs in the previous year recording a loss of (Rs. 590 lakhs). The net loss was (Rs. 590 lakhs) as against the loss (Rs. 580) lakhs in the previous year. Earning per share is (Rs. 2.46) against (Rs. 2.42) in the previous year on a weighted average basis as per Accounting Standard 20 issued by the Institute of Chartered Accountants of India.

However, the Company is taking possible steps to revive the business.

### Future Outlook:

During current year, your Company will try to achieve maximum capacity utilization in our existing plant at Pondicherry.

### Insurance:

All the properties of the Company including buildings, plant and machinery and stocks have been adequately insured.

### Reasons for Loss during the year:

The Board of Directors discussed on the Loss of the company to the tune of Rs. 590.00 lacs and attribute following main reasons for non growth of the company:

#### 1. Change In Excise Law

The increase of Excise Duty implemented two years back has severely affected the sales this year also. However the company is working on other avenues and areas for increasing the sales and the turnover has increased from Rs.3819.00 lacs to Rs. 4576.00 lacs.

#### 2. Legal Cases Pertaining To The Company

The company's performance was also severely affected due to various issues and fraudulence committed by Mr. Anil Agrawal, Managing Director of M/s. Comfort Securities Limited, M/s. Comfort Intech Limited and his associates against the Company.

Your Company has filed complaints against Mr. Anil Agrawal, M/s. Comfort Securities Ltd., Merchant Bankers, M/s. Comfort Intech Ltd. and its other group companies with the following authorities.

1. A Civil Suit OS No. 103/2013 and I.A. No. 405/2013 before 2nd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad with prayers:
  - a. To rescind the agreements as being void and restore the parties back to the position prior to the MOU dated 05.09.2012.
  - b. To declare the notice for EGM dated 05.02.2013 as null and void and illegal. The court has passed an order restraining Mr. Anil Agrawal from holding the EGM till further orders in the case of M/s.Liquors India Ltd.,
  - c. I.A. No. 1453 of 2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad praying not to alienate, encumber assets of M/s.Liquors India Ltd.
  - d. I.A. No. 1452 of 2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad praying not to alter the Board.
    - i. The Court has passed interim order in IA No.1452 & 1453, not to alienate, encumber assets of LIL and not to alter the Board.
    - ii. Mr. Anil Agrawal filed appeal in High Court, Hyderabad and HC permitted to sub-lease with third parties.
    - iii. Aggrieved by this order, your company filed SLP with the Supreme Court of India against the above

order. The Supreme Court has stayed the High Court Order till further hearings.

- e. I.A. No. 654 of 2015 in OS no. 103/2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B.Nagar, Hyderabad praying to appoint Official Receiver conferring powers on the receiver for the management, protection, collection of profits and improvement of M/s.Liquors India Limited. The case is in argument stage.
  2. Writ Petition No. 12713 of 2014 with the Hon'ble High Court, Andhra Pradesh praying License of Liquors India Limited issued by the Excise Department should be cancelled and sub-lease agreement also be cancelled. The order has been passed that all transactions including financial transactions between Mr. Anil Agrawal and Tilaknagar Industries Limited shall be booked and recorded faithfully pending further consideration of this W.P.M.P. No. 15944 of 2014 in W.P. No. 12713 of 2014. Mr. Anil Agrawal and Tilaknagar Industries Limited shall not create any charge or third party interest relating to the assets of Liquors India Limited.
  3. You company has filed a Complaint with the Commissioner of Police, Hyderabad against the fraud and cheating committed by Mr. Anil Agrawal. The Police has registered the FIR No.248/2013 dated 23.08.2013 against Mr. Anil Agrawal and others under Section 406-IPC, 420-IPC, 447-IPC, 385-IPC, 386-IPC, 467-IPC, 468-IPC, 469-IPC, 471-IPC, 120B-IPC, 34-IPC.
    - a) Mr. Anil Agrawal has filed C.P. No. 11292 of 2013 in the High Court of Hyderabad against FIR No. 248/2013 dated 23.08.2013 and High Court passed order to complete the investigation without arresting Mr. Anil Agrawal and others.
  4. Your company has filed a Complaint with EOW, Mumbai for cheating and money laundering to recover company's money of Rs. 33.73 crores. EOW has registered FIR No.34/14 dated 21.01.2014 under section 409, 420, 465, 467, 468, 471, 474, 120(B).
    - a. Mr. Anil Agrawal filed W.P. No. 2059 of 2014 in High Court of Mumbai and the Court has declared that the FIR registered by EOW is not maintainable since Nacharam Police Station has registered the FIR first.
      - i. Aggrieved by delay in investigation by the Hyderabad Police and order by the High Court, Mumbai, Your company has filed.
      - a. Two SLPs with the Supreme Court of India against High Court of Mumbai order and delay in investigation by Hyderabad Police. These SLPs have been taken by the Supreme Court and the next hearing is on 14.09.2015.
  5. Your company has filed a Complaint with SEBI, Mumbai against BRLM M/s. Comfort Securities Ltd., (DP) promoted by Mr. Anil Agrawal for violations of SEBI Regulations and others.
  6. Your company has filed a Recovery suits No. SL/1135, 1136, 1137, 1138 and 1139 of 2013 filed against M/s. Ranisati Dealer Pvt.Ltd., M/s. Vibhuti Multi Trade Pvt.Ltd., M/s. Gulistan Vniya Pvt.Ltd., M/s. Sukusama Trading and Investments Pvt.Ltd. and M/s. BLC Trading and Agencies Pvt.Ltd. in the High Court of Bombay. Matter pending before the court.
  7. Your company has filed a Complaint with Enforcement Directorate, Mumbai to investigate the frauds committed by Mr. Anil Agrawal and his companies. Enforcement Directorate has initiated enquiries against Mr. Anil Agrawal, his companies and others under the provisions of prevention of Money Laundering Act 2002 on the basis of the FIR No. 34/14 dated 21.01.2014.
  8. Your company has filed a Complaint with RBI and Ministry of Finance to appoint officer to investigate the affair of CIL and cancel the License to act as NBFC for violating the guidelines. RBI has cancelled the NBFC Licence of Comfort Intech Limited based on forgery and mis-representation by CIL in some other different matter for forging and fabricating RBI documents.
  9. Your company has filed a Complaint with The Police Commissioner of Chennai against the fraud and cheating committed by Mr. Anil Agrawal. Mr. Anil Agrawal filed Writ Petition No. 32829 of 2013 with High Court of Chennai to direct the Police, Chennai not to proceed further with the investigation. The matter is pending before the Court.
  10. Your company has filed a Petition Under section 111A r/w 111(4) of the Companies Act filed before the Company Law Board, Chennai in the matter of Liquor India Limited, Mr. Anil Agrawal and others. Matter is pending before the CLB.
- 3. Mr. Anil Agrawal has filed complaints against the company with the following authorities:**
1. The Company Law Board, Chennai under section 397, 398, 235(2) and 237(b) of the Companies Act, 1956. The Company has filed counter and the matter is pending before the CLB.
  2. Mr. Anil Agrawal filed a Counter Complaint with Hyderabad Police against Mr. R.V. Ravikumar. The Hyderabad Police have not considered the complaint since there was no substance. Aggrieved, Mr. Anil Agrawal filed W.P. No. 7956 of 2014 filed with Hon'ble High Court, Andhra Pradesh to register the complaint filed by him against Mr. R.V. Ravikumar with Hyderabad Police. The





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Police have submitted their report to the High Court, Hyderabad stating that there is no substance in the Complaint. The matter is pending before the court without further date.

3. Mr. Anil Agrawal has filed a Counter Complaint with Malad Police Station, Mumbai against the company and its Directors. Preliminary enquiry was conducted by the Malad Police and since there was no substance in the Complaint, Malad Police did not pursue further.
4. M/s. First Financial Services Limited, Chennai has filed O.S. No. 6602 of 2013 alleging mis-management of the company. The court has rejected the suit.
5. M/s. Tilaknagar Industries Limited – accused A7, A8 and A9 in the Hyderabad Police FIR, filed W.P. No. 4945 of 2014 with the Hon'ble High Court, Andhra Pradesh to stay all further proceedings of the FIR. The W.P. is pending for admission.

### **Dividend:**

The Board of Directors does not recommend any Dividend for the year 2014-15 considering the finance situation of the company.

### **Fixed deposits:**

During the year under review, the Company has not accepted any fixed deposits and there are no fixed deposits, which are pending repayment.

### **Subsidiary Companies:**

Your Company does not have any subsidiary company during the year under review.

### **Directors:**

"The term of office of Mr. Ashok R Shetty, Independent Director of the Company ceased during the year and Mr. Ashok R Shetty had consented to continue as Independent Director if appointed in this Annual General Meeting. Pursuant to the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Ashok R Shetty if appointed as Independent Director shall hold the office for 5 years till 27th Annual General Meeting. Mr. Badrinath S Gandhi, Executive Director retire by rotation at this AGM being eligible, offer themselves for re-appointment. Pursuant to clause 49 of the Listing Agreement with the Stock Exchanges, brief resume of Mr. Ashok R Shetty as well as Mr. Badrinath S Gandhi have been provided in the notice convening the Annual General Meeting."

### **Board Meeting**

Five meetings of the Board of Directors were held during the year. For further details, please refer report on Corporate Governance of this Annual Report.

### **Declaration by Independent Director**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Clause 49 of the Listing Agreement with the Stock Exchanges.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors and a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors.

The details of programs for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company.

### **Directors' Responsibility statement:**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) shall state that –

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) 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;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

### **Nomination & remuneration Committee**

The Board constituted a Nomination and Remuneration Committee comprising of Mr. Ashok R Shetty, Mr. Popatlal M Kathariya and Mr. K.S.M. Rao refer Corporate Governance report for details.

**Corporate Governance:**

The Company has complied with the requirements of the Code of Corporate Governance as stipulated in clause 49 of the listing agreement with the stock exchanges. A Report on Corporate Governance along with Certification by the Managing Director is attached to this Directors' Report.

A Certificate from the Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated by clause 49 of the listing agreement is attached to this Directors' Report.

**Auditors:**

The statutory auditors of the Company M/s. Ramanand & Associates, Mumbai retire at the conclusion of the ensuing Annual General Meeting. The retiring auditors have furnished a certificate under Sec. 141 of the Companies Act, 2013 confirming their eligibility for reappointment. The Auditor Report for the financial year ended March 31, 2015 is annexed herewith and is part of the Annual Report.

**Extract of Annual Return**

An Extract of Annual Return of the Company Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 is given below;

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31st March 2015**

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

**I. I. REGISTRATION AND OTHER DETAILS:**

CIN	L51909TN1993PLC025981
Registration Date	11.10.1993
Name of the Company	RAVI KUMAR DISTILLERIES LIMITED
Category/Sub Category of the Company	Alcoholic Liquors
Address of the Registered Office and Contact Details	Ameen Manors", S1 & S2, Second Floor, 'B' Block, #138, Nungambakkam High Road, Nungambakkam, Chennai-600034, Tamil Nadu. Ph : 91-44-2833 2087
Whether Listed Company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	M/s. Karvy Computershare Pvt Ltd, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 32 Phone: 91-40-6716 2222, Email: einward.ris@karvy.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Name and Description of main Services	NIC Code of the Product/Service	% to Total Turnover
Indian Made Foreign Liquors	2200	99.98%



## RAVI KUMAR DISTILLERIES LIMITED.

### III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(A) Promoters</b>									
<b>(1) Indian</b>									
(a) Individual/HUF	2872	-	2872	0.01	5652044	-	5652044	23.55	23.54
(b) Any Other	5642172	-	5642172	23.51	-	-	-	-	23.51
<b>Sub-Total (A) (1)</b>	5645044	-	5645044	23.52	5652044	-	5652044	23.55	0.03
<b>(2) Foreign</b>	-	-	-	-	-	-	-	-	-
<b>(B) Public Shareholding</b>									
<b>(1) Institutions</b>	-	-	-	-	-	-	-	-	-
<b>(2) Non- Institutions</b>									
(a) Bodies Corp									
i. Indian	12195179	-	12195179	50.81	11923654	-	11923654	49.68	(1.13)
(b) individuals									
i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	4287944	46	4287990	17.87	3987283	102	3987385	16.61	1.26
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1645860	-	1645860	6.86	2288249	-	2288249	9.53	2.67
<b>(C) Any Other (specify)</b>									
Clearing Members	114494	-	114494	0.48	11792	-	11792	0.05	0.43
Non Resident Indians	111433		111433	0.46	136876		136876	0.57	0.11
<b>Sub-Total (B)(2)</b>									
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	18354910		18354956	76.48	18347854		18347956	76.45	0.03
C Shares held by Custodian for GDRs & ADRs									
<b>Grand Total (A+B+C)</b>	23999954		24000000	100	23999898	102	24000000	100	

#### (ii) Shareholding of Promoters:

Sl. No.	Share Holders Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% of Change during the Year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	R.V Ravikumar	5496675	22.90	-	5500175	22.92	-	0.02
2	R Amrithavalli	145497	0.61	0.61	148997	0.62	0.61	0.01
3	Siva Sankar V	2872	0.01	-	2872	0.01	-	-il
	Total	5645044	23.52	0.61	5652044	23.55	0.61	0.03

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

Sl. No.	Particulars	No. of Shares held at the beginning of the year		No. of Shares held at the end of the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	56,45,044	23.52	56,45,044	23.52
2	Increase / Decrease in Promoters Share holding during the year	7,000	0.03	7,000	0.03
3	At the End of the year	56,52,044	23.55	56,52,044	23.55

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

Sl. No.	For Each of the Top 10 Shareholders	No. of Shares held at the beginning of the year		No. of Shares held at the end of the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	1,12,96,995	47.07%	1,12,96,995	47.07%
2	Date wise Increase / Decrease in Share holding during the year	2,15,056	0.90	2,15,056	0.90
3	At the End of the year (or on the date of separation, if Separated during the year)	1,15,12,051	47.97 %	1,15,12,051	47.97 %

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Mr. RV Ravikumar	No. of Shares held at the beginning of the year		No. of Shares held at the end of the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	5496675	22.90	5496675	22.90
2	Increase / Decrease in Promoters Share holding during the year	3500	0.01	3500	0.01
3	At the End of the year	5500175	22.92	5500175	22.92





## RAVI KUMAR DISTILLERIES LIMITED.

### IV. INDEBTEDNESS:

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

S.No.	Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
		(A)	(B)	(C)	(D)=(A+B+C)
(A)	<b>Indebtedness at the beginning of the Financial Year</b>				
	(i) Principal Amount	3,81,196	Nil	Nil	3,81,196
	(ii) Interest due but not paid	--	--	--	--
	(iii) Interest accrued but not due	--	--	--	--
	<b>Total ( i+ii+iii )</b>	<b>3,81,196</b>	<b>Nil</b>	<b>Nil</b>	<b>3,81,196</b>
(B)	<b>Change in Indebtedness during the Financial Year</b>				
	Addition	Nil	Nil	Nil	Nil
	Reduction	Nil	Nil	Nil	Nil
	<b>Net Change</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
(C)	<b>Indebtedness at the end of the Financial Year</b>				
	(i) Principal Amount	Nil	Nil	Nil	Nil
	(ii) Interest due but not paid	Nil	Nil	Nil	Nil
	(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
	<b>Total ( i+ii+iii )</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

### V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Rs in Lakhs

S.No.	Particulars of Remuneration	Name of MD/WT/Manager			Total Amount
		Mr. R.V. Ravikumar	Mr. Badrinath S Gandhi	Mrs. S. Vijayalakshmi	
<b>1</b>	<b>Gross salary</b>				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	9.0	Nil	9.0
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (A)</b>	<b>Nil</b>	<b>9.0</b>	<b>Nil</b>	<b>9.0</b>
	<b>Ceiling as per the Act</b>				

**B. Remuneration to other Directors :****Not Applicable****C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD****Not Applicable****VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C OTHER OFFICERS IN DEFAULT</b>					
Penalty Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

**Secretarial Auditor:**

Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 the Board appointed Mr. Roy Jacob, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2014-15. The Secretarial Audit Report for the financial year ended March 31, 2015 is given below.

**Form No. MR-3****SECRETARIAL AUDIT REPORT**

To,  
The Members,  
Ravi Kumar Distilleries Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Ravi Kumar Distilleries Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015 complied with the statutory provisions listed hereunder, except which are specifically mentioned therein and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2015 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

a) The company had

- i) Filed Annual Accounts of the Company for the financial year 2013-14 with ROC with a delay of 168 days.
- ii) Filed Annual Return of the financial year 2013-14 with delay of 138 days.
- iii) Has not filed Form 5INV pursuant to rule 3 of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012].
- iv) Not filed MGT-15 pursuant to section 121(1) of the Companies Act, 2013 read with Rule 31(2) of the Companies Management and Administration) Rules, 2014.