



RISHABH DIGHA STEEL AND ALLIED PRODUCTS LTD.

Head Office :

Giriraj, Ground Floor, Sant Tukaram Road, Iron Market, Masjid Bunder (E), Mumbai 400 009.
Tel.: 2348 1267, 2348 1268 • Telefax : 2348 1267
Email : info@rishabhdighasteel.com • Website : www.rishabhdighasteel.com
CIN No.: L15310MH1991PLC064563

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the members of RishabhDigha Steel and Allied Products Limited will be held as detailed below:-

Day	:	Saturday
Date	:	26 th September, 2016
Venue	:	Registered Office at Plot No.C-17/2, MIDC Industrial Areaq, Taloja, Dist. Raigad (Maharashtra)
Time	:	10.30 A.M.

Agenda for the meeting will be as under:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Statement of Profit and Loss of the Company for the year ended 31st March, 2016 and Balance Sheet as on that date, Cash Flow Statement for the year ended 31st March, 2016 and Report of the Directors and Auditors thereon.
2. To declare Dividend on equity shares.
3. To Re-appoint M/s. RonakGada& Associates, Chartered Accountants (Membership No.146825) as Statutory Auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the next Annual General Meeting of the Company.

"RESOLVED that pursuant to the provisions of Section 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 & rules made there under, M/s. RonakGada& Associates, Chartered Accountants(Membership No.146825), the retiring Auditors of the Company, be and are hereby re-appointed as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting ('AGM') until the conclusion of the next AGM of the Company, at a remuneration as may be determined by the Board of Directors of the Company and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company for the Financial Year 2016 -17."

SPECIAL BUSINESS:

4. To appoint a Director in the place of Mr. Kumud Ashok Mehta, who retires by rotation and is eligible for re-appointment

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and to vote on a poll instead of himself and such proxy need not be a member of the company. Proxies in order to be effective must be received by the company not later 48 hours before the meeting.





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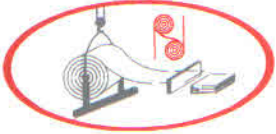
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2. The Statement pursuant to Section 102(1) of the Companies Act,2013 with respect to the special business set out in the Notice is annexed hereto.
3. The Dividend on Equity Shares, if any, as recommended by the Board of Directors of the Company, when approved at the Annual General Meeting of the Company will be paid on or after 10th October,2016.
4. Members are requested to notify immediately any change in their address.
5. The Register of Members and the Share Transfer Book of the Company will remain closed from 20th September, 2016 to 26th September, 2016 (both days inclusive).
6. Members desiring to submit mandates, to lodge transfer deed for shares are requested to forward the same so as to reach the Company's Registrars, M/s Universal Capital Securities Pvt. Ltd., 21, Shakil Niwas, Mahakali Caves, Andheri (East), Mumbai-400093.
7. In accordance with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges the particulars of Directors who are proposed to be re-appointed are given here under.
8. Members are requested to send their queries to the Company, if any, on Accounts at least 10 days before the Meeting.
9. In case of physical shares, the instrument of Share Transfer complete in all respect should be sent so as to reach to the Registered Office of the Company or at the office of R & T Agent prior to closure of the Register of Members as stated above.
10. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
11. Members/Proxies should bring the attendance slip duly filled in, for attending the Meeting. The Attendance slip is sent with this Annual Report.
12. In term of the provisions of Section 108 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration) Rules,2014 and Clause 35B of the Listing Agreement, the Company is pleased to offer e-voting facility as an alternate to all its Members to enable them to exercise their right to vote by electronic means shortly.
13. The e-voting period commences on 23/09/2016 and ends on 25/09/2016. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19/09/2015, may cast their vote electronically. The e-voting module shall also be disabled by CSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
14. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on, Friday, 23rd May, 2016.





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15. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19/09/2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
16. The Scrutinizer shall within a period of not exceeding three(3) working days from the conclusion of the e-Voting period unlock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
17. The Results shall be declared on or after the 25th Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two(2) days of passing of the resolutions at the 25th Annual General Meeting of the Company on 26th September, 2016 and communicated to the BSE Limited.
18. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, (Corresponding to Section 173(2) of the Companies Act, 1956) in respect of Special Business set out in the Notice is annexed hereto.
19. Additional information pursuant to Clause 49 of the Listing Agreement with Stock Exchange regarding the Directors who are proposed to be reappointed at the Annual General Meeting are provided in the Annexure to this Notice.
20. Recently, the Ministry of Corporate Affairs (MCA) , Government of India, through its Circular Nos. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively, has allowed companies to send official documents to their shareholders electronically as part of its green initiatives in corporate Governance.

Recognizing the spirit of the circular issued by the MCA, we henceforth propose to send Documents like the Notice convening the general meetings, Financial Statements, Directors', Auditors' Report, etc to the email address provided by you with your depositories.

We request you to update your email address with your depository participant to ensure that the annual report and other documents reach you on your preferred email.

Place: Mumbai

Date :20/05/2016



For and on behalf of the Board

ASHOK M. MEHTA

Din : 00163206

Chairman & Managing Director



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- **Details of Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting**

(In pursuance of Clause 49 of the listing Agreements)

Name	Shri Kumud Ashok Mehta
Age	64 Years
Date of Appointment	07/08/2014
Expertise in specific functional areas	Expertise in Decision Making
List of Limited Companies in which outside Directorship held	Nil

Your Directors recommend the approval of proposed Resolution by the Members.

None of the Directors other than Shri Ashok M. Mehta and Shri Yash Ashok Mehta are interested in the Resolution

For and on behalf of the Board

Ashok Mehta
Chairman & Managing Director
DIN No.00163206



Place : Mumbai
Date: 20/05/2016