

VISION

To create and manufacture a customized range of yarns, which are new and innovative, trendy and appealing, yet economical and excite the garment and retail chains both in India and worldwide.

MISSION

To achieve a zero defect goal while surpassing our vision and to upgrade our research and development, manpower, production, marketing skills, managements at all levels of production to achieve this mission.

OVERVIEW

Rajvir Industries Ltd. is an integrated producer of cotton, melange, synthetics, modal, dyed products, compact yarn, flame-retardant, supima, silk, wool, cashmere and angora blends. The Company's spinning capacity is of 1,11,840 spindles. The Company boasts of having a massive collection that encompasses over 8,000 melange/heather shades and a range that covers everything from 100% cotton/organic/ fair-trade, combed yarns, blended yarns (polyester, viscose, modal, spun silk and flame-retardant) melange/heather yarns, modal yarns, synthetic yarns and cheese-dyed yarns.

EXISTENCE

Headquartered in Hyderabad, Rajvir Industries has a pan-India presence with two manufacturing facilities in Telangana, located in Tandur and Mahabubnagar, along with a dyeing plant. The Company is listed on the National Stock Exchange and the Bombay Stock Exchange. It exports to 42 countries including central America and across continents comprising Asia and Europe.

Looking Ahead to the Future

We aspire to evolve continually by innovation and re-invention. The Company plans to increase its Melange Production in the existing facilities by about 50%, and has been taking the necessary steps to increase its fibre dyeing capacity towards this goal. The company is also actively expanding its range of value added products in the wet spinning route.

Powerfull Presence

Headquartered in Hyderabad, Rajvir Industries has a pan-India presence with two manufacturing facilities in Telangana located in Tandur and Mahboobnagar, along with a dyeing plant.

The Company is listed on the National Stock Exchange and the Bombay Stock Exchange. It exports to 40 countries including Central America and across continents comprising Asia and Europe.

Enchanting Colors, Exciting Range

Rajvir also produces a vast range of yarns which are categorized into four different collections: Fashion yarn collection - Rajvir Snow in Triblend of Polyester Cotton, mock twist/ grindle, snow heather/mélange, denim look effect with cotton, raw white nep/ single/multi-coloured neps, magic yarns, slub yarns, irregular patterns, heathers with a touch of metal, triblend in raw white and melange/heather.

Exotic blends with rich animal hair collection – Cotton with blends of silk, cashmere, wool, linen, angora in raw white and melange/heather. Viscose/modal/micro-modal/polyester with blends of silk, cashmere, wool, linen, angora in raw white and melange/heather.

Classic Collection - 100% cotton yarn compact in all varieties, combed organic and organic blends with viscose, recycled polyester, modal, micro modal in raw white and melange/heather, 100% fair trade organic and fair trade organic blends with viscose, recycled polyester, modal, micro modal in raw white and melange / heather, 100% BCI and BCI blends with viscose, recycled polyester, modal, micro modal in raw white and melange / heather, 100% pima and pima blends with modal, micro modal in raw white and mélange / heather, 100% viscose and viscose blends, 100% polyester and with polyesterblends with Indian, cotton viscose in melange and dope dyed, 100% compact yarns pima and giza.

Product basket

Rajvir has an attractive and ever expanding range of products just distinguish the company from its competitors. At Rajvir, we endeavour to maintain the highest quality standards for our products and ensure utmost customer satisfaction.

100% cotton yarns

- Compact
- Organic cotton and blends
- Fair Trade (FloCert and Ecocert)
- Pima/ Giza cotton
- Better cotton initiative and blends

Technical textile products

- Protex M/Protex C
- FR/combed cotton/anti-static
- Kermel/anti-static/ARAMID blends

Eco-friendly yarns

- Modal and modal blends
- Micro modal and micro modal blends
- Linen blends
- Viscose and viscose blends
- Excel and excel blends
- Recycled polyester blends
- Recycled cotton blends

Fancy yarns

- Raw White Ruffle Look
- Raw White Sandy Look
- Injected Collection
- Doubl magic Heather
- Denim Heather
- Twin Galaxy Heather
- Raw White Lurex
- Blossom Heather

Super speciality blends

- Cashmere/Angora blends
- Wool blends
- Spun silk and blends
- Nylon polyamide blends
- Triblend yarns

Awards and certificates

Awards and recognitions have always been strong motivators towards better performance and trigger our desire to win more of them in the future. Some of the prestigious awards and certifications received include:

- Modal partnership with the House of Birla, Aditya Birla Group, for producing modal and modal blends. u Protex Certification from the Kaneka Corporation, Japan to produce flame retardant yarns.
- Fair Trade Certification from FloCert GmbH to produce fair trade blended yarns.
- Better Cotton Initiative (BCI) from the leading European chain stores to produce yarn under a new concept of sustainable cotton growing mechanism.
- GOTS/OE Certification from Control Union to produce Orange and Orange blended yarns.
- A Government of India recognized Export House.
- The Company also has fair Trade Certificate from Flo-Cert GmbH.

To conclude, Rajvir Industries is a promising Company having a strong legacy and superior growth perspective in the upcoming years with upgraded technological competencies, innovative product range, fiscal prudence, dedicated efforts and winning customer's faith and confidence.

Awards & Recognition



Chairman Speech

It gives me pleasure to present the annual report for the year 2017-18 under review for Rajvir Industries Limited.

To begin with let me present you highlights for the year 2017-18. The global economy grew at a rate of 3% in 2017 and it is estimated to grow at 3.1% in 2018. The global economy expanded despite various challenges such as US President imposing high tariff for products imported from China, quantitative tightening adopted by various countries, and rise in crude oil prices. It is expected that this growth in global economy will be driven more by the emerging markets and developing economies like China, India, and Euro Area than by advanced economies like UK and USA. (Source: Technopak, Make in India, News articles, Ministry of Textiles, Aranca Research)

The Indian economy which experienced a cyclical trend growing at a rate of 6.7% in 2017-18. During the year, Indian economy was driven by various reforms such as the Make in India and the new tax regime, GST. The new indirect tax, GST that was introduced during the 2nd quarter of the year brought with it numerous challenges for the Indian industries. Textile industry was one of those industries that was hit the most first by demonetization and then by GST. With easing out of the effects of these reforms the country is expected to grow at 7.5% in 2018-19. It is expected that in coming years the Indian economy will grow to be a worth \$5 trillion economy. (Source: Technopak, Make in India, News articles, Ministry of Textiles, Aranca Research)

Over the years, the textile industry has witnessed changes in consumption patterns which required the players like us to focus more towards value added products. China is one of the dominant players in the textile industry, but with lower labour and production costs, India is emerging to be the top player in textile industry all over the world. Indian textile industry is the third largest textile exporter of world with a value of \$40 billion. (Source: Technopak, Make in India, News articles, Ministry of Textiles, Aranca Research)

During the year, the textile industry in India faced various challenges, such as volatility in raw material prices, rise in cotton prices due to pink ball worm attack, and GST which made it difficult for the dealers and retailers to adjust with the country's new tax regime. The Indian textile industry was witnessing a price war along with a tough competition from big players in the market. Despite these challenges, the textile industry is expected to grow with increase in demand from exports side and stabilization in GST. (Source: Technopak, Make in India, News articles, Ministry of Textiles, Aranca Research)

The Company Continues to perform reasonably well in spite of various adverse conditions due to the efforts of our marketing team and R&D team which continuously develops new products in high fashion yarn. Our new development in Raw-white and melange yarns include the following:

- . Rajvir florescent Magic Heathers
- . Rajvir florescent Dyed Twist Heathers
- . Rajvir Sandy Look Heathers
- . Rajvir Blossom Heathers
- . Rajvir Jerry Look with Black Gold Heathers
- . Rajvir Salt & Pepper over Dyed Heathers

We continue to successfully follow Zero defect policy and i am pleased to inform that throughout the FY 2017-18, our products were accepted by the clients with Minimal defect. Rajvir is positioned as one of the distinct players in the Indian Textile Industry. We have a huge library of over Melange/Heather shades and a range that encompasses everything from 100% Cotton/organic/Fair trade, Combed yarns, Model yarns and synthetic yarns. Thus it helps us to meet the diverse demands of our various clients across the globe.

I would further like to take this opportunity to thank our stakeholders in being with us in a time where our industry is going through a tough situation. I would like to thank the management and board of directors for their support and coordination. I would also like to thank our shareholders for keeping their faith upon us. I hope that we will receive support from all of you as we keep on moving forward.

Corporate Information

RAJVIR INDUSTRIES LIMITED

CIN NO: L17116TG2004PLC044053

BOARD OF DIRECTORS

Sri Upender Kumar Agarwal
Sri Ritesh Kumar Agarwal
Sri Ankush Tandon
Smt. N. Padma Vijay Kumar
Smt. Sheetal Vora

Chairman
Managing Director
Independent Director
Independent Director
Independent Director

CHIEF FINANCIAL OFFICER

Sri Shiv Kumar

COMPANY SECRETARY

Sri Attal Anand Kumar

AUDITORS

M/S K C Bhattacharjee & Paul
8-1-330,5,Vlla Grande, Shaikpet
Hyderabad - 500 008

Bankers / Financial Institutions

Industrial Development Bank of India
State Bank of India
State Bank of Hyderabad
State Bank of Mysore
State Bank of Bikaner and Jaipur
Axis Bank Limited
Central Bank of India
ICICI Bank Ltd

Registered Office:

1st Floor, Surya Towers 105,
Sardar Patel Road Secunderabad - 500003
TELANGANA, India
Telephone Nos : 040-6225555, 27845628,
Fax : 040-27840656
Website: www.rajvirindustrieslimited.com
Email: rajvir@rajvirindustrieslimited.com

FACTORIES

- 1) **Mahabubnagar Plant**
Pillalamarri Road, Mahabubnagar
Telangana – 509002
- 2) **Dyeing Plant**
Edira Village, Mahabubnagar
Telangana – 509002
- 3) **Tandur Plant**
Gopannapally (Village), Tandur Mandal
Ranga Reddy District Telangana - 501141

SALES DEPOT

No.37, Susai Puram
Sowdambika Towers, Ground Floor
Tirpur - 641604

Registrar & Share Transfer Agent M/S XL Softech Systems Limited

3, Sagar Society, Road N0.2, Banjara Hills
Hyderabad – 500 034
Ph: 040- 23545913/14/15 Fax: 040-23553214
Website: www.xlsoftech.com
Email: xlfield@rediffmail.com, xlfield@gmail.com

NOTICE

NOTICE is hereby given that the Fourteenth Annual General Meeting of RAJVIR INDUSTRIES LIMITED will be held on Saturday, the 29th September 2018 at 3.30 P.M. at FTAPCCI SURANA AUDITORIUM, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana, to transact the following business:

ORDINARY BUSINESS

1 ADOPTION OF AUDITED ACCOUNTS AND REPORTS

To receive, consider and adopt the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss for the year ended as on that date, Directors' Report and Auditors' Report thereon.

2 APPOINTMENT OF AUDITORS

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

"RESOLVED THAT M/s. K C Bhattacharjee & Paul Chartered Accountants (Firm Registration No.303026E) be and are hereby re-appointed as Auditors of the Company to hold the Office from the conclusion of this Annual General Meeting of the Company till the conclusion of the next Annual General Meeting of the company to be held in the year 2019 at such remuneration to be fixed by the Board of Directors in consultation with the Auditors."

SPECIAL BUSINESS

3 APPOINTMENT OF 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 section 149,150, and 152 read with schedule IV and other applicable provisions, if any, of the companies Act 2013 and Companies (Appointment and qualifications of Directors) Rules 2014 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), Smt Sheetal Vora having Director's identification Number 08172386 who was appointed as an Independent Woman Director of the Company, by the Board of Directors effective 30th May 2018 and who holds office till the date of 14th Annual General Meeting in terms of section 161 of the companies Act 2013 and in respect of whom the company has received a notice in writing from a member in terms of section 160 of the companies Act, 2013 signifying his intention to propose Smt Sheetal Vora as a candidate for the office of the Director of the Company, be and is hereby appointed as an independent Director of the Company for five consecutive years up to 28th September 2023."

4. APPOINTMENT OF 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 section 149,150, and 152 read with schedule IV and other applicable provisions, if any, of the companies Act 2013 and companies (Appointment and qualifications of Directors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Sri Ankush Tandon having Director's identification Number 07840833 who was appointed as an Independent Director of the Company, by the Board of Directors effective 29th May 2017 and who holds office till the date of 14th Annual General Meeting in terms of section 161 of the companies Act 2013 and in respect of whom the company has received a notice in writing from a member in terms of section 160 of the companies Act, 2013 signifying his intention to propose Sri Ankush Tandon as a candidate for the office of the Director of the Company, be and is hereby appointed as an independent Director of the Company for four consecutive years up to 28th September 2022."

5. APPOINTMENT OF COST AUDITORS

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

"RESOLVED THAT pursuant to the provisions of section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, Sri Penumarthi Srinivas, Cost Accountant, the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2018-19, be paid a remuneration of Rs. 65,000/- exclusive of out of pocket expenses and applicable taxes.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By the Order of the Board
For Rajvir Industries Limited

Place : Hyderabad
Date : 25.08.2018

Sd/-
Attal Anand Kumar
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Register of members and share transfer books of the company will remain closed from 26.09.2018 to 29.09.2018 (both days inclusive).
3. Members/Proxies should bring the attendance slips duly filled in and signed for attending the meeting.
4. Members, who are holding shares in the identical order of names in more than one folio, are requested to write to the Company to enable it to consolidate their holding in one folio.
5. As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members of the Company in respect of shares held by them. The members, who wish to nominate a person, may furnish the required details to the Company in prescribed form.
6. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses. In respect of electronic holdings, with the Depository through their concerned Depository Participants and members who hold shares in physical form are requested to register the same with our RTA, M/S XL Softech Systems Limited, 3, Sagar Society, Road No.2, Banjara Hills Hyderabad-500 034, Telangana.
7. Electronic Copy of the Notice of the 14th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with attendance slip and proxy Form is being sent to all members whose mail IDs are registered with the company/Depository Participant (s) for communication purposes unless any member has requested for a hard copy of the same. For Members who have not registered their Email address, physical copies of the Notice of the 14th Annual general Meeting of the company inter-alia indicating the process and

the manner of E-Voting along with attendance slip and proxy Form is being sent in the permitted mode. Members may also note that the Notice of 14th Annual General Meeting and the Annual Report for the year 2017 – 2018 will also be available on the company's website www.rajvirindustrieslimited.com for their download. The physical copies of the aforesaid will also be available at the company's Registered Office in Hyderabad for inspection between 2.00 p.m. to 4.p.m on all working days from Monday to Friday. Even after registering E-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communications, the members may also send requests to the company or its Registrar and share transfer Agent, at the following E-mail ID :xlfield@rediffmail.com/rajvir@rajvirindustrieslimited.com.

8. VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide members facility to exercise their votes for all the resolutions detailed in the Notice of the 14th Annual Report of the company and the business may be transacted through e-voting. The company has engaged the services of National Securities Depository Limited (NSDL) as the authorized agency to provide the e-voting facility. The detailed instructions for E Voting are given here below

9. Members are requested to quote their Registered Folio Number on all correspondence (s) with the Company.
10. Sri S. S. Marthi (Membership No.FCS 1989), Practising Company Secretary, is appointed as scrutinizer to conduct E-voting.

E-VOTING

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through

- e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commences on 26th September, 2018 at 09.00 a.m. and ends on 28th September, 2018 at 5.00 p.m. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 15th September, 2018 (cut off date), may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - V. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "remote e-voting. pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder – Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) 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.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "Rajvir Industries Limited".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional 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 spcspl@gmail.com with a copy marked to evoting@nsdl.co.in
 - B. 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(s) or requesting physical copy] :
 - (i) **Initial password is pasted as below/at the bottom of the Attendance Slip for the AGM**
- | EVEN (Remote e-voting Event Number) | USER ID | PASSWORD/PIN |
|-------------------------------------|---------|--------------|
| 109890 | - | - |
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
 - VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password / PIN for casting your vote.
 - VIII. 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).
 - IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 15th September, 2018.
 - X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date

i.e. 15th September, 2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer / RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. S.S. Marthi, Practicing Company Secretary (Membership No. FCS 1989) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.rajvirindustrieslimited.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE and NSE, Mumbai.
- Pursuant to Regulation 36 of the SEBI(Listing obligations and Disclosure Requirements) Regulations, 2015, the brief profile of Directors seeking appointment/re-appointment is furnished below.

Name of Director	Shri Ankush Tandon
Date of Birth	10.01.1982
Date of Appointment	29.05.2017
Qualification	Post Graduate
Expertise	Finance
Other directorship	NIL
Chairman/Members of the Committee in other Companies	NIL
No of shares held in the Company	NIL

Name of Director	Smt. Sheetal Vora
Date of Birth	29.07.1982
Date of Appointment	30.05.2018
Qualification	Commerce Graduate
Expertise	-
Other directorship	NIL
Chairman/Members of the Committee in other Companies	NIL
No of shares held in the Company	NIL

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

ITEM NO.3

Smt Sheetal Vora was appointed as an Independent woman Director on the Board of the Company with effect from May 30th, 2018. Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Smt. Sheetal Vora holds office up to the date of this fourteenth Annual General Meeting. The Company has received notice under Section 160 of the Companies Act, 2013 from a member proposing the candidature of Smt Sheetal Vora as an Independent Woman Director of the Company, along with the prescribed deposit of Rs.1,00,000/-.

Smt Sheetal Vora is not disqualified from being appointed as an Independent Woman Director in terms of Section 164 of the Act and has given her consent to be appointed as a Director.

The Board recommends the appointment of Smt Sheetal Vora as an Independent Woman Director as set out in item No.3 of the Notice as an ordinary resolution.

Save and except Smt Sheetal Vora none of the other Directors / Key Managerial Personnel and their relatives are in any way, are concerned or interested, financially or otherwise, in the resolution as set out in item no.3.

ITEM NO.4

REAPPOINTMENT OF DIRECTOR

Shri Ankush Tandon was appointed as an Independent Director on the Board of the Company with effect from May 29th, 2017 Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Shri Ankush Tandon holds the office up to the date of this fourteenth Annual General Meeting. The Company has received notice under Section 160 of the Companies Act, 2013 from a member proposing the candidature of Shri Ankush Tandon as an Independent Director of the Company, along with the prescribed deposit of Rs.1,00,000/-.

Shri Ankush Tandon is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to be appointed as a Director.

The Board recommends the appointment of Shri Ankush Tandon as an Independent Director as set out in item No.4 of the Notice as an ordinary resolution.

Save and except Shri Ankush Tandon none of the other Directors / Key Managerial Personnel and their relatives are in any way, are concerned or interested, financially or otherwise, in the resolution as set out in item no. 4.

ITEM NO.5

The Board on the recommendation of the Audit Committee has approved the appointment of Sri Penumarthy Srinivas and the remuneration of the Cost Auditors to conduct the audit of the cost records of the company for the financial year 2018-19 for a fee of Rs.65,000/-, excluding out of pocket expenses and taxes.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the company. Accordingly, consent of the members is sought for passing ordinary Resolution as set out at Item No.5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2018-19.

None of the Directors of the Company or key managerial personnel of the company including their relatives are concerned or interested in the said resolution.

By the Order of the Board
For Rajvir Industries Limited

Place : Hyderabad

Date :25.08.2018

sd/-
Attal Anand Kumar
Company Secretary