

BUY EARN GROW



आर. एम. सी. एल.  
R M C L



**The Past**

Your Company expanded into High-end Packaging Solution Arena. It had put 6th Largest Capacity Globally into PVdC coating. It had more than 6000 Corporate Clients developed over 18 years of Hard Work.

RMCL Stands as Abbreviation of Radha Madhav Corporation Ltd. However RMCL is also a Brand depicting a strong, Technology driven, and enduring Management.

RMCL had unserviceable debt due to global melt down in the year 2009. RMCL Team reduced this debt significantly.

It focused on re-engineering its Business Model by introducing RMCL Retail in the year 2011.



High Debt  
Incomplete Projects  
Global Melt-down 2009

**Re-Engineering Solution**



RMCL kept on working towards creation of unmatched distribution network throughout the Country. It continued its endeavor in Brand Creation, Products Establishments, Technology Upgradation & Customer Acquisition.

It added more and more Products to remain as an unmatched distribution brand.

RMCL Team increased its domain by entering into Fast Moving Consumer Goods in the year 2013. It added unnumberable Products in various categories like Cosmetics, HealthCare, Eatables, Fashion and various other.



**Hard Work of Team RMCL has begun to reward all its Stakeholders**

**Over 2000 Products  
70+ Franchisee  
Solid Foundation  
Booming Portal**



In the year to come RMCL Universe and RMCL Retail would be known for its Deep Rooted distribution Capability integrated with next gen E-Com Technologies.

The Brick n Click Model of RMCL provides maximum returns to its Stakeholders.

Cash +ve Business revenues have been achieved by Company due to its efforts since last 5 years.



Since 1994\*

**20 YEARS IN BUSINESS**

Strong Assets Base

Market Leader in Packaging Business

**Ensuring Quick Launches**

Temples, Schools

**Socially Responsible**

Run Industrial distribution Shops named RMCL Retail Since 2010

**Adequate Domain Knowledge**

Have invested/Lost more than 300 Crores in setting up Product Quality, logistics, Technology Platforms.



**Learned the Hard Way**

\*Company was formed by amalgamation of existing Business

# SUPPLY CHAIN MANAGEMENT

ORDER NOW



Hub n Spoke Model

Express Products available in 8 hours

Various Supply Chain Depots Across The Country

Paced Analysis, Distribution & Dispatch

Strategically Deploying of Resources



AVAILABLE NOW



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Vitis Quadrangularis	200mg
Phyllanthus Embellica	200mg
Tinospora Cordifolia	150mg
Withania Somnifera	100mg
Asparagus Racemosus	100mg
Excipients	q.s.

60 Capsules per Bottle  
**HEALTHY BONES**  
Thor-Marrow  
Yestimadhu



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Asparagus Racemosus	100mg
Tribulus Terrestris	75mg
Saraca asoka	75mg
Withania Somnifera	50mg
Asparagus Androscedes	50mg
Mineral Pitch	50mg
Macuna Puriens	40mg
Zingiber Officinale	25mg
Anacardium occidentale	25mg
Centella Asiatica	25mg
Crocus Sativus	5mg
Excipients	q.s.

60 Capsules per Bottle  
**KIDNEY CARE**  
Zoster-Ion  
Tusli



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Valeriana Wallichii	150mg
Withania Somnifera	150mg
Centella Asiatica	100mg
Nardostachys latamansi	100mg
Hydrocotyl Asiatica	75mg
Papaver Somniferum	50mg
Evolvulus Alismoides	50mg
Acorus Calamoides	50mg
Excipients	q.s.

60 Capsules per Bottle  
**SOUND SLEEP**  
Nyx-Hypnos  
Tagar



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Allium Sativum	200mg
Balaamandrin Mukul	150mg
Tectaria Tormentosa	100mg
Morinda Charantia	100mg
Conium Maculatum	75mg
Grewia Sylvestris	75mg
Excipients	q.s.

60 Capsules per Bottle  
**CHOLESTEROL CONTROL**  
Cardio-Helios  
Lasun



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Carum Longum	150mg
Glycyrrhiza Glabra	50mg
Balaamandrin Mukul	50mg
Moringa Torquigennia	50mg
Quilim Spectrum	50mg
Andrographis Indica	50mg
Excipients	q.s.

60 Capsules per Bottle  
**ANTI VIRAL**  
Thermo-Helios  
Tusli



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Asparagus Racemosus	100mg
Saraca Ashoka	75mg
Withania Somnifera	75mg
Asparagus Androscedes	50mg
Mineral Pitch	50mg
Macuna Puriens	40mg
Zingiber Officinale	25mg
Anacardium occidentale	25mg
Centella Asiatica	25mg
Crocus Sativus	25mg
Excipients	q.s.

60 Capsules per Bottle  
**BRAIN TONIC**  
Gnome-Auxin  
Yestimadhu



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Carica Papaya	150mg
Carosana Religiosa	100mg
Tribulus Terrestris	100mg
Balaamandrin Mukul	75mg
Bathyparia Officinalis	50mg
Excipients	q.s.

60 Capsules per Bottle  
**PROSTATE CARE**  
Shilajeet  
Safed Musli



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Asparagus Racemosus	100mg
Tribulus Terrestris	75mg
Saraca ashoka	75mg
Withania Somnifera	50mg
Asparagus Androscedes	50mg
Mineral Pitch	50mg
Macuna Puriens	40mg
Zingiber Officinale	25mg
Anacardium occidentale	25mg
Centella Asiatica	25mg
Crocus Sativus	5mg
Excipients	q.s.

60 Capsules per Bottle  
**WEIGHT LOSS**  
Hera-Auxin  
Guggalu



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Asparagus Racemosus	100mg
Tribulus Terrestris	75mg
Saraca ashoka	75mg
Withania Somnifera	50mg
Asparagus Androscedes	50mg
Mineral Pitch	50mg
Macuna Puriens	40mg
Zingiber Officinale	25mg
Anacardium occidentale	25mg
Centella Asiatica	25mg
Crocus Sativus	5mg
Excipients	q.s.

60 Capsules per Bottle  
**CONSTIPATION CARE**  
Stella-Ion  
Trifala



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Asparagus Racemosus	100mg
Tribulus Terrestris	75mg
Saraca ashoka	75mg
Withania Somnifera	50mg
Asparagus Androscedes	50mg
Mineral Pitch	50mg
Macuna Puriens	40mg
Zingiber Officinale	25mg
Anacardium occidentale	25mg
Centella Asiatica	25mg
Crocus Sativus	5mg
Excipients	q.s.

60 Capsules per Bottle  
**SEX POWER FOR WOMEN**  
Eros-Rati  
Satavari



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Asparagus Racemosus	100mg
Tribulus Terrestris	75mg
Saraca ashoka	75mg
Withania Somnifera	50mg
Asparagus Androscedes	50mg
Mineral Pitch	50mg
Macuna Puriens	40mg
Zingiber Officinale	25mg
Anacardium occidentale	25mg
Centella Asiatica	25mg
Crocus Sativus	5mg
Excipients	q.s.

60 Capsules per Bottle  
**ANTI ACIDITY**  
Enigma-Ion  
Purnanava



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Withania Somnifera	150mg
Centella Asiatica	150mg
Jatrorhiza Coronaria	150mg
Evolvulus Alismoides	100mg
Nardostachys latamansi	100mg
Tribulus Terrestris	100mg
Excipients	q.s.

60 Capsules per Bottle  
**STRESS RELIEF**  
Helios-Ion  
Tagar



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Commiphora Mukul	150mg
Balaamandrin Mukul	100mg
Vitis Quadrangularis	100mg
Tinospora Cordifolia	50mg
Withania Somnifera	50mg
Tribulus Terrestris	50mg
Alicurus Compositus	50mg
Cedrus Deodara	50mg
Excipients	q.s.

60 Capsules per Bottle  
**MUSCLE GAIN**  
Myoblast-Ion  
Haldi



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Trifala	100mg
Zingiber officinale	100mg
Curcuma curcuma	100mg
Carosana angustifolia	100mg
Carosana	75mg
Emblica Officinalis	50mg
Emblica Ashafoetida	25mg
Ashtamam Indicum	25mg
Diene Longum	25mg
Chastamam Zerianicum	25mg
Excipients	q.s.

60 Capsules per Bottle  
**DIGESTION CARE**  
Ambo-Auxin  
Trifala



Nutrition Facts	
Dosage : 2 capsules a day Amount Per Serving : 750mg	
Value in mg*	
Trifala	100mg
Zingiber officinale	100mg
Curcuma curcuma	100mg
Carosana angustifolia	100mg
Carosana	75mg
Emblica Officinalis	50mg
Emblica Ashafoetida	25mg
Ashtamam Indicum	25mg
Piper Longum	25mg
Chastamam Zerianicum	25mg
Excipients	q.s.

60 Capsules per Bottle  
**SKIN CARE**  
Derma-Helios  
Neem



60 Capsules per Bottle  
**DIABETES CARE**  
Gluco-Bradycardia  
Karela  
Gurmaar



60 Capsules per Bottle  
**SEX POWER FOR MEN**  
Zeus-Auxin  
Shilajeet  
Safed Musli



60 Capsules per Bottle  
**JOINT CARE**  
Thor-Osseous  
South  
Sallaki

## FACEWASHES

Prothemus Skin Whitening  
 Prothemus Green Coffee with Clove & Cinnamon  
 IISis Sea Buckthorn & Orange  
 IISis Indian Basil with Tea Tree Extract  
 Honey Lemon Face Toner

## CREAMS & BODY BUTTER

Men Fairness Cream  
 Night Cream with Peptides  
 All Day Cream  
 Women Fairness Cream  
 D-Tan Cleansing Milk  
 R&L Sunscreen Cream  
 Vitamin E Capsules Serum  
 R&L Facial Serum- Almond & Jojoba  
 Aphro Seabuckthorn Cherry Body Butter  
 Aphro Foot Cream  
 Aphro Petroleum Jelly

## ATTAR BASED SOAPS

Imperial Aroa Bakhoor  
 Imperial Aroma Oudh  
 Imperial Aroma Mulakath  
 Imperial Aroma Khaliji  
 Imperial Aroma Jannat

## SCRUB BASED SOAPS

Hylen Aloe vera Scrub Soap  
 Hylen Papaya Scrub Soap

## HAIRCARE

Doris Jewels Keratin Shampoo  
 Hylen Bouncy Shampoo  
 Triton B&G Shampoo  
 Triton Ultimate Repair Conditioner  
 Shampoo Sachets  
 Anti-Dandruff Scalp Serum

## HAIR OILS

Rosa Bella Almond Oil  
 Rosa Bella Amla Oil  
 Rosa Bella Coconut Oil  
 Rosa Bella Chameli Oil  
 Sanatan Java Kusum Oil  
 R&E Hairstyling Gel for Men  
 R&L Hairstyling Gel for Women  
 Coconut Hair Oil (Edible Grade)  
 Nefers Herbal Hair Color  
 Silicolive 48 Hair Serum  
 Silicolive Hair Spray  
 Hair Oils Sachets

## MASALA

Chhole Masala  
 Jain Sabji Masala  
 Channa Masala  
 Egg Churry Masala  
 Shahi Paneer Masala  
 Rajma Masala  
 Pani Puri Masala  
 Garam Masala  
 Chai Masala  
 Pav Bhaji  
 Jal Jeera Masala  
 Chat Masala  
 Sambar Masala  
 Vegetable Masala  
 Kashmiri Pulav Masala  
 Sandwich Masala  
 Kitchen King  
 Biryani Masala

## ITALIAN HERBS

Basil  
 Chili Peprica  
 Ginger Powder  
 Mixed Herbs  
 Desi Tadka  
 Pasta Mix  
 Rosemary  
 Thyme  
 Pizza Mix  
 Ice Cream Mix

## FACE SCRUB

Prothemus Green Coffee & Sea Weed  
 IISis Pomegranate Cleansing Scrub  
 IISis Vitamin E Exfoliating Scrub  
 IISis Kiwi Exfoliating Scrub

## FACE PACK

Gold Insta Glow  
 Pomegranate & Honey Face Pack  
 Diamond Anti-Wrinkle Face Pack  
 Green Coffee

## FACIAL KIT

Gold Facial Kit  
 Diamond Facial Kit  
 Diamond Bleach  
 Pomegranate Facial Kit

## MILK N FLORAL BASED SOAPS

Hylen Papaya Beauty  
 Kemal with Black Seed Oil  
 Hylen Cocoa Butter & milk  
 Prothemus Aqua Bath  
 Saumya Milk Baby

## MEDICATED SOAPS

Nerfer's Medicated Bathing Bar  
 Medicom Bathing Soap

## COLOR COSMETICS

Raelyn Eye Liner  
 Raelyn Foundation  
 Raelyn Mascara  
 Raelyn BB Cream  
 Raelyn Smudge Free Kajal  
 Raelyn Lip Gloss  
 Raelyn Lipsticks (various Colors)  
 Raelyn Nailpaints (various Colors)

## EDIBLE OIL & GHEE

Kachi Ghani Oil 1lt  
 Mustard Oil S.pack  
 Rice Bran Oil 1 Lt  
 Sunflower Oil 1 Lt  
 Kaahna Sudh Ghee  
 Cotton Seed Oil  
 Groundnut Oil  
 Olive Oil  
 Olive Oil Extra Virgin

## GROCERY

SABUDANA 1KG  
 DESI CHANA 1KG  
 GREEN PEAS 1KG  
 POHA 500G  
 CHORA 1KG  
 RAJMA 1KG  
 MATH 1KG  
 SOYA BEANS 175G  
 CHOLE CHANA 500G  
 WHITE PEAS 1KG

## TEA & COFFEE

Premium Blend Tea  
 Coffee  
 Elmas Hera Fine Tea  
 Slimming Tea (20 Pcs)  
 Herbal Tea (20 Pcs)

## BOARD & OTHER PARTICULARS

### BOARD OF DIRECTORS

Mr. Anil J. Agrawal  
 Mr. Mitesh A. Agrawal  
 Mr. Abhishek Agrawal  
 Mrs. Noopur Mishra\*\*  
 Mr. Subhash Agarwal \*  
 Mr. Radhey Krishna Mishra\*  
 Mr. Rajiv Prasankumar Nanavati\*

Chairman  
 Managing Director & CEO  
 Jt. Managing Director  
 Director  
 Director  
 Director  
 Director

\* Independent & Non-Executive Directors  
 \*\* Appointed on 26.03.2015

### AUDITORS

### H P SHAH ASSOCIATES

### COMPANY SECRETARY & COMPLIANCE OFFICER

### CS MANGESH SHETYE

### BANKERS

**Bank of Baroda**  
 Mangaldas Market Branch, Mumbai  
 SSI Daman Branch, Daman

### REGISTERED OFFICE :

Survey No. 50/9/A, Daman Industrial Estate,  
 Village Kadaiya, Nani Daman - 396 210,  
 UT of Daman & Diu  
 Tel No. : 0260-6619000  
 Fax No. : 0260-2220177  
 info@rmclindia.co.in  
 investor\_complaint@rmclindia.co.in  
 www.rmclindia.co.in

### REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited  
 C-13, Pannalal Silk Mills Compound  
 L.B.S. Marg, Bhandup West,  
 Mumbai - 400078  
 Tel No. : 022-25963838, 25946970  
 Fax No. : 022-25946969  
 rnt.helpdesk@linkintime.co.in

## CONTENTS

Sr. No.	Particulars
1	Notice
2	Directors' Report
3	Management Discussion and analysis
4	Report on Corporate Governance
5	Auditors' Report
6	Balance sheet
7	Statement of Profit and Loss
8	Cash Flow statement
9	Notes to Financial statement

## Radha Madhav Corporation Limited

Registered Office: Survey No 50/9 A Daman Industrial Estate,  
Village Kadaiya, Nani Daman- 396210, Daman and Diu  
(CIN : L74950DD2005PLC003775)

Website: www.rmclindia.co.in E-mail: investor\_complaint@rmclindia.co.in  
Tel No. 0260-6619000- Fax:0260-2220177

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **Eleventh Annual General Meeting** of the Members of **Radha Madhav Corporation Limited** will be held at the Registered Office of the Company at Survey No. 50/9/A, Daman Industrial Estate, Village Kadaiya, Nani Daman –396 210, UT of Daman & Diu on 30th September, 2015 at 10.00 a.m. to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Profit & Loss statement for the accounting year ended as on that date together with the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Subhash Agarwal, who retires by rotation, and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Radhey Krishna Mishra,, who retires by rotation, and being eligible offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration.

#### SPECIAL BUSINESS:

##### Re-appointment of Mr. Mitesh Agarwal as a Managing Director

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

"RESOLVED THAT the provisions of Sections 196 and 197 and other applicable provisions of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013, be and is hereby accorded to the Re-appointment of Mr. Mitesh Agrawal, as a Managing Director of the Company for the further period of five years 01.03.2015 to 28.02.2020, without any remuneration."

6. **Mrs. Noopur Mishra (DIN: 07154885) as the Independent Director.**

To consider and, if thought fit to pass, with or without modification(s) the following Resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152) Rules, 2014 (including any statutory modification(s) or re-enactment thereof read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors for the time being in force) and Clause 49 of the Listing Agreement, Mrs. Noopur Mishra, (DIN: 07154885), be and is hereby appointed as an Independent Director of the Company to hold office for w.e.f 26.03.2015 liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director,"

7. **Mr. Youhan Mubarak. as the Independent Director**

To consider and, if thought fit to pass, with or without modification(s) the following Resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 Rules, 2014 (including any statutory modification(s) or re-enactment thereof read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors for the time being in force) and Clause 49 of the Listing Agreement, **Mr. Youhan Mubarak**, be and is hereby appointed as an Independent Director of the Company to hold office for w.e.f 20.08.215 liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director

8. Related party transaction

To consider and, if thought fit to pass, with or without modification(s) the following Resolution for related party transaction as a **Special Resolution**

"RESOLVED THAT pursuant to Section 188 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the consent of the Audit Committee and the Board of Directors vide resolution passed in their respective meetings held on 2nd September, 2015, the consent of the Company be and is hereby accorded for entering into contract or arrangement with the related parties as defined under the Act and the Rules made thereunder, as per details and on terms & conditions as set out under Item no. 8 of the Explanatory Statement annexed to this Notice"

RESOLVED FURTHER THAT the Board of Directors be and is hereby severally authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

9. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION

To consider and if thought fit, to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company with immediate effect;

"RESOLVED FURTHER THAT Shri. Mitesh Agarwal, Managing Director of the Company, be and is hereby authorised to do all such acts, deeds and actions as may be necessary , proper or expedient to give effect to this resolution."

10. ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION

To consider and if thought fit, to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with

Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft clauses contained in the Memorandum of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the clauses contained in the existing Memorandum of Association of the Company with immediate effect;

“RESOLVED FURTHER THAT Shri. Mitesh Agarwal, Managing Director of the Company, be and is hereby authorised to do all such acts, deeds and actions as may be necessary, proper or expedient to give effect to this resolution.”

11. Appointment of Mr. Keyur Naik as new CFO of the Company

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

RESOLVED THAT subject to the provisions of Section 203 and other applicable provisions, if any, of the Companies Act, 2013 and , approval of the members of the Company be and is hereby accorded for appointment of Mr. Keyur Naik as the Chief Financial Officer of the Company for a period of One years with effect from 11.05.2015.

RESOLVED FURTHER THAT Mr. Mitesh Agarwal, Managing Directors & CEO of the Company be and is hereby authorized to sign all the relevant documents pertaining to appointment of new CFO of the Company Mr. Keyur Naik to give effect to the appointment.

RESOLVED FURTHER THAT. Mitesh Agarwal, Managing Directors & CEO of the Company be and is hereby authorized to file necessary forms with the Registrar of Companies, and to do all such acts, deeds, matters and things as may be required to give effect to this resolution.”

**By Order and on behalf of the Board**

**Place: Daman**

**Date: 02.09.2015**

sd/-

(Mr. Mitesh Agarwal)

MD & CEO

## NOTICE

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy so appointed need not be a member of the Company. In order to be effective proxy form must be lodged with the company not less than 48 hours before the commencement of the meeting.
2. Explanatory Statements Pursuant to Section 102 of the Companies Act 2013, relating to the special business is annexed herewith.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
4. The register of members and the share transfer books of the Company will remain closed from 21.09.2015 to 30.9.2015 (both days inclusive).
5. Members desirous of asking any questions at the Annual General Meeting are requested to send in their questions so as to reach the Company at least 10 days before the Annual General Meeting so that the same can be suitably replied.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members who hold shares in electronic form are requested to write their DP ID and client ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the Meeting to facilities identification of membership at the Meeting. Members are requested to bring their attendance slip along with their copy of the Annual Report to the Meeting. As copies of Annual Report will not be distributed at the meeting.
8. Members are requested to intimate change of address, if any, to the company quoting reference to their Registered Folio Number.
9. At the ensuing Annual General Meeting Mr. Subhash Agarwal, Mr. Radhey Krishna Mishra, retire by rotation and are being proposed for re-appointment, the detail as required under Clause 49 (IV)(E)(v) of the Listing Agreement is given below:

Name	Age	Educational Quali- fication	Experience	No. of share held.
Mr. Subhash Agarwal	52	B.Com	16 years	Nil
Mr. Radhey Krishna Mishra	50	B.SC	26 years	Nil

### 10. Voting through electronic means

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-Voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting. E-voting is optional and members shall have the option to vote either through e-voting or in person at the general meeting.
- II. The Members whose names appear in the Register of Members/list of Beneficial Owners as received from Central Depository Services (India) Limited (CDSL) on are entitled to vote on the resolutions set forth in this Notice. The Voting period will commence at 9.00 am on 27.09.2015 and will end at 6.00 pm on 29.09.2015 .
- III. **The instructions for members for voting electronically are as under:-**
  - (i) The voting period begins on 27.09.2015 at 9.00 am and will end at 6.00 pm on 29.09.2015. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23.09.2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on Shareholders.
  - (v) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
  - (vi) Next enter the Image Verification as displayed and Click on Login.
  - (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  - (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip/ Annual Report indicated in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Radha Madhav Corporation Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- IV. The Company has appointed Mr. Mehul Thakkar, Practicing Company Secretary as the Scrutinizer for conducting the e-voting process in fair and transparent manner.
- V. A copy of this notice has been placed on the website of the Company and the website of CDSL.
- All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 6.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

Place: Daman  
Date: 02.09.2015

By Order and on behalf of the Board

sd/-  
(Mr. Mitesh Agarwal)  
MD & CEO

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

### Item No. 5

Mr. Mitesh Agrawal has been associated with the Company since its inception. He has provided dynamic and effective leadership to the Company's management team and, the Company has made great strides in business activities and has helped the Company as one of the dominant player in the industry. He has held the post of Chairmanship of Indian Plastic Institute, Daman Chapter. The Board recommends passing of the resolution for Re- appointment Managing Director.

His term of Re- appointment is in conformity with Schedule V to the Companies Act, 2013, as amended up to date.

None of the Directors are concerned or interested in this resolution except Mr. Mitesh Agrawal, Anil Agrawal and Abhishek Agrawal.

### Item No. 6.

Section 149 of the Companies Act, 2013, read with 49 of the Listing Agreement effective from 1st October, 2014, it is hereby proposed to appoint One (1) Independent director as proposed at resolution No. 6.

It is mandatory for every listed Company o appoint a Woman Director in the Company, to comply with this compliance the Company has appointed Mrs. Mrs. Noopur Mishra as its woman Director of the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Independent Directors for their respective appointment, are in any way concerned or interested, financially or otherwise, in these Resolutions.

### Item No. 7

**Mr. Youhan Mubarak** has wide experience during his tenure as Vice President ECS and Director of International Business Development for Apro International. He was based in Silicon Valley USA between. 1998-2007. He has handled Clients like Mercedes Benz, ANB, Intel and GE.

Except the Mr. Mitesh Agarwal, Mr. Abhishek Agarwal, Mr. Anil Agarwal, none of the Directors or Key managerial persons of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the resolution.

The Board of Directors recommends the passing of this Resolution by special resolution.

### Item No. 8

The Board of Directors of the Company, at its meeting has approved a proposal for entering into following related part transactions.

Name of the related party	Name of the director or key managerial personnel who is related, if any	Nature of relationship	Nature, material terms, monetary value and particulars of the contract or arrangement	Amount (p.a.)
Abhishek Packaging Industries Partnership Firm	1. Mitesh Agarwal 2. Sulochanadevi Agarwal 3. Vandana Agarwal	1. Self 2. Wife of Anil Agarwal 3. Wife of Mitesh Agarwal	1. Purchase/ Sale of Finished and Semi-Finished goods, Raw Materials/Packing etc. 2. Job work by and from Contractee Parties.	2,00,00,000
Maharashtra Polycane Industries Partnership Firm	1. Anil Agarwal 2. Mitesh Agarwal 3. Masamma Rajappa Patty 4. Rajesh Rajappa Patty	1. Self 2. Self 3. Other 4. other	1. Purchase/ Sale of Finished and Semi-Finished goods, Raw Materials/Packing etc. 2. Job work by and from Contractee Parties.	2,00,00,000
Radha Madhav Research and Trade Pvt Ltd	1. Mitesh Agarwal 2. Anil Agarwal 3. Abhishek Agarwal	1. Self 2. Self 3. Self	1. Purchase/ Sale of Finished and Semi-Finished goods, Raw Materials/Packing etc. 2. Job work by and from Contractee Parties. 3. Rent	3,00,00,000  9,00,000
Print Rite Partnership Firm	1. Mitesh Agarwal 2. Anil Agarwal	1. Self 2. Self	1. Purchase/ Sale of Finished and Semi-Finished goods, Raw Materials/Packing etc. 2. Job work by and from Contractee Parties.	50,00,000
Swati Packaging Partnership Firm	1. Abhishek Agarwal 2. Vandana Agarwal	1. Self 2. Wife of Mitesh Agarwal	1. Purchase/ Sale of Finished and Semi-Finished goods, Raw Materials/Packing etc. 2. Job work by and from Contractee Parties. 3. Rent	2,00,00,000  6,00,000