



**REVATI ORGANICS LIMITED**

**25<sup>th</sup>**

**ANNUAL REPORT**

**2017-2018**



**BOARD OF DIRECTORS :**

SHRI ADIL BYRAM KHUMBATTA - Director

SHRI MANISH GIRISH SHAH - Director

SHRI MOHAN RADHA PERINCHERY - Director

SHRI SHILPA GIRISHKUMAR SHAH - Director

**AUDITORS :**

**B R Dalal & Co.**

V/203, Kent Enclave,

Haridash Nagar,

Borivali (West), Mumai - 400 092.

**SECRETARIAL AUDITOR :**

**M/S. GIRISH MURARKA & CO.**

Company Secretaries

Mumbai

**REGISTERED OFFICE :**

Plot No. 45, First Floor,

Ganpati Bhavan, M. G. Road,

Goregaon (W), Mumbai - 400 062.

**NOTICE OF 25TH ANNUAL GENERAL MEETING**

NOTICE is hereby given that 25th Annual General Meeting of the Members of **REVATI ORGANICS LIMITED** will be held on **Saturday, the 29th September, 2018 at 11.00 am.** at the Registered Office of the Company situated at Plot No. 45, First floor, Ganapati Bhavan, M. G. Road, Goregaon (West), Mumbai 400 062 to transact the following business.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement for the year ended 31st March, 2018 along with Report of Directors and Auditors thereon.
2. To appoint Director in place of Mrs. Shilpa G. Shah (DIN 02377431) who liable to retire by rotation and being eligible offer herself for re-appointment
3. To pass the following resolution, with or without modification, as an **ORDINARY RESOLUTION** for appointment of Statutory Auditors and fixing their remuneration

RESOLVED THAT pursuant to section 139, 142 and other applicable provisions if any, of the Companies Act, 2013 and the rules made there under, pursuant to recommendation of Board of Directors, M/s B. R. Dalal & Co., Chartered Accountants, be and is hereby appointed as the Statutory Auditor from the conclusion of this 25th Annual General Meeting till the conclusion of 26th Annual General Meeting and the Board of Directors be and is here by authorized to fix their remuneration in consultation with them.

By Order of the Board  
For REVATI ORGANICS LIMITED

Sd/-  
Manish Girish Shah  
Executive Director  
(DIN:00434171)

Date : 25th August, 2018  
Place : Mumbai



**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/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member.
2. A proxy form is sent herewith. In case a member wants to appoint a proxy, duly completed and stamped proxy form, must reach the Registered Office of the Company not later than 48 hours before the time for holding the aforesaid meeting.
3. Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
4. Shareholders are requested to notify immediately any change in their address, to their DP in respect of their Demat Accounts and to the Registrar in respect of their physical shares, as the case may be. To support 'Green Initiative' shareholders holding share in physical mode are requested to register their email ids with the Company/ Registrar.
5. Members/Proxies attending the meeting are requested to bring the Attendance Slip (duly completed) to the Meeting.
6. Members, who have registered their email addresses for receipt of documents in electronic mode under the Green Initiative of Ministry of Corporate Affairs, are being sent Notice of 25th AGM by email and others are being sent by permitted mode.
7. Electronic copy of the notice of the 25th Annual General Meeting along with annexure, proxy form and attendance slip are being sent to all the shareholders whose name appears in the pre list furnished by CDSL as Beneficial Owner as on 21st September, 2018 (record date) and whose email ids are registered with the Company/DP for communication purposes unless any such shareholder has requested for a hard copy of the same. The Register of Members and Share Transfer Books shall remain closed from 21st September, 2018 to 29th September, 2018, both days inclusive
8. The Company has appointed Mr. Girish Murarka, Practicing Company Secretary, Mumbai as 'scrutinizer' (the "Scrutinizer"), for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
9. Details of Director seeking re-appointment at the Annual General Meeting

Name	Mrs. Shilpa Girish Shah
DIN	02377431
Qualification	Doctor
Expertise in functional area	More than 15 Years
Terms and Conditions of appointment or re-appointment	Eligible for appointment and hence seeking re-appointment
Remuneration	Nil
Chairman / Member of Committee of the Board	Universal Arts Limited
Shareholding in the Company	37000
No. of Board Meeting attended	5

By Order of the Board  
For REVATI ORGANICS LIMITED

Sd/-  
Manish Girish Shah  
Executive Director  
(DIN:00434171)

Date :25th August, 2018  
Place : Mumbai

**REVATI ORGANICS LIMITED**

Registered Office : Plot No. 45, First Floor, Ganapati Bhavan, M. G. Road, Goregaon (West), Mumbai - 400 062.

Web : [www.revatiorganics.in](http://www.revatiorganics.in) • Email : [revati.organics9@gmail.com](mailto:revati.organics9@gmail.com)

CIN : L24110MH1993PLC072194

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL**

Joint shareholders may obtain additional Slip on request.

Client Id. No:	:	
Ledger Folio No:	:	
NAME AND ADDRESS OF THE SHAREHOLDER :	:	
No. of Share(s) held:	:	

I hereby record my presence at the 25th Annual General Meeting of the Company to be held on **Saturday, the 29th September, 2018** at **11.00 am.** at Plot No. 45, First Floor, Ganapati Bhavan, M. G. Road, Goregaon (West), Mumbai 400 062.

• I certify that I am member/proxy of the Company.

\_\_\_\_\_  
Signature of the shareholder or proxy

**NOTE:** You are requested to sign and handover this slip at the entrance of the Meeting Hall.

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**PROXY FORM**

FORM NO. MGT - 11

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

Name of the Members(s):		E-mail id:	
Registered Address		Folio No./Client id:	
		DP id:	

I/We, being the Member(s) of the above named Company hereby appoint :

- 1 Name \_\_\_\_\_ Email ID \_\_\_\_\_  
Address \_\_\_\_\_ or failing him
- 2 Name \_\_\_\_\_ Email ID \_\_\_\_\_  
Address \_\_\_\_\_ or failing him
- 3 Name \_\_\_\_\_ Email ID \_\_\_\_\_  
Address \_\_\_\_\_ or failing him

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the **25th Annual General Meeting** of the Company to be held on **Saturday, the 29th September, 2018 at 11.00 am.** at Plot No. 45, First Floor, Ganapati Bhavan, M. G. Road, Goregaon (West), Mumbai - 400 062. and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolutions
	Ordinary Business
1.	To receive, consider and adopt the Audited Financial Statement for the year ended 31st March, 2018 together with report of Auditors and Directors thereon
2.	To appoint in place of Mrs. Shilpa Girish Shah, liable to retire by rotation and being eligible offer herself for re-appointment
3.	To appoint Mr. B. R. Dalal & Co., Chartered Accountants as Statutory Auditor of the Company from conclusion the 25th AGM till the conclusion of 26th AGM To appoint Statutory Auditor of the Company

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature of Shareholder \_\_\_\_\_

Revenue  
Stamp

Signature of first proxy  
holder

Signature of Second proxy  
holder

Signature of Third proxy  
holder

\* Applicable for members holding shares in electronic form.

Note : This form of proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of meeting.

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CIN : L24110MH1993PLC072194

FORM NO. MGT.12

Polling Paper

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

Name(s) of Member(s) (in Block / Capital Letters)	
Registered Address	
DP ID/Client ID or Folio	
No. of Equity Shares held	

I/We hereby exercise my / our vote in respect of the resolution as set out in the Notice convening 25th Annual General Meeting of the Members of the Company held on **Saturday, the 29th September, 2018 at 11.00 am**, at Plot No. 45, Ganapati Bhavan, First Floor, M. G. Road, Goregaon (West), Mumbai 400 062 which is proposed to be placed before members at the aforesaid AGM, by according my / our assent and / or dissent to the Said Resolution in the following manner :

Resolution No. and Nature of Resolution	Resolution No. and Nature of Resolution	No. of Equity Shares Held	I/We assent To the Resolution (for)	I/We assent To the Resolution Against)
1	To receive, consider and adopt the Audited Financial Statement for the year ended 31st March, 2018 together with Report of Auditors and Directors thereon,			
2	To appoint in place of Mrs. Shilpa Girish Shah, liable to retire by rotation and being eligible offer herself for re-appointment			
3	To appoint Mr. B. R. Dalal & Co., Chartered Accountants as Statutory Auditor of the Company from conclusion the 25th AGM till the conclusion of 26th AGM			

\*Please put tick mark ( ) in appropriate column against the resolution indicated above. In case the Shareholder / Proxy, wish his / her vote to be used differently, he / she should indicate the number of shares under the columns "For" and / or "Against"

Place : Mumbai  
Date : 14th May, 2018

Signature of Shareholder



CIN : L24110MH1993PLC072194

**DIRECTORS' REPORT**

To,  
The Members  
REVATI ORGANICS LIMITED

Your Directors are pleased to present the Twenty Fifth Annual Report together with the audited financial statements for the year ended on 31st March, 2018.

**1. FINANCIAL RESULTS**

(Amount in Rs.)

Particulars	31-03-2018	31-03-2017
Total Income	41,100	45,500
Total Expenditure	1,94,590	78,636
Profit/(Loss) before Interest, Depreciation, Amortization, Exceptional item	(1,53,490)	(33,136)
Less : Interest	Nil	Nil
Depreciation	Nil	Nil
Profit/(Loss) before Exceptional item & tax	(1,53,490)	(33,136)
Add : Exceptional items	Nil	Nil
Profit/(Loss) Before Tax	(1,53,490)	(33,136)
Less : Provisions for Taxation	Nil	Nil
Profit/(Loss) After Tax	(1,53,490)	(33,136)

**DIVIDEND:**

In view of the accumulated losses, the Board of Directors of your Company regret their inability to recommend any dividend for the year ended on 31st March, 2018

**RESERVE:**

In view of the accumulated losses, the Board of Directors of your Company do not proposes to carry any amount to reserve.

**OPERATION REVIEW:**

The factory has been taken over by MSFC against the failure to repay the Long Term secured loan which has been noted in the Fixed Assets schedule. However other income for the year under review is Rs. 41,100/- as against Rs. 45,500/- during the previous year. The Loss during the year under review is Rs. 1,53,490/- as against Rs. 33,136/-



**MANAGEMENT'S DISCUSSION AND ANALYSIS:**

A detailed review of operations, performance and future outlook of the Company is covered under a Separate Annexure forms part to this report.

**OUTLOOK:**

At present, the Management is focusing and developing the business of buying the negative rights of feature films and distribution of the same. And hence in future, the Management will carry on the same and any other incidental business which will be less capital and labour incentive which will save the operational cost.

**SUBSIDIARY AND ASSOCIATE COMPANIES:**

There is no subsidiary company.

**FIXED DEPOSITS:**

The company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Companies Act, 2013 and other relevant provisions of the Companies Act, 2013 and the rules framed there under apply.

**DIRECTORS:**

In the forthcoming Annual General Meeting, Mrs. Shilpa Girish Shah, will retire by rotation and being eligible offer herself for re-appointment. A brief resume / particulars relating to him is given separately in the Notice convening this Annual General Meeting.

**KEY MANAGERIAL PERSONNEL:**

Mr. Manish Girish Shah, Executive Director and Mr. Shilpa Shah, Non-Executive Director and Mr. P. R. Mohan & Mr. Adil Byram Khambatta are Non-Executive Independent Director are the Key Managerial Personnel of the Company as on 31st March 2018.

**INDEPENDENT DIRECTORS' MEETING:**

Pursuant to Part VII of Schedule IV of the Companies Act, 2013 and provisions of Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors had separate meeting without attendance of Non-Independent Directors during the year and have reviewed the performance of Non-Independent Directors and the Board of Directors as a whole. The Independent Directors assessed the quality, quantity and timeliness of information between the Company and the management and the Board

**ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEE AND INDIVIDUAL DIRECTOR**

As per Rule 8(4) of the Companies (Accounts) Rules, 2014, the Board has also made the formal evaluation of its own

performance as well as the evaluation of working of Audit Committee and Nomination & Remuneration Committee. The Board has also evaluated performance of Independent Directors.

#### **DECLARATION OF INDEPENDENCE**

The Company has received Declarations of Independence as stipulated under Section 149(7) of the Companies Act, 2013 from each of the Independent Directors confirming that he/she is not disqualified from appointing/continuing as an Independent Director.

#### **CORPORATE SOCIAL RESPONSIBILITY**

The provisions of section 135 of the Companies Act, 2013 with respect to Corporate Social Responsibility are not applicable to the Company.

#### **BOARD MEETINGS**

During the year under review, Five Board meetings of the Board of Directors of the Company were held i.e. on 26th May 2017, 8th August 2017, 16th August, 2017, 8th November 2017 and 13th February 2018

The Audit Committee consisting of Mr. P. R. Mohan – Chairman, Mr. Manish Shah – Executive Director and Mr. Adil Khambatta held their meeting on 26th May 2017, 8th August 2017, 8th November 2017 and 13th February 2018.

The intervening gap between the Board Meeting was within the period prescribed under the provisions of the Companies Act, 2013.

#### **ANNUAL RETURN:**

The Extract of Annual Return is annexed to the Directors' Report.

#### **WHISTLE BLOWER POLICY:**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical conduct. The Company has a Whistle Blower policy under which employees are free to report violations of the applicable laws and regulations and the code of conduct. The Whistle Blower Policy is available on the website of the Company at [www.revatiorganics.in](http://www.revatiorganics.in)

#### **NOMINATION AND REMUNERATION COMMITTEE:**

The Board of Directors of the Company has constituted Nomination and Remuneration Committee consisting of the following Members:

- a) Mr. P. R. Mohan
- b) Mr. Adil Byram Khumbatta
- c) Mr. Manish Girish Shah