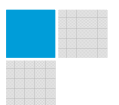


35TH ANNUAL
REPORT

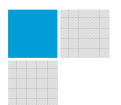
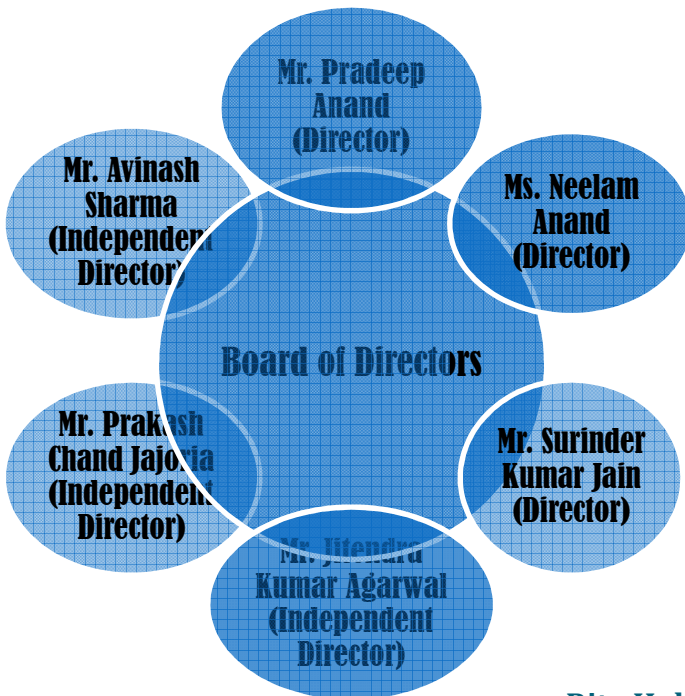
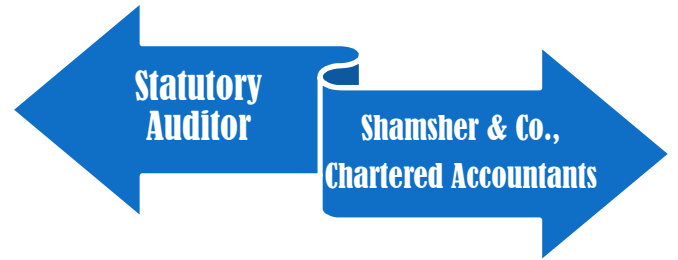
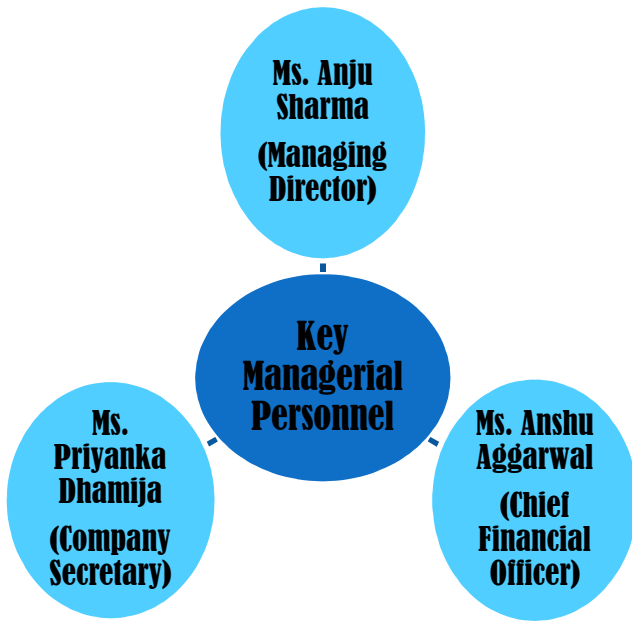
FINANCIAL YEAR

2015-2016

RITA HOLDINGS LIMITED
CIN: L67120DL1981PLC011741



COMPANY INFORMATION



BOARD COMMITTEES

Audit Committee

Prakash Chand Jajoria (Chairman)

Avinah Sharma

Anju Sharma

Nomination and Remuneration Committee

Prakash Chand Jajoria (Chairman)

Avinah Sharma

Jitendra Kumar Agarwal

Stakeholders' Relationship Committee

Prakash Chand Jajoria (Chairman)

Avinah Sharma

Anju Sharma

BANKERS

Punjab National Bank

N-46, Connaught Circus, New Delhi-110001

Bank Of India

A-21, Green Park Main, Hauz Khaas Branch, New Delhi-110016

Citi Bank

Jeevan Bharti Building, 124, Connaught Circus, New Delhi-110 001

REGISTRAR & SHARE TRANSFER AGENT

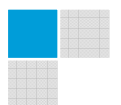
Skyline Financial Services Private Limited

D-153A, First Floor, Okhla Industrial Area,

Phase-I New Delhi-110020

Ph: (011)- 64732681-88

E-mail Id: admin@skylinerta.com



REGISTERED OFFICE

324A, IIIrd Floor, Aggarwal Plaza, Sector-14,
Rohini, New Delhi-110085
Ph.: (011) 65448440
Website: www.ritaholdings.in
E-mail -Id: ritaholdingsltd@gmail.com

STOCK EXCHANGE

The Delhi Stock Exchange of India Limited (DSE)

Metropolitan Stock Exchange of India Limited (MSEI)

ANNUAL GENERAL MEETING

Date: 20th September, 2016
Time: 10:00 a.m.
Day: Tuesday
Venue: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14
Rohini, New Delhi-110085

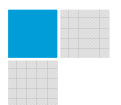
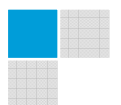


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RITA HOLDINGS LIMITED

Regd Off: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
Tel: +91-11-65448440 Email ID: ritaholdingsltd@gmail.com, Website: www.ritaholdings.in
CIN: L67120DL1981PLC011741

Notice 35th Annual General Meeting

Notice is hereby given that the Thirty Fifth Annual General Meeting of the members of Rita Holdings Limited will be held on Tuesday, September 20, 2016, at 10:00 A.M. at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110 085, to transact the following business:

ORDINARY BUSINESS

1. To Consider and adopt:

(a) The audited standalone financial statement of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and the Auditors report thereon; and in this regard, pass the following resolution(s) as an **Ordinary Resolution(s)**:

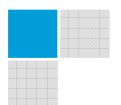
"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and the Auditors report thereon laid before the meeting, be and are hereby considered and adopted."

2. To appoint a Director in place of Ms. Neelam Anand (DIN: 00142693), who retire by rotation and being eligible offers herself for re-appointment and in this regard, pass with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

"RESOLVED THAT Ms. Neelam Anand (DIN: 00142693), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, and being eligible offers herself for re-appointment, be and is hereby re-appointed as the Director of the Company."

3. To appoint Statutory Auditors and fix their remuneration and in this regard, pass the following resolution as an **Ordinary Resolution(s)**:

"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s V.N. Purohit & Co., Chartered Accountants (Firm Registration No. 304040E), be and are hereby appointed as Statutory Auditors of the Company in place of M/s Shamsheer & Co., Chartered Accountants, to hold office from the conclusion of this Annual General Meeting till the conclusion of the Fortieth Annual General Meeting of the Company, subject to the ratification by the members of the company at every Annual General Meeting held after this AGM and Board of Directors be and are hereby authorised to fix the remuneration payable to them, as may be determined by the Audit Committee in consultation with Statutory Auditor."



SPECIAL BUSINESS

4. To Appoint Mr. Avinash Sharma (DIN:07510278) as an Independent Director of the Company, and pass, with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Avinash Sharma (DIN: 07510278), who was appointed by the Board of Directors as an Additional Director (in the Capacity of Independent Director) with effect from August 12, 2016 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto August 11, 2021 and shall not be not liable to retire by rotation.

5. To adopt new set of Memorandum of Association of the Company containing regulations in conformity with the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

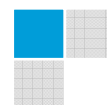
“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft clauses contained in the Memorandum 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 subject to the condition that there will not be any change in content of main object clause and incidental object clause of Memorandum of Association the Company.

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

6. To adopt new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass, with or without modification(s), 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(s) 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.

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



7. To Change in the name of the company from **“Rita Holdings Limited”** to **“Rita Finance and Leasing Limited”** and consequent alteration to the MOA & AOA of the company, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 4, 13, 14, 15 and other applicable provision, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (the “Rules”) and other applicable sections, provisions and rules, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of Central Government (power delegated to Registrar of Companies) and other regulatory authorities as may be necessary, consent of the members be and is hereby accorded to change the name of the company from **“Rita Holdings Limited”** to **“Rita Finance and Leasing Limited”** or any other name as may be approved by the Registrar of Companies (NCT of Delhi and Haryana).

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent to change of the name, the approval of the Members of the Company be and is hereby accorded to the following:

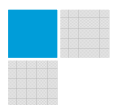
- A. The existing clause I of the Memorandum of Association of the Company be substituted with the following new clause:
1. The Name of the Company is **“Rita Finance and Leasing Limited”**.
- B. The existing name of the Company i.e., “Rita Holdings Limited” wherever appears in the Memorandum of Association, Articles of Association and all other documents of the Company be substituted with the new name, **“Rita Finance and Leasing Limited”**.

RESOLVED FURTHER THAT for the purpose of giving effect to foregoing Resolution, the Board of Directors be and is hereby authorized to do and perform or cause to be done and perform all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto including signing and filing all the e-forms and other documents with any regulatory authorities and to settle and finalize all issues that may arise in this regard as the Board of Directors may in its sole and absolute discretion deem fit and delegate all or any of the powers or authorities herein conferred to any Director(s) or other official(s) of the Company, without further reference to the Members of the Company.”

By the order of the Board of Directors
For Rita Holdings Limited

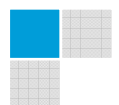
Sd/-
Priyanka Dhamija
Company Secretary
M. No.: A41870

Date: August 12, 2016
Place: New Delhi



NOTES

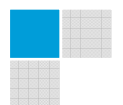
1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts of the proposed ordinary and special resolutions for the item no. 4 to 7 is annexed hereto. The said Resolutions and Explanatory Statement are being sent for approval of the Shareholders.
2. **A Member entitled to attend and vote at the Thirty Fifth Annual General Meeting (“meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and a proxy need not be a member of the company. A Proxy Form is enclosed herewith. However, be at the registered office of the company not less than forty eight hours before the commencement of annual general meeting.**
3. Members are requested to note that 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. 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 proxy for any other member.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Pursuant to section 91 of the Companies Act, 2013 read with regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and the Share Transfer Book of the Company will remain closed from September 14, 2016 to September 20, 2016 (both days inclusive) for the purpose of Annual General Meeting.
6. The ISIN of the Equity Shares of Rs.10/- each is INE018S01016.
7. Sections 101 and 136 of the Companies Act, 2013 read with the rules made thereunder, permit the listed companies to send the notice of Annual General Meeting and the Annual Report, including financial statements, board’s report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company or for the other whose e-mail id is not registered same shall couriered to them.
8. Members may also note that the Notice of the AGM and the Annual Report for FY 2015-16 will also be available on the Company’s website [http:// www.ritaholdings.in/](http://www.ritaholdings.in/).
9. The following Statutory Registers are open for inspection of members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below:
 - a. Register of contracts with related party and contracts and bodies etc. in which directors are interested under section 189 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.



- b. Register of directors and key managerial personnel and their shareholding under section 170 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.

The aforesaid registers shall be kept open for inspection at the Annual General Meeting by any person attending the meeting.

10. Members are requested to notify change in address, if any, to the Share Transfer Agent and to the Company quoting their Folio Numbers, number of shares held etc.
11. Members are requested to register their e-mail addresses for receiving communications including Annual Reports, Notices, and Circulars etc. by the Company electronically.
12. Members are requested :
 - (a) To bring their attendance slip along with their copy of Annual Report to the Meeting.
 - (b) To quote their folio nos./ ID nos. in all correspondence.
 - (c) To note that no gifts will be distributed in the AGM.
13. For security reasons, no article/baggage will be allowed at the venue of the meeting.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
15. All documents referred to in accompanying Notice and Explanatory Statement shall be open for inspection and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.
16. The route map of the venue of the Meeting is given in the Notice. The prominent landmark for the venue is, it is near to Babosa Chowk, Prashant Vihar.
17. 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.
18. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange, the Company is pleased to provide the Members the facility to exercise their right to vote at the Thirty Fifth Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by NSDL. Details and Instructions for e-Voting are enclosed along with the Notice.



19. All documents referred to in accompanying Notice and Explanatory Statement shall be open for inspection and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.

Voting through Electronic Means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the Members' facility to exercise their right to vote at the Thirty Fifth Annual General Meeting (AGM) by electronic means and as the Company has engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility. So, the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

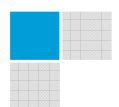
The e- Voting facility is available at the link <https://www.evoting.nsdl.com>

The e- Voting facility will be available during the following voting period:

Commencement of e- Voting	17th September, 2016 at 9:00 A.M.
End of e- Voting	19th September, 2016 at 5:00 P.M.

INSTRUCTIONS FOR E-VOTING

1. The Notice of the Thirty Fifth Annual General Meeting (AGM) of the Company, inter-alia, indicating the process and manner of e-Voting is being sent to all the Members.
2. NSDL shall be sending the User ID and Password to those Members whose shareholding in the dematerialized format and whose e-Mail addresses are registered with the Company/Depository Participants. For Members who have not registered their e-Mail Address, can use the details as provided in this document.
3. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
4. Click on Shareholder – Login
5. Put User ID and Password as provided in this document and click Login. If you are already registered with NSDL for e-Voting then you can use your existing User ID and Password for the Login.
6. If you are logging in for the first time, the Password change menu will 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.
7. Once the home page of e-voting opens. Click on e-voting: Active Voting Cycles.
8. Select “EVEN (Electronic Voting Event Number)” of Rita Holdings Limited.
9. Once you enter the Cast Vote page will open. Now you are ready for e-voting.
10. Cast your Vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.



11. Upon confirmation, the message “Vote cast successfully” will be displayed.
12. Once you have voted on the resolution, you will not be allowed to modify your vote.
13. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority Letter etc. together with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at **amitkumar_cs@hotmail.com** with a copy marked to **evoting@nsdl.co.in**.

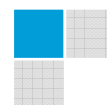
It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Kindly note that login to e-Voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through “Forget Password” option available on the site to reset the same.

GENERAL INSTRUCTIONS:

1. In case of any queries, you may refer the Frequently Asked Question (FAQs) for Shareholders and e-Voting user manual for Shareholders available to the Downloads section of <https://www.evoting.nsdl.com>
2. The member can also update his/her mobile number and e-mail id in the user profile details of the folio, which may be used for sending future communication(s).

The e-voting period commences on Saturday, 17th September, 2016 at 09:00 a.m. (IST) and ends on Monday, 19th September, 2016 at 05:00 p.m. (IST). 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) i.e. Tuesday, 13th day of September, 2016 may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

3. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Tuesday , September 13, 2016.
4. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
5. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of Tuesday, 13th September, 2016 and not casting their vote electronically, may only cast their vote at the Thirty Fifth Annual General Meeting.
6. The Board of Directors has appointed Mr. Amit Kumar, Practicing Company Secretary (Membership No.: FCS 5917 C.P. No.: 6184), Delhi, as the Scrutinizer to scrutinize the poll on demand and e-Voting process in a fair and transparent manner.
7. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the voting cast at the meeting, thereafter unblock the votes cast through remote e-Voting in the presence of at least two (2) witnesses not in the employment of the Company and make a Consolidated Scrutinizer’s Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.



8. The Results shall be declared forthwith after the submission of Consolidated Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

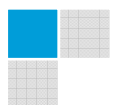
The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at ***www.ritaholdings.in*** and on the website of NSDL immediately after the declaration of the results by the Chairman.

**By the order of the Board of Directors
For Rita Holdings Limited**

Sd/-
Priyanka Dhamija
Company Secretary
M. No.: A41870

Date: August 12, 2016

Place: New Delhi



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)

The following Statement sets out all material facts relating to the Special Businesses mentioned in the accompanying Notice:

Item No. 4: Appointment of Mr. Avinash Sharma as an Independent Director

Mr. Avinash Sharma was appointed as Additional Director at the Boards' meeting held on August 12, 2016. In terms of Section 161 (1) of Companies Act, 2013 Mr. Avinash Sharma hold the office up to the date of the ensuing Annual General Meeting of the Company.

The Company has received notices in writing under the provisions of Section 160 of the Act from a Members along with required deposit proposing the candidatures of Mr. Avinash Sharma for the office of Director of the Company.

Mr. Avinash Sharma has given declaration to the Board of Directors that he meets the criteria of independence as provided under Section 149 of the Act and relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Avinash Sharma fulfill the conditions for their appointment as Independent Director in terms of Section 149 of the Act.

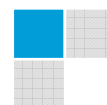
As per the provisions of the Companies Act, 2013 and rules made there under, the Independent Directors are not liable to retire by rotation and required to be appointed by shareholders. Therefore, it is proposed to appoint Mr. Avinash Sharma as an Independent Directors of the Company for the term of five consecutive years commencing from original date of appointment i.e. August 12, 2016 to August 11, 2021.

Mr. Avinash Sharma are not disqualified from being appointed as Directors in terms of section 164 of the Act and have given their consent to act as Directors & a declaration that it fulfills the criteria as specified in 149(6) of Companies Act, 2013.

Mr. Avinash Sharma holds degree in Master of Commerce from Sikkim Manipal University having good knowledge of Commerce–accounting & management. Board considers that his association with the Company would be of immense benefit to the Company and it is desirable to avail services of Mr. Avinash Sharma as an Independent Director.

Information about Mr. Avinash Sharma :

Name:	Avinash Sharma
Age:	31 Years
Nature of his expertise in specific functional area	Finance
Name of the other Companies in which Directorship held	Shree Worstex Limited
Name of the other Companies in which Committee Membership held	Shree Worstex Limited
Shareholding in the Company	NIL



Except Mr. Avinash Sharma, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise in the resolution as set out in

The Board of directors therefore, recommends the resolution for appointment of Mr. Avinash Sharma as an Independent Director of the Company for approval of the members by passing the **Ordinary resolution**.

Item No. 5: Adoption of New Set of Memorandum of Association as per Companies Act, 2013 ("ACT")

Upon enactment of the Companies Act, 2013 various provisions of the Companies Act, 1956 have been repealed and in view of the same Memorandum of Association of the Company needs to be re-aligned as per the provisions of the New Companies Act, 2013. Hence as per the new Act, the content of the Memorandum of Association is provided in Table A of Schedule I and which doesn't have the OTHER OBJECTS clause.

Your Board is of the opinion that we should adopt the Table A of Schedule I.

In order to comply with the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, the Company needs to alter the Liability Clause of the Memorandum of Association. The modification in the Memorandum of Association is carried out to give effect to the provisions of the Companies Act, 2013.

Upon the enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same the Articles of Association of the Company needs to be re-aligned as per the provisions of the new Act.

In accordance with the applicable provisions of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014, alteration of Memorandum of Association of the company requires approval of the members by way of Special Resolution.

Accordingly, the Board of Directors of the Company seek the approval of the members of the Company for the aforesaid alteration by way of a Special Resolution.

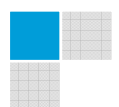
None of the Directors and/or Key Managerial Persons of the Company and their relatives except to the extent of their shareholding in the Company is in any way concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board recommends the Resolution set out at Item No. 05 of the Notice for the approval by the Members by passing the Special resolution.

Item No. 6 : Adoption of New Set of Article of Association as per Companies Act, 2013 ("ACT")

The existing Articles of Association ("AOA") of the Company is based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 ("The Act").

The Act is now largely in force and most of the substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several regulations of the existing AOA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AOA by a new set of Articles.



By virtue of Section 5, 14 and other applicable provisions, if any, of the Companies Act, 2013, approval of Members is required by way of Special Resolution in General Meeting to amend the Articles of Association of the Company.

The proposed new draft AOA is being uploaded on the Company's website for perusals by the shareholders and the same will be available for inspection at the Annual General Meeting in physical or in electronic form during the business hours i.e. from 9:00 a.m. to 6:00 p.m. at the registered office of the Company at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

None of the Directors / Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 06 of the Notice.

The Board recommends the Special Resolution set out at Item No. 06 of the Notice for the approval by the Members.

The Board recommends the Resolution set out at Item No. 06 of the Notice for the approval by the Members by passing the Special resolution.

Item No 7: Change in the name of the company from "Rita Holdings Limited" to "Rita Finance and Leasing Limited" and consequent alteration to the MOA & AOA of the company

The Company has received directions from "Reserve Bank of India" vide E-mail dated 13th January, 2016, to change the name of the Company in order to reflect financial activities.

Pursuant to the E-mail of RBI, Board has applied and received availability of the name from the office of the Registrar of Companies, Delhi and Haryana, to change its name from "Rita Holdings Limited" to "Rita Finance and Leasing Limited".

In order to change the name of the Company and consequent alteration of MOA and AOA, it is required to obtain approval from the members of the company by way of Special Resolution. Accordingly, approval of the members is being sought by way of special resolution for change of the Company's existing name to new name and consequent alterations in the Memorandum of Association and Articles of Association of the Company.

None of the Directors, Promoters, Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise in the proposed resolution.

Altered MOA, AOA and Name Approval Letter are available for inspection at the Registered office of the Company during the business hours.

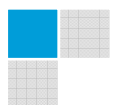
The Board recommends the Resolution set out at Item No. 07 of the Notice for the approval by the Members by passing the Special resolution.

**By the order of the Board of Directors
For Rita Holdings Limited**

Sd/-
Priyanka Dhamija
Company Secretary
M. No.: A41870

Date: August 12, 2016

Place: New Delhi



Directors' Report

To
The Shareowners,

Your Directors take pleasure in presenting the 35th Annual Report on the business and operations of your Company along with the audited standalone financial statements for the year ended March 31, 2016.

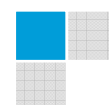
BACKGROUND

Rita Holdings Limited was incorporated under Companies Act, 1956 on 19th May, 1981. The Company is a Non Deposit Accepting Non-Banking Finance Company ("NBFC"), holding "Certificate of Registration no.: 14.01024" from the Reserve Bank of India ("RBI") dated 10th August, 1998. Equity Shares of the Company are listed on Metropolitan Stock Exchange of India Limited (MSEI) (formerly known as MCX Stock Exchange Limited) & Delhi Stock Exchange Limited (DSE) [DSE was derecognized by SEBI w.e.f November 19, 2015].

FINANCIAL SUMMARY/HIGH LIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE)

The Company's financial results are as under:

Particular	(Amount in `)	
	Current Year 2015-16	Previous Year 2014-15
Revenue from Operations	15,35,223	9,07,247
Total revenue (including other income)	15,35,462	9,65,977
Total Expenses:	15,01,238	8,92,551
Profit before tax	34,224	73,426
Tax Expenses:		
Less: Current tax	10,500	10,196
Deferred tax	(148)	-
Profit after tax	23,872	63,230



BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR

The Company is a Non-Banking Financial Company registered with the Reserve Bank of India. During the year under review, the Company had applied for the name change of RITA HOLDINGS LIMITED to RITA FINANCE AND LEASING LIMITED

Thereafter, There is requirement for approval from the authorities i.e. RBI , ROC or any other authorities, if any.

The total revenue from operations of your Company for the year ended March 31, 2016 stood at 1,535,462 as against 9,65,977 for the year ended March 31, 2015. The Profit before tax stood at 34,224 as compared to 73,426 in the previous year. The Profit after tax for the year ended March 31, 2016 stood at 23,872 as compared to `63,230 in the previous year ended March 31, 2015.

STATE OF COMPANY'S AFFAIRS

With the expected positive momentum in the Indian economy, the Company is focused on growth and achieving profitability along with a renewed commitment to customer service. Innovations, investment and positive modifications are expected in the near future, boosting the Company's revenue. Together with forward looking strategy, the Company is also focusing extensively on expanding the business and operational improvements through various strategic projects for operational excellence.

RESERVES

During the year under review, In terms of Section 45-IC of Reserve Bank of India Act, 1934, your Company has transferred 4,775/- to Special Reserve Fund. Besides this, your Company has not transferred any amount to reserve out of the profits of the year.

DIVIDEND

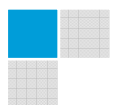
The Company needs further funds to enhance its business operations. The Directors, therefore, do not recommend any dividend on Equity Shares for the financial year 2015-16.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

In the opinion of the Board, there has been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company.



SHARE CAPITAL

During the year, the Company has allotted 900,000 Equity Shares of 10/- at a price of 12/- per share through preferential Allotment on 1st April, 2015.

RISK MANAGEMENT

Your Company being a NBFC is subjected to both Business and Financial risk. While the business risk associated with operating environment, ownership structure, Management, System & Policy, the financial risk lies in Asset Quality, Liquidity, Profitability and Capital Adequacy. The company recognizes these risks and makes best effort to mitigate them in time. Risk Management is also an integral part of the Company's business strategy.

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risk as also identify business opportunities.

INTERNAL CONTROL SYSTEMS

The Company's Internal Control System is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficiency of the Company's internal controls, including its systems and processes and compliance with regulations and procedures.

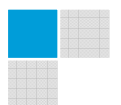
VIGIL MECHANISM

The Company believes in the conduct of its affairs in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behavior. The Company is committed to develop a culture in which every employee feels free to raise concerns about any poor or unacceptable practice and misconduct. In order to maintain the standards has adopted lays down this Whistle Blower Policy to provide a framework to promote responsible and secure whistle blowing. The Board of Directors of your Company has adopted the Vigil Mechanism and Whistle Blower Policy in compliance of Section 177 of the Companies Act, 2013.

HUMAN RESOURCES

People remain the most valuable asset of your Company. Your Company follows a policy of building strong teams of talented professionals. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset.

The Company recognizes people as its most valuable asset and the Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.



COMPLIANCE

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), Stock Exchange(s), Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI) etc.

The Company has complied with all applicable provisions of the Companies Act 1956, Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 erstwhile Listing Agreement executed with the Stock Exchanges, and other applicable rules/regulations/guidelines issued from time to time.

DEPOSITS

During the year under review, the Company has not accepted any deposits from the public under Section 73 of the Companies Act, 2013 and rules made thereunder. There is no unclaimed or unpaid deposit lying with the Company.

RBI GUIDELINES

As a Non Deposit taking Non-Banking Finance Company, your Company always aims to operate in compliance with applicable RBI laws and regulations and employs its best efforts towards achieving the same.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

During the year under review, the following changes were taken place in the Directors' and Key Managerial Personnel of the Company:

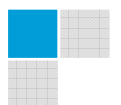
BOARD OF DIRECTORS:

- Mr. Atul Mittal and Ms. Vandana Gupta has resigned from the directorship of the Company w.e.f. August 13, 2015 & August 12, 2016 respectively. The Board places on record his profound appreciation for the contributions made by him during his tenure as a Director.
- In accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Neelam Anand will retire at the ensuing AGM and being eligible, seek re-appointment. The Board recommends her re-appointment.

KEY MANAGERIAL PERSONNEL:

Pursuant to the provisions of section 203 of the Act:

- Ms. Anju Sharma has appointed as Managing Director of the Company w.e.f. 29th September, 2015 in the 34th AGM held on 29th September, 2015.



- The Board of Directors of the Company has appointed Ms. Priyanka Dhamija (Membership No.: ACS 41870) as the Company Secretary and Compliance Officer of the Company February 13, 2016.
- The Board of Directors of the Company has appointed Ms. Anshu Aggarwal as Chief Financial Officer w.e.f March 26, 2016.

BOARD EVALUATION

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

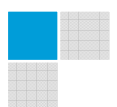
The information required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- i) **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:**

Directors	Ratio to median remuneration*
Mr. Pradeep Anand	NA
Ms. Neelam Anand	NA
Mr. Surinder Kumar Jain	NA
Ms. Anju Sharma	NA
Mr. Jitendra Kumar Agarwal	NA
Ms. Vandana Gupta	NA
Mr. Prakash Chand Jajoria	NA
Mr. Atul Mittal#	NA

*the expression "median" mean the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one. Not applicable, since during the FY 2015-16, there was no permanent employee on the roll of the Company except Ms. Anju Sharma, Managing Director of the Company.

resigned during the year.



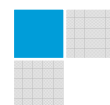
- ii) **The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year:** Not Applicable, since all current KMPs and Directors to whom remuneration has been paid was appointed during FY 2015-16 and there is no comparable date for previous financial year i.e FY 2014-15.
- iii) **The percentage increase in the median remuneration of employees in the financial year:** NIL
- iv) **the number of Permanent employees on the rolls of the company :** 03 (Three)
- v) **average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:** There was no remuneration paid to employees except managerial personnel in the last financial year. Hence, the comparison between the two cannot be made.
- vi) **the key parameters for any variable component of remuneration availed by the directors:** Nil
- vii) **Affirmation that the remuneration is as per the remuneration policy of the company:** It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

DISCLOSURE UNDER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

There is no directors/employees in the Company for which disclosure have to be made under the provisions of Rule 5 (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

A. Details of Top ten employees in terms of remuneration drawn:

Name & Designation	Age (in Years)	Remuneration Received	Nature of Employment	Qualification & Experience	Date of commencement of Employment	Last Employment	% of Equity Share held	Whether related to Director or Manager
Anju Sharma Managing Director	35	20,000 p.m.	Regular	Graduate	10/03/2015	Dolf Leasing Limited	NIL	NO



Priyanka Dhamija (Company Secretary)	25	18000 p.m.	Regular	C.S.	12/02/2016	NA	NIL	NO
ANSHU AGGARWAL* (Chief Financial Officer)	42	-	Regular	Graduate	26/03/2016	Dolf Leasing Limited	NIL	NO

* Ms. Anshu Aggarwal is appointed on March 26, 2016.

B. Details of other employees under aforesaid Rules:

NIL

DIRECTORS' APPOINTMENT AND REMUNERATION POLICY

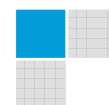
The Company's policy on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section (3) of Section 178 of the Companies Act, 2013, as is adopted by the Board.

The Company has adopted a comprehensive policy on Nomination and Remuneration of Directors on the Board. As per such policy, candidates proposed to be appointed as Directors on the Board shall be first reviewed by the Nomination and Remuneration Committee in its duly convened Meeting.

The Nomination and Remuneration Committee shall formulate the criteria for determining the qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the Remuneration for the Directors, Key Managerial Personnel and other employees. The Nomination and Remuneration Committee shall ensure that—

- a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) Remuneration to directors and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

During the year under review, none of the Directors of the company receive any remuneration.



STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTOR OF THE COMPANY

All the Independent Directors are well appointed on the Board of Company in compliance with the Companies Act, 2013. The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence under sub-section (6) of section 149 of the Act.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In due compliance with the provisions of the Companies Act, 2013 read with the rules made thereunder, a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole was evaluated, taking into account the views of directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the Board, its committees and individual directors was discussed.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186

Rita Holdings Limited is a registered NBFC and the main objects of the Company is to provide loan, guarantees and made investments. Hence, the Company does not fall under the purview of the provisions of Section 186 of the Companies Act, 2013 and rules made there under w.r.t its investment and lending activities. Details of Loans, Guarantees and Investments are given in the notes to the Financial Statements.

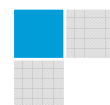
PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTIES U/S 188

During the year under review, there are no transactions within the purview of Section 188 of the Companies Act, 2013.

MEETINGS OF THE BOARD

The agenda and Notice for the Meetings is prepared and circulated in advance to the Directors. The Board of Directors of the Company met Eight (8) times during the financial year 2015-16 on 01.04.2015, 30.05.2015, 24.06.2015, 13.08.2015, 01.09.2015, 05.11.2015, 13.02.2016 and 26.03.2016. Details of attendance of board meetings by directors are as follows:

Name of the Director	Nos. of meetings attended
Atul Mittal	03
Anju Sharma	08
Pradeep Anand	03



Neelam Anand	03
Surinder Kumar Jain	03
Jitendra Kumar Agarwal	03
Prakash Chand Jajoria	04
Vandana Gupta	02

The necessary quorum was present in all the meetings. The intervening gap between any two meetings was not more than one hundred and twenty days as prescribed by the Companies Act, 2013.

COMMITTEES OF THE BOARD:

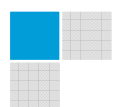
AUDIT COMMITTEE:

The Board has re-constituted its Audit Committee in accordance with the requirement of Companies Act, 2013 and other applicable provisions. All members of Audit Committee are financially literate and 2 Directors out of 3 members have financial management expertise. This Committee comprises of the following Directors as on date:

S. No.	Name of the Member	Category
1.	Mr. Prakash Chand Jajoria (DIN: 07020057)	Chairman
2.	Mr. Avinash Sharma (DIN:07510278)	Member
3.	Ms. Anju Sharma (DIN:02591877)	Member

The Audit Committee met 4 (Four) time during the financial year 2015-16 on 29.05.2015, 11.08.2015, 02.11.2015, 10.02.2016 Details of attendance of meeting by directors are as follows:

Name of the Member	Nos. of meetings attended
Mr. Pradeep Anand (DIN:00088653)	03
Ms. Neelam Anand (DIN:00142693)	03
Mr. Prakash Chand Jajoria (DIN: : 07020057)	01
Ms. Vandana Gupta(DIN: 00013488)*	01
Ms. Anju Sharma (DIN: 02591877)	04



#The Audit Committee has re-constituted effective from 05th November, 2015 to inducting Mr. Prakash Chand Jajoria and Ms. Vandana Gupta in place of Mr. Pradeep Anand and Ms. Neelam Anand.

#The Audit Committee has re-constituted effective from 12th August, 2016 to inducting Mr. Avinash Sharma in place of Ms. Vandana Gupta.

During the year under review, the Board accepted all the recommendations made by the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE:

The Company had re-constituted the Remuneration Committee (renamed as Nomination and Remuneration Committee) to decide and fix payment of remuneration and sitting fees to the Directors of the Company as per provisions u/s 178 of the Companies Act, 2013 . This committee will look after the functions as enumerated u/s 178 of the Companies Act, 2013. This Committee comprises of the following Directors as on date:

S. No.	Name of the Member	Category
1.	Mr. Prakash Chand Jajoria (DIN: 07020057)	Chairman
2.	Mr. Avinash Sharma (DIN:07510278)	Member
3.	Mr. Jitendra Kumar Agarwal (DIN:00850314)	Member

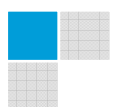
The Nomination and Remuneration Committee met 3 (Three) times during the financial year 2015-16 on 29.08.2015, 10.02.2016 and 24.03.2016. Details of attendance of meetings by directors are as follows:

Name of the Member	Nos. of meetings attended
Mr. Pradeep Anand (DIN:00088653)	01
Ms. Neelam Anand (DIN:00142693)	01
Mr. Prakash Chand Jajoria (DIN: : 07020057)	02
Ms. Vandana Gupta(DIN: 00013488)*	02
Ms. Anju Sharma (DIN: 02591877)	03

*Ms. Vandana Gupta has resigned w. e.f 12 August, 2016

#The Nomination and Remuneration Committee has re-constituted effective from 05th November, 2015 to inducting Mr. Prakash Chand Jajoria and Ms. Vandana Gupta in place of Mr. Pradeep Anand and Ms. Neelam Anand.

#The Nomination and Remuneration Committee has re-constituted effective from 10th May, 2016 to inducting Mr. Jitendra Kumar Agarwal in place of Ms. Anju Sharma.



#The Nomination and Remuneration Committee has re-constituted effective from 12th August, 2016 to inducting Mr. Avinash Sharma in place of Ms. Vandana Gupta.

During the year under review, the Board accepted all the recommendations made by the Nomination and Remuneration Committee of the Board.

STAKEHOLDER RELATIONSHIP COMMITTEE:

The Company had re-constituted the **STAKEHOLDER RELATIONSHIP** Committee to look into the redressal of the shareholders complaints in respect of any matter including transfer of shares, non -receipt of annual report, non -receipt of declared dividend etc. This Committee comprises of the following Directors as on date:

S. No.	Name of the Member	Category
1.	Mr. Prakash Chand Jajoria (DIN: 07020057)	Chairman
2.	Mr. Avinash Sharma (DIN:07510278)	Member
3.	Ms. Anju Sharma (DIN: 02591877)	Member

The Stakeholder Relationship Committee met 01 (one) time during the financial year 2015-16 on 24th March, 2016. Details of attendance of board meetings by directors are as follows:

Name of the Member	Nos. of meetings attended
Mr. Prakash Chand Jajoria (DIN: 07020057)	01
Ms. Vandana Gupta(DIN: 00013488)*	01
Ms. Anju Sharma (DIN: 02591877)	01

#The Stakeholder Relationship Committee has re-constituted effective from 05th November, 2015 to inducting Mr. Prakash Chand Jajoria and Ms. Vandana Gupta in place of Mr. Pradeep Anand and Ms. Neelam Anand.

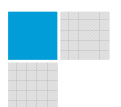
#The Stakeholder Relationship Committee has re-constituted effective from 12th August, 2016 to inducting Mr. Avinash Sharma in place of Ms. Vandana Gupta.

During the year under review, the Board accepted all the recommendations made by the Stakeholder Relationship Committee of the Board.

AUDITORS

STATUTORY AUDITORS

During the year under review, M/s Shamsheer & Co., Chartered Accountants, has given their unwillingness to continue as Statutory Auditors of the Company for the future. Thereafter, M/s V.N. Purohit & Co., Chartered Accountants have appointed to act as Statutory Auditors of the Company to hold office until the conclusion of the 40th AGM which was subject to the ratification at every AGM.



As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Statutory Auditors is required to be ratified by members at every Annual General Meeting. Accordingly, the appointment of M/s. V.N. Purohit & Co., Chartered Accountants, as Statutory Auditor of the Company is placed before ensuing Annual General Meeting to consider this first appointment.

STATUTORY AUDITORS' REPORT

The Auditors Report has been annexed with this report; Auditors' observations are self explanatory, which do not call for any further clarifications.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s. Sakshi Jain & Associates, Practicing Company Secretary to undertake the Secretarial Auditor of the Company for the Financial Year 2015-16. The Secretarial Audit Report is annexed herewith as "**Annexure A**". The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INTERNAL AUDITORS

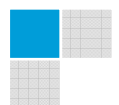
Pursuant to the provision of Section 138 of the Companies Act, 2013 has mandated the appointment of Internal Auditor in the Company. Accordingly, the Board had appointed M/s S.K. Goel & Associates, Chartered Accountants, as the Internal Auditors of the Company for the financial year 2015-16.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of the annual return in Form MGT- 9 is annexed herewith as "**Annexure B**".

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In view of the nature of the activities carried out by the Company, Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to conservation of energy and technology absorption, are not applicable to the Company. However, the Company makes all efforts towards conservation of energy, protection of environment and ensuring safety. During the year under review, the Company had no earnings and expenditure in foreign exchange.



DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, your directors hereby confirm that:

- (a) in the preparation of the annual accounts for the financial year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts for the financial year ended March 31, 2016, on a going concern basis;
- (e) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

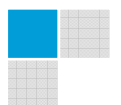
CORPORATE GOVERNANCE

Since, the paid-up capital of the Company is less than Rs. 10 Crores and Net worth is less than Rs. 25 Crores, the provisions of the Corporate Governance as stipulated under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company. However, your Company has made every effort to comply with the provisions of the Corporate Governance and to see that the interest of the Shareholders and the Company are properly served. It has always been the Company's endeavor to excel through better Corporate Governance and fair & transparent practices, many of which have already been in place even before they were mandated by the law of land.

The management of Company believes that it will further enhance the level of Corporate Governance in the Company.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to spend any amount in respect of Corporate Social Responsibility as provisions relating to Corporate Social Responsibility under Section 135 of Companies Act, 2013 is not applicable to Company.



DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013

Pursuant to the requirements of Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013 read with Rules there under, the Company has not received any complaint of sexual harassment during the year under review.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/ TRIBUNALS

During the year under review, your company had made an application dated 28.04.2016 to the RBI for name change and for the same, the No Objection Certificate ("order") has been passed by the Bank regulator i.e. Reserve Bank of India dated 04.08.2016 but that would not impact the going concern status of the Company and its future operations.

DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT U/S 143 OF THE COMPANIES ACT, 2013

During the year under review, your Directors do not observe any transactions which could result in a fraud. Your Directors hereby declares that the Company has not been encountered with any fraud or fraudulent activity during the Financial Year 2015-2016.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Management Discussion and Analysis Report has been appended separately, which forms part of this report and the Annual Report.

ACKNOWLEDGMENT

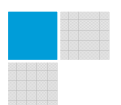
Your Directors wish to express their sincere appreciation for the support and cooperation, which the Company continues to receive from its clients, Banks, Government Authorities, Financial Institutions and associates and are grateful to the shareholders for their continued support to the Company. Your Directors place on record their appreciation for the contributions made and the efforts put in by the management team and employees of the Company at all levels.

**By the order of the Board of Directors
For Rita Holdings Limited**

**Sd/-
Anju Sharma
Managing Director
DIN-02591877**

**Sd/-
Avinash Sharma
Director
DIN-07510278**

Date: August 12, 2016
Place: New Delhi



Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

CIN : **L67120DL1981PLC011741**

AUTHORISED CAPITAL : **Rs. 35,000,000/-**

PAID UP CAPITAL : **Rs. 11,000,000/-**

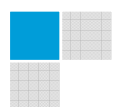
To,
The Members
RITA HOLDINGS LIMITED
324A, IIIrd Floor, Aggarwal Plaza,
Sector-14, Rohini,
New Delhi-110085

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by RITA HOLDINGS LIMITED (hereinafter referred to as the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2016 ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent and in the manner reported hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of –

- i. The Companies Act, 2013 ("Act") and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made under that Act;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed under that Act;
- iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made under that Act to the extent applicable to Overseas Direct Investment (ODI); **(Not Applicable during the Audit Period)**



- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 notified with effect from May 15, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; – **Not Applicable to the Company during the Audit Period**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 notified on October 28, 2014;- **Not Applicable to the Company during the Audit Period**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- **Not Applicable to the Company during the Audit Period**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and - **Not Applicable to the Company during the Audit Period**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- - **Not Applicable to the Company during the Audit Period**

I have also examined compliance with the applicable clauses of the following:

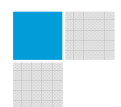
- i. Secretarial Standards issued by the Institute of Company Secretaries of India notified with effect from July 1, 2015; and
- ii. The Listing Agreements entered into by the Company with the Stock Exchange(s) i.e. Metropolitan stock exchange India Limited (MSEI) and Delhi Stock exchange Limited.
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from December 01, 2015.

(The Company got listed its 9,00,000 (Nine Lakhs) Equity Shares on Metropolitan stock exchange India Limited (MSEI) on 05th June, 2015 vide letter No. MSEI/LIST/3065/2015 dated 04th June, 2015).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

I further report that:

The Board of Directors of the Company duly constituted with the Independent Directors and Executive or Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.



CONTINUATION SHEET

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Sakshi Jain & Associates
Company Secretaries**

Sd/-

Sakshi Jain

Proprietor

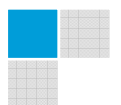
COP No.: 15252

Membership No.: A37149

Place: New Delhi

Date: 12-08-2016

Note: This report is to be read with our letter of even date which is annexed as Annexure herewith and forms and integral part of this report.



ANNEXURE TO SECRETARIAL AUDIT REPORT

To,
The Members
RITA HOLDINGS LIMITED
324A, IIIrd Floor, Aggarwal Plaza,
Sector-14, Rohini,
New Delhi-110085

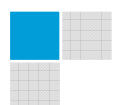
Our report of even date is to be read along with this letter.

- 1 Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2 I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, I followed provide a reasonable basis for our opinion.
- 3 I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4 Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5 The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- 6 The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Sakshi Jain & Associates
Company Secretaries

Sd/-
Sakshi Jain
Proprietor
COP No.: 15252
Membership No.: A37149

Place: New Delhi
Date: 12-08-2016



Annexure-B**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN****As on financial year ended on March 31, 2016**

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I REGISTRATION & OTHER DETAILS:

I	CIN	L67120DL1981PLC011741
II	Registration Date	19/05/1981
III	Name of the Company	RITA HOLDINGS LIMITED
IV	Category/Sub-category of the Company	Company Limited by shares
V	Address of the Registered office and contact details	324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
VI	Whether Listed Company	Yes
VII	Name, Address and Contact details of Registrar and Transfer Agent, if any:-	Skyline Financial Services Private Limited Address: D-153 A, 1 st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph.: 011-64732681

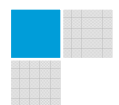
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:-

S. No	Name and Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1.	Earnings from Interest on Loans advanced	99711400	100

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

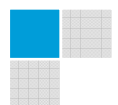
SI No	Name & Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
NOT APPLICABLE					



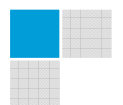
IV SHAREHOLDING PATTERN (Equity Share capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year#
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares#	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	100	100	0.05%	-	100	100	0.01%	0.04%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	-
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	-
d) Bodies Corp.	-	96851	96851	48.43%	-	96851	96851	8.80%	39.63%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	-
f) Any other	-	-	-	0.00%	-	-	-	0.00%	-
Sub Total (A) (1)	-	96951	96951	48.48%	-	96951	96951	8.81%	39.67%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	-
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	-
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	-
d) Any other	-	-	-	0.00%	-	-	-	0.00%	-
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	-
TOTAL (A)	-	96951	96951	48.48%	-	96951	96951	8.81%	39.67%
B. Public Shareholding									



1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	-
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	-
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	-
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	-
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	-
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	-
g) FIs	-	-	-	0.00%	-	-	-	0.00%	-
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	-
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	-
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	85400	85400	42.70%	-	73800	73800	6.71%	35.99%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	17649	17649	8.82%	-	29249	29249	2.66%	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	0.00%	700000	-	700000	63.64%	-63.64%

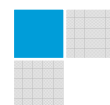


c) Others (HUF)	-	-	-	0.00%	200000	0	200000	18.18%	-18.18%
Non Resident Indians	-	-	-	0.00%	0	0	-	0.00%	-
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	-
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	-
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	-
Trusts	-	-	-	0.00%	-	-	-	0.00%	-
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	-
Sub-total (B)(2):-	-	103049	103049	51.52%	900000	103049	1003049	91.19%	-48.48%
Total Public (B)	-	103049	103049	51.52%	900000	103049	1003049	91.19%	-48.48%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	-
Grand Total (A+B+C)	-	200,000	200,000	100.00%	900000	200000	1100000	100%	0.00%

During the year ended March 31, 2016, the Company has allotted 9,00,000 Shares and therefore total share capital of the Company was increased to 11,00,000 Equity Shares of Rs. 10 each as on March 31, 2016 as compared to 2,00,000 Equity Shares of Rs. 10 each as on March 31, 2015. Hence, there might be changes in %holding in certain categories, even there is no change in number of shares.

(ii) SHARE HOLDING OF PROMOTERS

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year#
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company #	% of Shares Pledged / encumbered to total shares	
1	Pradeep Anand	100	0.05%	0	100	0.01%	0	0.04%



2	Shree Worstex Limited	29001	14.50%	0	29001	2.64%	0	11.86%
3	Jyoti Construction Company New Delhi Private Limited	31450	15.73%	0	31450	2.86%	0	12.87%
4	Koshish Investment And Finance Private Limited	36400	18.20%	0	36400	3.31%	0	14.89%
	Total	96951	48.48%	0	96951	8.82%	0	39.66%

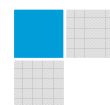
During the year ended March 31, 2016, the Company has allotted 9,00,000 Shares to non-promoters and therefore total share capital of the Company was increased to 11,00,000 Equity Shares of Rs. 10 each as on March 31, 2016 as compared to 2,00,000 Equity Shares of Rs. 10 each as on March 31, 2015. This resulted in decrease in shareholding of Promoters in %terms, even there is no change in number of shares.

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (please specify if there is no change)

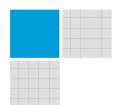
During the year ended March 31, 2016, there is no change in shareholding of Promoters in terms of number of shares. However, during the year ended March 31, 2016, the Company has allotted 9,00,000 Shares to non-promoters and therefore total share capital of the Company was increased to 11,00,000 Equity Shares of Rs. 10 each as on March 31, 2016 as compared to 2,00,000 Equity Shares of Rs. 10 each as on March 31, 2015. This resulted in decrease in shareholding of Promoters in %terms, even there is no change in number of shares.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs & ADRs)

SN	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Lalita Mittal				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	100,000	9.10%#	100,000	9.10%
	At the end of the year			100,000	9.10%
2	Anshul Agarwal				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	100,000	9.10%#	100,000	9.10%
	At the end of the year			100,000	9.10%



3	Sunita				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	100,000	9.10%#	100,000	9.10%
	At the end of the year			100,000	9.10%
4	Rekha Garg				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	100,000	9.10%#	100,000	9.10%
	At the end of the year			100,000	9.10%
5	Girdhari Lal Mangal HUF				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	100,000	9.10%#	100,000	9.10%
	At the end of the year			100,000	9.10%
6	Vinita Gupta				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	50,000	4.54%#	50,000	4.54%
	At the end of the year			50,000	4.54%
7	Shivani Agarwal				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	50,000	4.54%#	50,000	4.54%
	At the end of the year			50,000	4.54%
8	Pradeep Kumar Goyal				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	50,000	4.54%#	50,000	4.54%
	At the end of the year			50,000	4.54%
9	Ashish Goyal				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	50,000	4.54%#	50,000	4.54%
	At the end of the year			50,000	4.54%



10	Mohd Aslam Baqui				
	At the beginning of the year	-	0.00%	-	0.00%
	Shares acquired/sold (acquired through preferential allotment on April 01, 2015)	50,000	4.54%#	50,000	4.54%
	At the end of the year			50,000	4.54%

As a % to expanded capital of 11,00,000 Equity Shares of Rs. 10 each

(v) Shareholding of Directors and Key Managerial Personnel

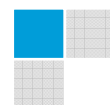
SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1		NIL			

(vi) INDEBTEDNESS

I indebtedness of the Company including interest outstanding/accrued but not due for payment.

(` in Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition	-	50	-	50.00
* Reduction	-	-	-	-
Net Change	-	50.00	-	50.00

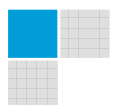


Indebtedness at the end of the financial year				
i) Principal Amount	-	50.00	-	50.00
ii) Interest due but not paid	-	.46	-	.46
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	50.46	-	50.46

(Vii) Remuneration of Directors and Key Managerial Personnel

a. Remuneration to Managing Director, Whole time Director and/or Manager:

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount (Rs.)
		Managing Director: Anju Sharma	1,20,000
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax 1961 (Rs.)	1,20,000	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961 (Rs.)	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961(Rs.)	-	-
2	Stock option(Rs.)	-	-
	Sweat Equity	-	-
	Commission	-	-
	as % of profit	-	-
	others (specify)	-	-
	Others, please specify	-	-
	Total (A)	1,20,000	1,20,000
	Ceiling as per the Act	-	-



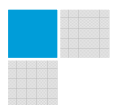
b. Remuneration to Other Directors:

Sl. No.	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors	Mr. Prakash Chand Jajoria	
	(a) Fee for attending board committee meetings	2000	2000
	(b) Commission	0	0
	(c) Others, please specify	0	0
	Total (1)	0	0
2	Other Non Executive Directors	-	-
	(a) Fee for attending board committee meetings	0	0
	(b) Commission	0	0
	(c) Others, please specify.	0	0
	Total (2)	0	0
	Total (B)=(1+2)	2000	2000
	Total Managerial Remuneration	0	0
	Overall Ceiling as per the Act.	-	-

c. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

Sl. No.	Particulars of Remuneration				Total
	Gross Salary	CS Ms. Priyanka Dhamija	CFO Ms. Anshu Aggarwal*	CEO	
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	44,601	-	-	44,601
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	44,601	0	0	44,601

*Ms. Anshu Aggarwal has appointed w.e.f March 26, 2016. No remuneration has been paid in financial year 2015-16.



Viii PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

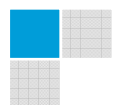
Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment			N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

By the order of the Board of Directors
For Rita Holdings Limited

Date: August 12, 2016
Place: New Delhi

Sd/-
Anju Sharma
Managing Director
DIN-02591877

Sd/-
Avinash Sharma
Director
DIN-07510278



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

I. INDUSTRY STRUCTURE AND DEVELOPMENT:

The year witnessed a highly dynamic situation of our Country; India must be consistent in regaining its position as a leading emerging market investment destination. This can only be possible if consistency and clarity continues in our policies.

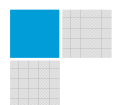
Rita Holdings Limited is an NBFC and is engaged mainly in the business of providing loans and advances to various Corporates or Individuals. The main objective of the Company is to carry on the business of finance Industrial Enterprises and to make loans, give guarantee and provide securities to or on behalf of Body corporate or other person. To carry out all such activities as may be ancillary to the achievement of main objectives of the Company. The industry structure relevant to the Company's operations is mainly concerned with the capital market.

Indian economy is going through a period of rapid 'financial liberalization'. The NBFC sector is undergoing a significant transformation at present and has come to be recognized as an important element of the financial system. Today, the 'intermediation' is being conducted by a wide range of financial institutions through a plethora of customer friendly financial products. RBI has been setting right its regulatory and supervising policies from time to time to keep pace with the changes in the economic environment. The segment consisting of NBFCs, such as equipment leasing/hire purchase finance, providing loans and investment to other companies, etc. have made great strides in recent years and are meeting the diverse financial needs of the economy. They are being recognized as complementary to the banking sector due to their customer-oriented services, simplified procedures, and attractive rates of return on deposits, flexibility and timeliness in meeting the credit needs of specified sector.

Your Company's performance for the financial year 2015- 16 has to be viewed in the context of aforesaid economic and market environment.

II. OPPORTUNITIES AND THREATS:

The sector uses the loans for various business activities ranging from the business of hire Purchase Company and to acquire, to provide on all type hire purchase basis of industrial and official plant, equipment machinery, vehicles, Agriculture, Handicrafts, Trading, Services, Shops, Livestock, and Production to others. As banks are unable to appraise the credit requirements of the micro and small businesses they are unable to extend credit facilities with collateral security. The banking system will not be able to meet this demand and a wide gap exists giving the Company an opportunity to grow in its financing of Small Business/ Industrial Loans. Major threat faced by Rita Holdings Limited would be circumstances of not being able to raise funds for its future business operations.



III. SEGMENT-WISE PERFORMANCE:

The Company is engaged in a single segment i.e. finance/lending. Details of performance have been provided in this report.

IV. OUTLOOK:

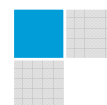
Rita Holdings Limited expects to improve its performance in financial year 2016- 17 and hopes to grow at rate faster than the growth of bank credit. The approach would be to continue with the growth momentum while balancing risk. The Company will continue to invest in strengthening risk management practices; and in maintaining its investment in human resources to consolidate its position as a potentially big NBFC in India.

V. RISK MANAGEMENT:

Risk Management is an integral part of our Company's business strategy. A dedicated team is a part of the management processes governed by the senior management team. This team reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The team nurtures a healthy and independent risk management function to avoid any kind of misappropriations in the Company. As part of the Risk Management framework, the management of Credit Risk, Market Risk, Operational Risk and Fraud Risk are placed under the Head – Risk. The Credit Risk management structure includes separate credit policies and procedures for various businesses. The risk policies define prudential limits, portfolio criteria, exceptional approval metrics, etc. and cover risk assessment for new product offerings. Concentration Risk is managed by analyzing counter-party, industry sector, geographical region, single borrower and borrower group. Retail Finance credit approval is based on product / programs and monitoring is primarily done at the portfolio level across products and programs. Casual analysis is carried out and corrective actions are implemented on key risk indicators. A Senior Management oversight committee meets periodically to review the operational risk profile of the organization. Fraud risks are mitigated through fraud risk management team.

VI. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficiency of the Company's internal controls, including its systems and processes and compliance with regulations and procedures. Internal Audit Reports are discussed with the Management and are reviewed by the Audit Committee of the Board which also reviews the adequacy and effectiveness of the internal controls in the Company. The Company's internal control system is commensurate with the size, nature and operations of the Company.



VII. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.

The financial performance of the Company during the year under reference was reasonably good. For detailed information, please refer to Directors' Report, which forms part of this Annual Report.

VIII. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

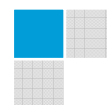
We recognize people as our most valuable asset and we have built an open, transparent and meritocratic culture to nurture this asset. Talent Management is a key people planning tool that provides an integrated means of identifying, selecting, developing and retaining top talent within our Organization. Attrition has been managed well and has been below industry benchmarks. Rita Holdings Limited has kept a sharp focus on Employee Engagement. We follow 360 degree feedback to ensure the satisfaction of our people. We have a strong system of grievance handling too. No concern of our people goes without addressing. We strive for excellence by thriving on Rita Holdings Limited's positivity. As on March 31, 2016, total number of employee on the pay roll of the Company is Three.

**By the order of the Board of Directors
For Rita Holdings Limited**

Date: August 12, 2016
Place: New Delhi

**Sd/-
Anju Sharma
Managing Director
DIN-02591877**

**Sd/-
Avinash Sharma
Director
DIN-07510278**





SHAMSHER & CO.
CHARTERED ACCOUNTANTS

#1595, Sector 33-D, Chandigarh
Phone : 4651765, 9779010764
Mobile No. : 9779020765
E-mail :shamsherco@yahoo.co.in

Independent Auditors' Report

TO,

THE MEMBERS OF **RITA HOLDINGS LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s Rita Holdings Limited**, which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

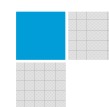
Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities, selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

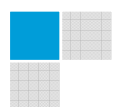
- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in term of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.

As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

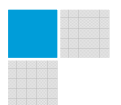


- e) The going concern matter described in sub-paragraph (b) under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
- f) On the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.

**For Shamsheer & Co.
Chartered Accountants
FRN-017269N**

**Sd/-
Shamsheer Singh
(Prop.)
Membership No. : 083898**

Place: NEW DELHI
Date: 10th May 2016

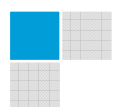


Rita Holdings Limited

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of M/s Rita Holdings Limited for the year Ended on 31st March 2016. We report that:

1. (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets. The company is having only one telephone set as assets as on 31-03-2016.
 (b) The company is having only fixed asset and same was purchased in current financial year.
 (c) There is no immovable property with the company.
2. (a) There is no inventory with the company, hence the point is not applicable.
3. (a) The Company has not granted secured/ unsecured loan to companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013 ('the Act').
 Point (b),(c) & (d) not applicable to the company.
4. There is an adequate internal control procedure in respect of loans, investments, guarantees, and security. The company has complied with the provisions of section 185 and 186 of the Companies Act, 2013. Being a NBFC is exempted under section 186 for its lending activities.
5. Company has not accepted any deposits from the public during the year.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- 7.(a) Company is regular in depositing undisputed applicable statutory dues including Provident Fund, Investor Education and Protection fund, Employees' State Insurance, Income Tax, Sales Tax Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess and any other statutory dues with the appropriate authorities.
 (b) There is no dispute in respect of sales tax/income tax/custom tax/wealth tax/service tax/excise duty/cess.
8. There are no outstanding dues to financial institutions, banks or debenture holders during the year.
9. The company has not raised any money during the year through public offering or debt instrument.
10. According to the information and explanations given to us, no material fraud by the Company or officer or employee has been noticed or reported during the course of our audit.
11. The managerial remuneration has been paid in accordance with requisite approvals mandated by the provisions of section 197 read with schedule V of the Companies Act, 2013.
12. The company is not a Nidhi company.

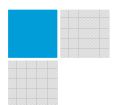


13. All the transaction with related parties are in compliance with section 177 and 188 of the companies Act, 2013 where applicable and the details have been disclosed in Note 19 of the notes to accounts in financial statement as required by the accounting standard.
14. The company has made preferential allotment/private placement of shares and has complied with the requirements of section 42 of the Companies Act, 2013 and amount has been used for the purpose for which the funds were raised.
15. The company has not entered into any non- cash with directors or persons connected with him.
16. Yes, the company is required to be registered under section 45IA of the Reserve Bank of India Act, 1934 and registration has been obtained.

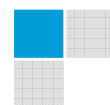
**For Shamsheer & Co.
Chartered Accountants
FRN-017269N**

**Sd/-
Shamsheer Singh
(Prop.)
Membership No. : 083898**

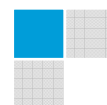
Place: NEW DELHI
Date: 10th May 2016



RITA HOLDINGS LTD							
Reg. off : 324A, AGARWAL PLAZA, SECTOR-14, ROHINI, DELHI-110085							
CIN- L67120DL1981PLC011741							
BALANCE SHEET AS AT 31st MARCH 2016							
			Notes	AMOUNT AS AT 31.03.2016	AMOUNT AS AT 31.03.2015		
I	EQUITY AND LIABILITIES						
	1	ShareHolders' Funds					
		i	Share Capital	2	11,000,000	2,000,000	
		ii	Reserves & Surplus	3	7,796,293	5,962,224	
		iii	Money Reserved against share warrants		-	-	
		Shareholder's Funds			18,796,293	7,962,224	
	2	Share Application Money Pending Allotment			-	10,800,000	
	3	Non Current Liabilities					
		i	Long Term Borrowings	4	5,045,615	-	
		ii	Deferred tax Liabilities (Net)		-	-	
		iii	Long term provisions		-	-	
		Non Current Liabilities			5,045,615	-	
	4	Current Liabilities					
		i	Short Term Borrowings		-	-	
		ii	Trade Payables		-	-	
		iii	Other Current Liabilities	5	117,960	21,354	
		iv	Short Term Provisions	6	73,382	21,446	
		Current Liabilities			191,342	42,800	
		EQUITY AND LIABILITIES			24,033,250	18,805,024	
II	ASSETS						
	Non Current Assets						
	1	Fixed Assets					
		i	Tangible Assets	7	1,007	-	
		ii	Intangible Assets		-	-	
		iii	Capital Work in Progress		-	-	
		iv	Intangible Assets under Development		-	-	
		Fixed Assets			1,007	-	
	2	Non Current Investments		8	153,650	153,650	
	3	Long Term Loans and Advances		9	20,652,886	4,506,000	
	4	Other Non Current Assets					
		Non Current Assets			20,806,536	4,659,650	
		Current Assets					
		i	Current Investments		-	-	
		ii	Deferred Tax (Net)	10	148	-	
		iii	Trade Receivables		-	-	
		iv	Cash and Cash Equivalents	11	2,998,666	13,495,750	
		v	Short Term loans and Advances	12	212,999	88,345	
		vi	Other Current Assets	13	13,894	561,279	
		Current Assets			3,225,707	14,145,374	
		ASSETS			24,033,250	18,805,024	
		Accounting policies		1			
		Notes to Accounts		2 to 19			
		AUDITOR'S REPORT					For and on behalf of Board
		AS PER OUR SEPARATE REPORT OF EVEN DATE.					Rita Holdings Limited
		SHAMSHER & CO.			Sd/-	Sd/-	
		CHARTERED ACCOUNTANTS			Anju Sharma	Vandana Gupta	
					(Managing Director)	(Director)	
					DIN-02591877	DIN-00013488	
		Sd/-					
		CA SHAMSHER SINGH					
		FCA M.NO. 083898					
		REGD NO 017269N			Sd/-	Sd/-	
PLACE:	NEW DELHI				Priyanka Dhamija	Anshu Aggarwal	
DATED:	10TH MAY 2016				(Company Secretary)	(CFO)	
					PAN-BULPP2517B	PAN-ACKPA7147A	



RITA HOLDINGS LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016 (PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT)			
		FIGURES AS AT 31.03.2016 (RS.)	FIGURES AS AT 31.03.2015 (RS.)
A.	CASH FLOW FROM OPERATING ACTIVITIES :		
	NET PROFIT BEFORE TAX, INTEREST APPROPRIATION AND EXTRA ORDINARY ITEMS	34,224	73,427
	LESS : PROFIT ON SALE OF FIXED ASSET	-	55,216
	LESS : INTEREST RECEIVED	-	-
		34,224	18,211
	ADD: INTEREST	79,687	11,250
	ADD : DEPRECIATION & PROVISION FOR STANDARD A OPERATION PROFIT BEFORE WORKING CAPITAL CHA	52,275	55,216
		166,186	84,677
	ADJUSTMENT FOR WORKING CAPITAL CHANGES :		
	CHANGE IN STOCK	-	285,928
	TRADE PAYABLE & OTHER PROVISIONS	96,606	(9,664)
	TRADE AND OTHER RECEIVABLES	422,731	(182,252)
	CASH GENERATED FROM OPERATIONS	685,523	178,689
	INCOME TAX PAID		
	INTEREST PAID	79,687	-
	NET CASH FLOW FROM OPERATING ACTIVITIES	605,836	178,689
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	SALE OF FIXED ASSETS		154,371
	PURCHASE OF FIXED ASSETS	(1,650)	-
	SALE OF INVESTMENTS	-	1,225,500
	PURCHASE OF INVESTMENTS	-	-
	DIVIDEND RECEIVED	-	-
	NET CASH USED IN INVESTING ACTIVITIES	(1,650)	1,379,871
C.	CASH FLOW FROM FINANCING ACTIVITIES :		
	RECEIPT OF LOANS AND ADVANCES	(11,101,271)	1,000,000
	ISSUE OF SHARE CAPITAL	-	10,800,000
	CALLS IN ARREARS RECEIVED		7,375
	NET CASH USED IN FINANCIAL ACTIVITIES	(11,101,271)	11,807,375
	NET INCREASE IN CASH AND CASH EQUIVALENTS	(10,497,085)	13,365,935
	CASH AND CASH EQUIVALENTS (OPENING BAL.)	13,495,750	129,815
	CASH AND CASH EQUIVALENTS (CLOSING BAL.)	2,998,665	13,495,750
	(FIGURES IN BRACKET REPRESENT OUTFLOW)		
	AUDITORS REPORT ON CASH FLOW STAEMENT		
	WE HAVE CHECKED THE ABOVE CASH FLOW STAEMENT OF RITA HOLDINGS FOR THE YEAR ENDED ON 31ST MARCH, 2016 FROM THE BOOKS OF RECORDS MAINTAINED BY THE COMPANY AND FOUND THE SAME TO BE DRAWN IN ACCORDANCE THEREWITH AND ALSO WITH REQUIREMENTS OF CLAUSE 32 OF THE LISTING AGREEMENTS WITH THE STOCK EXCHANGE.		
	SHAMSHER & CO. CHARTERED ACCOUNTANTS FRN 017269N		
	Sd/- CA SHAMSHER SINGH FCA M.NO. 083898		For and on behalf of Board Rita Holdings Limited
		Sd/- Anju Sharma (Managing Director) DIN-02591877	Sd/- Vandana Gupta (Director) DIN-00013488
		Sd/- Priyanka Dhamija Company Secretary PAN-BULPP2517B	Sd/- Anshu Aggarwal (CFO) PAN-ACKPA7147A
PLACE:	NEW DELHI		
DATED:	10TH MAY 2016		



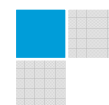
RITA HOLDINGS LTD			
B: NOTES ON ACCOUNTS FORMING PART OF BALANCE SHEET			
AND PROFIT & LOSS ACCOUNT AS AT 31-03-2016			
1	Significant Accounting Policies		
A	GENERAL INFORMATION		
		The Company is Non-banking Financial Company (NBFC) registered with the Reserve Bank of India ("RBI") under section 45-IA of the Reserve Bank of India Act, 1934 and primarily engaged in lending and related activities. The Company received the Certificate of Registration from the RBI on 10th August 1998, enabling the Company to carry on business as a Non-banking Financial Company.	
B	BASIS OF ACCOUNTING:		
	i	The financial statements are prepared under historical cost convention on an accrual basis. The financial statements have been prepared in accordance with applicable accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 in terms of the provision of the Companies Act, 2013.	
C	FIXED ASSETS:		
		Fixed assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost includes all expenditure necessary to bring the asset to its working condition for its intended use. Intangible assets are recorded at the consideration paid for their acquisition.	
D	DEPRECIATION:		
		Depreciation on fixed assets is provided using the straight-line method based on useful lives of assets prescribed under Schedule II of the Companies Act, 2013. Depreciation is charged on a pro-rata basis for assets purchased/sold during the year.	
E	REVENUE RECOGNITION:		
		a) Interest income is recognized and accounted on accrual basis as per the agreed terms except in case of Non Performing Assets outstanding for more than 90 days, which is recognized on receipt basis, as per NBFC Prudential Norms. b) Application fees and loan processing fees are recognised when loans are disbursed. c) Collection charges are recognised on date of installment. d) All other incomes are recognised on accrual basis.	
F	TAXATION:		
		Provision for Income Tax, comprising current tax and deferred tax, is made on the basis of the results of the year. In Accordance with Accounting Standard 22 Accounting for Taxes on Income, issued by the Institute of Chartered Accountants of India, the deferred tax for timing differences between the book and the tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets arising from temporary timing differences are recognised to the extent there is a reasonable certainty that the assets can be realized in the future.	
G	PREVIOUS YEAR FIGURES		
		The Previous Year figures have been re-grouped & re-casted, where necessary, to suit Current year's layout.	

Sd/-
Anju Sharma
(Managing Director)
DIN-02591877

Sd/-
Vandana Gupta
(Director)
DIN-00013488

Sd/-
Priyanka Dhamija
(Company Secretary)
PAN-BULPP2517B

Sd/-
Anshu Aggarwal
(CFO)
PAN-ACKPA7147A



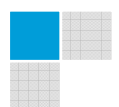
RITA HOLDINGS LTD				
PARTICULARS			AMOUNT AS AT 31.03.2016	AMOUNT AS AT 31.03.2015
2	Share Capital			
1	Authorised Share Capital			
	I	Authorised Equity Share Capital 35,00,000 Equity Shares of Rs. 10/- Each	35,000,000	35,000,000
		Authorised Share Capital	35,000,000	35,000,000
2	Issued Subscribed Share Capital			
	I	Issued Share Capital		
		i	Equity Share Capital Issued 11,00,000 (31 March 2015: 2,00,000) Equity Shares of Rs. 10/- Each	2,000,000
		Issued Share Capital	11,000,000	2,000,000
	II	Subscribed Share Capital		
		i	Equity Share Capital Subscribed 11,00,000 (31 March 2015: 2,00,000) Equity Shares of Rs. 10/- Each	2,000,000
		Subscribed Share Capital	11,000,000	2,000,000
3	Paid up Share Capital			
	I	Paidup Equity Share Capital 11,00,000 (31 March 2015: 2,00,000) Equity Shares of Rs. 10/- Each	11,000,000	2,000,000
	II	less: Calls in arrears	-	-
		Paid up Share Capital	11,000,000	2,000,000
A	Reconciliation of number of shares		As at March 31, 2016	
			Number of shares	Amount
		Opening balance	200,000	2,000,000
		Change during the year	900,000	-
		Closing balance	1,100,000	2,000,000
			As at March 31, 2015	
			Number of shares	Amount
		Opening balance	200,000	2,000,000
		Change during the year	-	-
		Closing balance	200,000	2,000,000
	Details of shares held by shareholders holding more than 5% of the aggregate shares in the company			
	Equity shares			
		Atam Impex Enterprises Pvt Ltd.	-	38,250
			0.00%	19.12%
		Jyoti Construction Co.(ND) Pvt.Ltd.	-	31,450
			0.00%	15.72%
		Koshish Investment & Finance Pvt.Ltd.	0	36400
			0.00%	18.20%
		Shree Worstex Ltd.	0	29001
			0.00%	14.50%
		Tripta Impex Enterprises Pvt.Ltd.	0	35500
			0.00%	17.75%
		Anshul Agarwal	100000.00	
			9.09%	
		Sunita Aggarwal	100000.00	
			9.09%	
		Girdhari lal Mangal	100000.00	
			9.09%	
		Lalita Mittal	100000.00	
			9.09%	
		Rekha Mittal	100000.00	
			9.09%	

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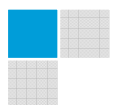
RITA HOLDINGS LTD				
PARTICULARS			AMOUNT AS AT 31.03.2016	AMOUNT AS AT 31.03.2015
3	Reserve & Surplus			
	I	General Reserve		
		Opening Balance	1,200,000	1,200,000
		Add: Transfer from P&L Account	-	
		Closing Balance	1,200,000	1,200,000
	II	Security Premium		
		Opening Balance	-	-
		Add: Transfer from P&L Account	1,800,000	
		Closing Balance	1,800,000	-
	III	Special Reserve		-
		Opening Balance	1,118,573	1,102,765
		Add: Transfer from P&L Account	4,775	15,808
		Closing Balance	1,123,348	1,118,573
		TOTAL	4,123,348	2,318,573
	IV	Profit & Loss Account, Opening Balance	3,643,651	3,596,227
		Changes Profit Loss Account		
	i	Additions Profit Loss Accounts	23,873	63,231
	ii	Transfer to special reserve	4,775	15,808
	iii	Addition of Last year excess provision	10,196	
		Profit & Loss Account, Closing Balance	3,672,945	3,643,651
		Reserves Surplus	7,796,293	5,962,224
4	Long Term Borrowing			
	I	i Trimline Agencies Pvt ltd	5,045,615	
		TOTAL	5,045,615	-
5	Other current Liabilities			
	I	Others		
		i Audit Fee Payable	20,000	16,854
		ii Expenses Payable	9,151	4,500
		iii Salary Payable	77,243	-
		iv Professional Fee Payable	6,498	
		v TDS Payable	5,068	
		TOTAL	117,960	21,354
6	Short Term Provisions			
		i Provision for Income Tax	10,500	10,196
		ii Provision for Standard assets'	62,882	11,250
		TOTAL	73,382	21,446
	TOTAL	CURRENT LIABILITIES	191,342	21,354

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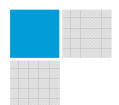
RITA HOLDINGS LTD														
FIXED ASSETS														
Note-7	Fixed Assets	Gross Block					Accumulated Depreciation					Net Block		
		As on 01.04.15	Additions/ (Disposals)	Acquired through business combination	Revaluations/ (Impairments)	As on 31.03.16	Rate (%)	As on 01.04.15	Depreciation charge for the year	Adjust ment due to revalu ations	On dispos als	As on 31.03.16	As on 31- 03-15	As on 31.03.16
	Tangible Assets													
	TELEPHONE		1,650			1,650	63.85%		643			643	-	1,007.00
	Total	-	1,650	-	-	1,650		-	643	-	-	643	-	1,007.0

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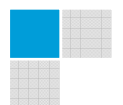
RITA HOLDINGS LTD				AMOUNT AS	AMOUNT AS
PARTICULARS				AT 31.03.2016	AT 31.03.2015
NON CURRENT ASSETS					
8	Non- Current Investments				
	i	Shree Worstex limited (43900 shares of Rs. 10/- each)		153,650	153,650
	TOTAL			153,650	153,650
	The market value of the quoted investment is not available as these shares are not traded.				
9	Long term loans and advances				
	I	Security deposits			
		i	Telephone deposit	6,000	6,000
	II	Unsecured, consiered good			
		i	Loans and Advances to related parties Ansal Housing & Constuction Ltd.		1,000,000
		ii	Loans to others (Includes interest receivable from such parties)		
		a	Global Consultants p Ltd.		3,500,000
		b	Darrick Insecticides	3,015,049	
		c	Rock & Storm Distillaries	5,019,918	
		d	Sharon Agritech	2,008,852	
		e	Sitaram Naresh Kumar	1,504,980	
		f	Tex Lifestyle Retail P Ltd	6,598,087	
		g	Vikas Kumar Singhal	2,500,000	
	TOTAL			20,652,886	4,506,000
	TOTAL NON CURRENT ASSETS			20,806,536	4,659,650
	Note: The loans at II(ii) are interest bearing Unsecured Loans.				
CURRENT ASSETS					
10	Deffered Tax Assets				
	I	Defferd Tax Assets (Net)		148	-
	TOTAL			148	-
11	Cash and Cash Equivalents				
	I	Balances with Banks Current Accounts			
		i	Bank of India	2,891	3,661
		ii	Citi Bank	3,631	3,631
		iii	Punjab National Bank	2,639,524	2,614,616
		iv	PNB Preferential Issue A/C	9,502	10,800,000
	II	Cash in hand & as Imprest		343,118	73,842
	TOTAL			2,998,666	13,495,750
12	Short Term Loans & Advances				
	I				
		i	Prepaid Expenses	-	937
		ii	Tax deducted at Source	205,022	87,408
		iii	Others Advances	3,500	
		iv	MAT	4,477	-
	TOTAL			212,999	88,345
13	Other Current Assets				
	I	Interest Receivable		-	561,279
		Prileminary expenses		13,894	
	TOTAL			13,894	561,279

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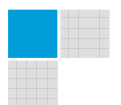
RITA HOLDINGS LTD				YEAR ENDED AT 31.03.2016	YEAR ENDED AT 31.03.2015
PARTICULARS					
14	Revenue From Operations				
	i	Interest Income		1,535,223	608,872
	ii	Sales		-	298,375
	TOTAL			1,535,223	907,247
15	Other Income				
	i	Int. on Income Tax Refund		239	3,514
	ii	Profit on Sale of Fixed Assets		-	55,216
	TOTAL			239	58,730
16	Employee Benefits				
	i	Salary		597,601	28,000
	TOTAL			597,601	28,000
17	Finance Cost				
	i	Bank Charges		4,095	1,443
	ii	Interest Paid		79,687	-
	TOTAL			83,782	1,443
18	Other expenses				
	I	Auditors Remuneration			
	i	Audit Fee		20,000	8,427
	II	Other Expenses			
	ii	Courier Expenses		3,272	2,700
	iii	Advertisement Expenses		55,914	2,000
	iv	Filing Fee		404,366	7,675
	v	Insurance		937	10,614
	vi	Listing fee		46,133	325,844
	vii	Printing Stationery		6,998	-
	viii	Legal and Professional Fees		144,010	70,186
	ix	Membership fee		42,060	-
	x	Misc Expenses		170	-
	xi	Telephone Expenses		3,480	38,220
	xii	Vehicle Running & Maintenance			45,048
	xiii	Penalty for non filing		34,350	
	xiv	Sitting fees		2,000	
	xv	Website charges		3,891	
	xvi	Rounded off		(1)	
	TOTAL			767,580	510,714
19	Transaction with related parties and Key management personnel				
	Related parties(Directors)				
	i	PRAKASH CHAND JAJORIA(sitting fee)		2,000	
	ii	ANJU SHARMA(salary)		220,000	
	Key Personnel				
	i	PRIYANKA DHAMIJA		44,601	
	ii	ANSHU AGGARWAL		40,000	

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ATTENDANCE SLIP

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

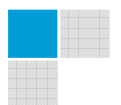
Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative.	
Name of the proxy (to be filed in if proxy attends instead of the member).	

**Applicable for investors holding shares in Electronic form.*

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Annual General Meeting of the Company held on Tuesday, the 20th day of September, 2016 at 10:00 A.M., at the Registered Office of the Company situated at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

Signature of the Member/Proxy

(To be signed at the time of handing over the slip)



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]*

CIN: **L67120DL1981PLC011741**

Name of the Company: **Rita Holdings Limited**

Venue of the Meeting: **324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085**

Date and Time: **20th September, 2016 at 10:00 A.M.**

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

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	

**Applicable for investors holding shares in Electronic form.*

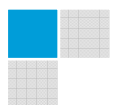
I/We, being the member(s) of shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the 35th Annual General Meeting of the Company to be held on 14th September, 2016 at 10:00 A.M. at registered office at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: _____

Address: _____

E-mail ID: _____

Signature: _____, or failing him/her



2. Name: _____

Address: _____

E-mail ID: _____

Signature: _____, or failing him/her

3. Name: _____

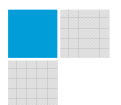
Address: _____

E-mail ID: _____

Signature: _____, or failing him/her

** I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1	Adoption of Financial Statement			
2	Appointment of Ms. Neelam Anand as a director Liable to retire by rotation			
3	To ratify the appointment of Statutory Auditor of the Company			
SPECIAL BUSINESS:				
4	Appointment of Mr. Avinash Sharma (DIN: 07510278) as an Independent Director			
5	Adoption of New Set of Memorandum of Association			
6	Adoption of new set of Article s of Association			
7	Change the name of "Rita Holdings Limited" to "Rita Finance and Leasing Limited"			



** This is optional. Please put a tick mark (v) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature of shareholder

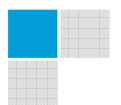
Signature of Proxy holder(s)

Signed this Day of 2016

Affix One Rupee
Revenue Stamp

Note:

- a. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- b. A Proxy need not be a member of the Company.
- c. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.



AGM VENUE: 324A, IIIRD FLOOR, AGGARWAL PLAZA, SECTOR-14, ROHINI, NEW DELHI -110085

