

# NOTICE TO THE MEMBERS

NOTICE is hereby given that the 8<sup>th</sup> annual general meeting of the members of the company will be held at registered office of the company at 10 Mill Officers Colony, Behind Old RBI, Ashram Road Ahmedabad, Gujarat – 380009 on Saturday, 29<sup>th</sup> September, 2018 at 11.00 a.m.

## ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements as at 31<sup>st</sup> March, 2018 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2018, the Statement of Profit and Loss and cash flow statement for the year ended on that date and reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Umesh A. Bhadreswara (DIN: 07582046) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

**RESOLVED FURTHER THAT** Final Dividend for the year ended 31<sup>st</sup> March, 2018 of Rs. 0.20 per equity share of Rs.10 to be paid to those whose names appear as beneficial owners as at the close of business on 21<sup>st</sup> September, 2018 as per details to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited."

3. To ratify the appointment of the Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. Nitin K. Shah & Co., Chartered Accountant, (Firm Registration No. 107140W) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office from the conclusion of this 8<sup>th</sup> Annual General Meeting till the conclusion of 11<sup>th</sup> Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

## **SPECIAL BUSINESS**

4. To consider and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution**:

### **APPOINTMENT OF MR. SUBHASISH CHAKRABORTY AS A DIRECTOR:**

"**RESOLVED THAT**, Mr. Subhasish Chakraborty (DIN: 00175976) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 18<sup>th</sup> January, 2018 and who holds office until the date of the AGM, in terms of Section 161 of the Companies Act, 2013, and who qualifies for being appointed as a Director is hereby appointed as an Director of the Company, liable to retire by rotation."

**By order of the Board of Directors  
RIDDHI CORPORATE SERVICES LIMITED**

**Place: - AHMEDABAD  
Date: - 07/09/2018  
CIN:L74140GJ2010PLC062548**

**PRAVINCHANDRA GOR  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 03267951**

## **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 AND A PROXY NEED NOT BE A MEMBER. PROXY IN FORM NO MGT-11 TO BE EFFECTIVE SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

**2.** Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

**3.** The Register of Members and Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2018 to 29<sup>th</sup> September, 2018 (both days inclusive) for the purpose of Annual General Meeting of the Company.

**4.** The members are requested to intimate their change of address, if any, immediately to the Company & its Registrar and Transfer Agent (RTA) Viz. PURVA SHAREGISTRY (INDIA) PVT. LTD., 9, Shiv Shakti Indl. Estate, J. R. Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai - 400 011. Tel: 2301 8261 / 2301 6761 / 2301 2518 quoting their Folio No. or Client ID No.

**5.** Members desiring any information on Accounts are requested to write to the Company at least one week before the meeting so as to enable the management to keep the information ready. Replies will be provided at the meeting.

**6.** As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to bring their copies of Annual Report and the attendance slip at the Annual General Meeting.

**7.** Nomination facility is available to the Share holders in respect of share held by them.

**8.** Members who hold shares in dematerialized form are requested to write their client ID and DP 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.

**9.** The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business under item numbers 4 to 6 is annexed.

**10.** Information relating to the Directors proposed to be appointed and those retiring by rotation and seeking re-appointment at this Meeting, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this Notice.

<b>Name</b>	<b>SUBHASISH CHAKRABORTY</b>
<b>Date of Birth</b>	07/04/1954
<b>DIN No.</b>	00175976
<b>No. of Equity Shares held in the Company</b>	Nil
<b>Relationship with other Directors/ Manager/KMP</b>	Mr. Subhasish Chakraborty is not related with any other director of the company.
<b>Education Qualification</b>	Shri S. Chakraborty is a Gold medallist from Calcutta University, Having graduated in chemistry
<b>Profile &amp; Expertise in Specific functional Areas</b>	Shri Subhasish Chakraborty is one of the promoter Directors of the company. He is one of the Founder Directors of DTDC Express Ltd., and Group Companies He was appointed as the Chairman & Managing Directors of the Company since 1990. DTDC under the leadership of Mr. Subhasish Chakraborty has spread its network with 7 Zonal offices, 22 strategically located Regional Office, over 500 Operating facilities servicing 520+ district headquarters through its large network of 10,500+ franchisees extending services to over 10,000 pincodes while handling more than 12 million shipments every month. DTDC also has a significant global footprint and services 220 international locations across 19 countries including USA, UK, Canada, UAE, Australia, Singapore, China and all major Asian countries, through its own operations, joint ventures and business associates. A key part of the success of the DTDC network is the contribution of its people behind it. DTDC comprises of a family of 35,000 people including employees, franchisees and their associates who are committed to its spirit of service.
<b>List of other Directorship /Committee membership in other Public Companies As on 31st March, 2018.</b>	<ol style="list-style-type: none"> <li>1. DTDC RETAIL LIMITED</li> <li>2. DTDC 3PL AND FULFILMENT LIMITED</li> <li>3. DCG TECH LIMITED</li> <li>4. MILLION MINDS MANAGMENT SERVICES LIMITED</li> <li>5. DTDC EXPRESS LIMITED</li> <li>6. DTDC WORLDWIDE EXPRESS LIMITED</li> </ol>

- 11.** Voting through electronic means:  
The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Accordingly, a member may exercise his vote by electronic means and the Company may pass any resolution by electronic voting system in accordance with the above provisions.

The instruction for e-voting as under

**SECTION A - E-VOTING PROCESS –**

Step 1: Open your web browser during the voting period and log on to the e-Voting Website: [www.evotingindia.com](http://www.evotingindia.com).

Step 2: Click on “shareholder” to cast your vote(S)

Step 3: Please enter User ID –

- a) For account holders in CDSL :- Your 16 digits beneficiary ID
- b) For account holders in NSDL :- Your 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

Step 4: Enter the Image Verification as displayed and Click on Login

Step 5: 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.

Step 6: If you are a first time user follow the steps given below:

6.1 Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.

For members who have not updated their PAN with the Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.

6.2 Enter the Date of Birth (DOB) recorded in the demat account or registered with the Company for the demat account in DD/MM/YYYY format.

6.3 Enter your Dividend Bank details (Account Number) recorded in the demat account or registered with the Company for the demat account

Any one of the details i.e. DOB or Dividend Bank details should be entered for logging into the account. If Dividend Bank details and Date of Birth are not recorded with the Depository or Company please enter the number of shares held by you as on the cut of date i.e. 21<sup>st</sup> September, 2018 in the Dividend Bank details field.

Step 7: After entering these details appropriately, click on “SUBMIT” tab.

Step 8: First time user holding shares in Demat form will now reach Password Generation menu wherein they are required to create their login password in the password field. Kindly note that this password can also be used by the Demat holders for voting for resolution 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.

If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by

the system.

Members holding shares in physical form will then directly reach the Company selection screen.

Step 9: Click on the EVSN of the Company i.e. [180907023](#) to vote.

Step 10: On the voting page, you will see Resolution description and against the same the option 'YES/NO' for voting. Select the relevant option as desired YES or NO and click on submit.

Step 11: Click on the Resolution File Link if you wish to view the Notice.

Step 12: 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.

Step 13: Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

## **SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS**

- i. The e-Voting period commences on 24<sup>th</sup> September, 2018 (9.00 a.m.) And ends on 28<sup>th</sup> September, 2018 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut off date of 21<sup>st</sup> September, 2018 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii. The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- iii. Mr. Amrish N Gandhi, Practicing Company Secretary [Fellow Membership No. 8193] (and failing him Mr. Samsad A Khan, Practicing Company Secretary) [Membership No. 28719] has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- iv. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock 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 and submit forthwith to the Chairman of the Company.
- v. The Results shall be declared on the date of AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.riddhicorporate.co.in](http://www.riddhicorporate.co.in) and on the website of CDSL <https://www.evotingindia.co.in> within two days of the passing of the resolutions at the AGM of the Company and communicated to the Stock Exchange(s), where the shares of the Company are listed.
- vi. The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of sufficient votes.

- vii. For Members holding shares in physical form, the password and default number can be used only for e-Voting on the resolutions given in the notice.
- viii. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate, link their account which they wish to vote on and then cast their vote. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). They should also upload a scanned copy of the Board Resolution / Power of Attorney (POA) which they have issued in favor of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the vote.
- ix. 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 communication(s) regarding CDSL e-Voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
- x. 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).

CONTACT DETAILS	
COMPANY	RIDDHI CORPORATE SERVICES LIMITED
REGISTRAR AND TRANSFER AGENT	M/s. PURVA SHAREGISTRY (INDIA) PVT. LTD. 9, Shiv Shakti Indl. Estate, J. R. Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai - 400 011 Tele : 2301 8261 / 2301 6761 / 2301 2518 Email : <a href="mailto:busicomp@gmail.com">busicomp@gmail.com</a> / <a href="mailto:purvashr@gmail.com">purvashr@gmail.com</a> Web: <a href="http://www.purvashare.com">www.purvashare.com</a>
E-VOTING AGENCY	CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED E-mail: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
SCRUTINIZER	CS AMRISH N GANDHI, Practicing Company Secretary Email : <a href="mailto:amrishgandhi72@gmail.com">amrishgandhi72@gmail.com</a> Ph:- 079-4032 3014

By order of the Board of Directors  
RIDDHI CORPORATE SERVICES LIMITED

SD/-  
PRAVINCHANDRA GOR  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 03267951

Place: - AHMEDABAD  
Date: - 07/09/2018  
CIN:L74140GJ2010PLC062548

**EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013**

**ITEM NO. 4.**

**APPOINTMENT OF MR. SUBHASISH CHAKRABORTY AS A DIRECTOR:-**

Mr. Subhasish Chakraborty, aged 64 years, was appointed as an Additional Director of the Company with effect from 18<sup>th</sup> January, 2018 to hold office of director till the conclusion of the ensuing Annual General Meeting. A notice in this regards has been received from the one of the member proposing his appointment as director of the company. Hence this resolution is proposed.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

**By order of the Board of Directors  
RIDDHI CORPORATE SERVICES LIMITED**

**Place: - AHMEDABAD  
Date: - 07/09/2018  
CIN:L74140GJ2010PLC062548**

**PRAVINCHANDRA GOR  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 03267951**

**RIDDHI CORPORATE SERVICES LIMITED**

CIN: L74140GJ2010PLC062548

10 MILL OFFICERS COLONY, BEHIND OLD RBI, ASHRAM ROAD AHMEDABAD-380009

E-mail: [investor@rcspl.net](mailto:investor@rcspl.net)

**ATTENDANCE SLIP**

Date: \_\_\_\_\_

Please fill Attendance Slip and hand it over at the entrance of the meeting venue:

<b>Name</b>	
<b>Address</b>	
<b>DP Id *</b>	
<b>Client Id *</b>	
<b>Folio No.</b>	
<b>No. of shares held</b>	

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 8<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 at 11.00 A.M. at the registered office of the Company at Registered office at 10 Mill Officers Colony, Behind Old Rbi, Ashram Road Ahmedabad-380009.

\_\_\_\_\_  
Signature of Shareholder/Proxy

**Form No. MGT-11 (Proxy Form)**

**[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 Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 8<sup>th</sup> Annual General Meeting of the company, to be held on the 29<sup>th</sup> September, 2018 at 11: 00 a.m. at **RIDDHI CORPORATE SERVICES LIMITED, 10 MILL OFFICERS COLONY, BEHIND OLD RBI, ASHRAM ROAD AHMEDABAD-380009.** and at any adjournment thereof in respect of such resolutions as are indicated below:-

**Resolution No.**

SL. NO.	RESOLUTION(S)	VOTE	
		FOR	AGAINST
1.	To receive, consider and adopt the Audited Financial Statements as at 31 <sup>st</sup> March, 2018 including the Audited Balance Sheet as at 31 <sup>st</sup> March, 2018, the Statement of Profit and Loss and cash flow statement for the year ended on that date and reports of the Directors' and Auditors' thereon		
2.	To appoint a Director in place of Mr. Umesh A. Bhadreswara (DIN: 07582046) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.		
3.	Final Dividend for the year ended 31 <sup>st</sup> March, 2018 of Rs. 0.20 per equity share of Rs.10 to be paid		
4.	To re-appoint M/s. Nitin K. Shah & Co., Chartered Accountant, (Firm Registration No. 107140W) as a statutory auditor and fix their remuneration.		

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

Affix Revenue Stamps
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Signature of Shareholder

Signature of Proxy holder

-across Revenue Stamp  
Signature of the shareholder