

# Ritco Logistics Limited

Date: 31/08/2021

To

**BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street, Mumbai- 400001**

**BSE Scrip Code: 542383**

**Sub: Submission of Annual Report**

Dear Sir,

This has further reference to our Board Meeting outcome dated 10<sup>th</sup> August 2021.

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are submitting herewith the Annual report of the Company for the Financial Year 2020-21, which is being sent in electronic mode to the Members.

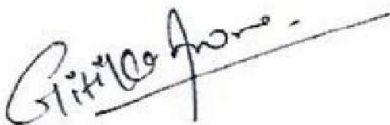
The Annual report for the Financial Year 2020-21 is also available on the Company's website at [www.ritcologistics.com](http://www.ritcologistics.com).

We request you to kindly take the same on record.

Thanking you,

Yours Sincerely,

**For Ritco Logistics Limited**



**Gitika Arora**  
**Company Secretary cum Compliance Officer**





## **RITCO LOGISTICS LIMITED**

### **20<sup>th</sup> Annual Report for FY 2020-21**

**CORPORATE IDENTITY NUMBER (CIN) - L60221DL2001PLC112167**

#### **Board of Directors**

Mr. Sanjeev Kumar Elwadhi – Managing Director  
Mr. Man Mohan Pal Singh Chadha – Chairman & Whole Time Director  
Mr. Dhananjay Prasad- CEO  
Mr. Shyam Sunder Elwadhi  
Mr. Dhruv Gulati – Independent Director  
Mr. Vikram Suri – Independent Director  
Ms. Roma Wadhwa – Women Director

#### **Chief Financial Officer (CFO)**

Mr. Man Mohan Pal Singh Chadha

#### **Company Secretary & Compliance Officer**

Ms. Gitika Arora

#### **Registrars & Share Transfer Agents**

Link Intime India Pvt. Ltd  
Noble Heights, 1st Floor,  
Plot NH 2, C-1 Block LSC,  
Near Savitri Market, Janakpuri, New Delhi – 110058  
Tel No.: 011-41410592

**Secretarial Auditor**

Mukun Vivek and Company

(Company Secretaries)

28/51, West Patel Nagar, New Delhi-110008

Tel: 9811811220

E-mail: [mukun@mvcoadvisory.com](mailto:mukun@mvcoadvisory.com)

Contact Person: Mukun Arora

**Registered Office**

508, 5<sup>th</sup> Floor, Jyoti Shikhar Tower

District Centre Janakpuri, New Delhi- 110058

Email –mschadha@ritcologistics.com

Tel: 0124-4702327

**Statutory Auditors**

Mittal & Associates

(Chartered Accountants)

Andheri (East), Mumbai-400069

Tel. +91 2226832311/2/3

E-mail: mm@mittal-associates.com

**Corporate Office**

336, Udyog Vihar Phase-2

Gurgaon 122002

## **Chairman's Message**

Dear Shareholders

I present to you the 20<sup>th</sup> Annual Report of your company and I am pleased to present that your company, RITCO LOGISTICS continues to strive for growth even against all odds presented by the pandemic and managed to achieve almost equivalent top line as pre pandemic period. We continued to demonstrate our proficiency and determination in achieving operational excellence and financial soundness in spite of entering the unprecedented pandemic scenario caused due to COVID-19 by the end of March 2020. To remain robust and resilient in an ever-changing business environment we stayed focused on being nimble and adaptive to the situations coming our way and thus carrying forward our legacy of contributing to the growth of the country by delivering value to our shareholders.

Across the entire world COVID-19 has impacted the lives of everyone. My sympathies are with everyone who is directly or indirectly affected by the virus and wish for the good health and safety of all. Apart from health crises the pandemic badly affected the business fraternity due to complete lock down in almost every corner of the globe and presented us with an economic crisis.

In the current scenario the logistics industry can emerge as the backbone of the economy and can play a crucial role in terms of support to the national economy. The government policies also witnessed the growth of logistics transportation and warehousing sector by developing logistics infrastructure such as dedicated freight corridors, logistics parks, trade warehousing zones, port modernization, rationalization of taxes and focus on creating a skilled workforce for logistics and supply chain. Besides there deduction in corporate taxes will also support the businesses during the overall economic slowdown.

Further I wish to inform you that in spite of the prevailing COVID-19 scenario your directors are confident to achieve the growth milestones with the dedicated and committed efforts of the team RITCO by providing time bound and committed services to its stakeholders/clients. Despite challenges we are constantly strengthening our capabilities and relationships with customers and wider stakeholder fraternity with a focus on long term value creation. Our large customers/clients comprising of both corporate and SMEs belonging to different industries provide us a discernible competitive advantage and accelerated growth opportunities. Our operations continue to expand and cover the length and breadth of the country. Your company is engaged with customers across sectors like Petcoke, Cement, Liquor, Automobile, Steel and FMCG, which are likely to remain high growth in coming years and thus being their service provider and partner giving growth to your company.

The path forward is marked by many challenges but we are optimistic about driving the company to newer heights. I would like to take this opportunity to pay my respect and appreciation to all the shareholders for their continued trust and belief in our decisions. Further since we could demonstrate our success with the continuous support of our lending institutions thus, I have no hesitation to place on record our thanks to bankers/lending institutions for their everlasting support.

I would also like to appreciate all the employees and stakeholders for their continuous efforts and commitment towards the growth of the company and the Directors for their continuous support and guidance. We look forward to many more successful years ahead.

## **NOTICE OF ANNUAL GENERAL MEETING**

NOTICE is hereby given that the **Twentieth Annual General Meeting** of the Members of M/s RITCO LOGISTICS LIMITED will be held on Tuesday, 28<sup>th</sup> September, 2021 at 12:00 Noon through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) facility at 508, 5<sup>th</sup> Floor, Jyoti Shikhar Tower, District Centre, Janak Puri, New Delhi-110058 to transact the following business:

### **ORDINARY BUSINESS:**

#### **ITEM NO. 1**

To consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2021 and the Profit and Loss Account for the financial year ended 31<sup>st</sup> March, 2021 and the Directors' and Auditors' Reports thereon.

### **SPECIAL BUSINESS:**

#### **ITEM NO. 2**

**To appoint the directors, who are liable to retire by rotation and being eligible offers themselves for re-appointment:**

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

**“RESOLVED THAT** pursuant to section 152(6) and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (“Amendment Regulations, 2018”), consent of the company be and is hereby accorded for continuation of holding of office by Mr. Shyam Sunder Elwadhi (DIN:08098878) who has attained the age of 75 (Seventy Five) years as on February 28, 2019 and who retires by rotation, and being eligible, offer himself for the re-appointment be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

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

**For Ritco Logistics Limited**

**Sd/-**

**Man Mohan Pal Chadha Singh**

**DIN: 01763805**

**Chairman**

**A-28, Rose Wood City, Sector-49**

**Gurgaon, Haryana-122001**

**Date: 25/08/2021**

**Place: Gurgaon**

**Notes:**

1. In view of the massive outbreak of the Covid-19 pandemic, social distancing is a norm to be followed, the pursuant to the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to EGM/AGM venue is not required and general meeting to be held through video conferencing (VC) or other audio visual means (OAVM). Hence, members can attend and participate in the ensuing AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is available at the Company's website [www.ritcologistics.com](http://www.ritcologistics.com). The deemed venue for the AGM shall be the Registered Office of the Company.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Corporate Members intending their authorized representative to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to [mukunvivekandcompany@gmail.com](mailto:mukunvivekandcompany@gmail.com) with copies marked to the Company at [cs@ritcologistics.com](mailto:cs@ritcologistics.com).
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
7. In compliance with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM along with Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2020-21 has been uploaded on the website of the Company at [www.ritcologistics.com](http://www.ritcologistics.com) The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com)
8. Though, pursuant to the provisions of the Act, a Member is entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf, since this AGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
9. The shareholders who had not registered their email address with the company:
  - a. In case of shares held in demat mode, please provide DPID-CLID (16 Digit DPID + CLID or 16 Digit beneficiary ID), Name, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), Aadhar (self-attested scanned copy of Aadhar Card) to [cs@ritcologistics.com](mailto:cs@ritcologistics.com).
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and related Rules and Register of Contracts or Arrangements in which directors are interested under Section 189 of the Companies Act, 2013 and related Rules thereunder will be available online for inspection by Members of the Company.
11. In compliance with the aforesaid MCA Circulars, Notice of the AGM and Directors Report along with annexures for the financial year 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
12. E-Voting is available to members as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of The Company (Management and Administration) Rules, 2014 the members can exercise their vote by electronic means from 25<sup>th</sup> September, 2021, 09.00 AM till 27<sup>th</sup> September, 2021, 5.00 PM.
13. The Register of Members and Share Transfer Books of the Company will remain closed from 22<sup>nd</sup> September, 2021 to 28<sup>th</sup> September, 2021 (both days inclusive). The Record date / Cut- off date to determine the eligibility of members for the purpose of the voting at the 20<sup>th</sup> Annual General Meeting is 21<sup>st</sup> September, 2021.
14. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. 21<sup>st</sup> September, 2021.
15. Pursuant to SEBI (LODR) Regulations, 2015, details of directors seeking appointment/reappointment at the Meeting are given in detail, is annexed hereto.
- 16. Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**



Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9<sup>th</sup> June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	<ul style="list-style-type: none"> <li>• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password.</li> <li>• After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>• If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>

<p><b>Individual Shareholders holding securities in demat mode with CDSL</b></p>	<ul style="list-style-type: none"> <li>• Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>• After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK INTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> <li>• If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</li> </ul>
<p><b>Individual Shareholders (holding securities in demat mode) &amp; login through their depository participants</b></p>	<ul style="list-style-type: none"> <li>• You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>• Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>

**Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.**

1. Open the internet browser and launch the URL:

<https://instavote.linkintime.co.in>

Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

- A. User ID:** Shareholders/ members holding shares in **physical form shall provide** Event No + Folio Number registered with the Company.
  - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
- Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

Click “confirm” (Your password is now generated).

2. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.

3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

4. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.

5. E-voting page will appear.

6. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).

7. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘No’ and accordingly modify your vote.

#### **Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly

authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
  
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions (‘FAQs’)** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 –4918 6000.

**Process and manner for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

**A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. Mobile No.:** Enter your mobile number.

**D. Email ID:** Enter your email id, as recorded with your DP/Company.

Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

**Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.

5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**For Ritco Logistics Limited**

**Sd/-**

**Man Mohan Pal Chadha Singh**

**DIN: 01763805**

**Chairman**

**A-28, Rose Wood City, Sector-49**

**Gurgaon, Haryana-122001**

**Date: 25/08/2021**

**Place: Gurgaon**

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

**ITEM NO. 2**

**Appointment of Mr. Shyam Sunder Elwadhi as Director of the company**

Mr. Shyam Sunder Elwadhi has attained the age of 75(Seventy-Five) years on 28/02/2019. Accordingly, approval of the member is sought for passing a special Resolution for appointment of Mr. Shyam Sunder Elwadhi as a Non-Executive Director.

Mr. Shyam Sunder has a rich and varied experience of 55 years in the logistics industry and has been a director of the company since 28/03/2018 and continued to be a director (Non-Executive) of the company till date. It would be in the interest of the company to continue to avail his considerable expertise and appoint him as Director (Non- Executive) without any salary.

The Company has also received written confirmation from him that he is not disqualified to act as Director as specified in the Act.

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by ICSI, please find appended in **Annexure-I** details of Mr. Shyam Sunder Elwadhi.

Except Mr. Shyam Sunder Elwadhi being the appointee and Mr. Sanjeev Kumar Elwadhi & Ms. Roma Wadhwa as relatives have concerned and interested in the resolution set out as Item No. 2.

Your directors recommend the resolution at item no. 2 for your approval.

**Annexure-I to the Notice**

**Details of the Directors Retiring by Rotation/ seeking Appointment/ Re-Appointment**

**At the ensuing Annual General Meeting**

<b>Particulars</b>	<b>Mr. Shyam sunder elwadhi</b>
Age	78 Years
Qualification	Graduate
Experience (including expertise in specific functional area)/Brief Resume	55

Terms and Conditions of Appointment / Reappointment	As per the resolution at item no. 2 of the Notice convening Annual General Meeting on 10th September 2021 read with explanatory statement thereto, Mr. <b>Shyam sunder elwadhi</b> is proposed to be appointed as a Director
Remuneration last drawn (including sitting fees, if any)	NIL
Remuneration proposed to be paid	NIL
Date of first appointment on the Board	28/03/2018
Shareholding in the Company as on March 31, 2021	500 Share
Relationship with other Directors/Key Managerial Personnel	Father of Mr. Sanjeev Kumar Elwadhi
Directorships of other Boards as on March 31, 2021	NIL
Membership / Chairmanship of Committees of other Boards as on March 31, 2021	3



## DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

To,

The Members,

Your directors have pleasure in presenting their 20<sup>th</sup> Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2021.

### 1. Financial highlights

The financial performance of your Company:

Rupees in [Lakhs]

Particular	FY 2020-21	FY 2019-20
Revenue from Operation	47201.21	49052.49
Other Income	444.08	388.31
Total Income	47645.29	49440.79
Profit before Finance Charges, Tax, Depreciation/ Amortization (PBITDA)	3400.49	4069.85
Less: Finance Charges	1390.74	1319.15
Profit before Depreciation/Amortization (PBTDA)	2009.75	2750.70
Less: Depreciation	1180.71	1623.68
Net Profit before Taxation (PBT)	829.04	1127.02
Provision for taxation	206.20	244.39
Profit/(Loss) after Taxation (PAT)	622.84	882.63
Provision for proposed dividend	0	0
Dividend tax	0	0
Transfer to General Reserve	622.84	882.63

### 2. State of Company's affairs and future outlook

The Financial Year 2021 has been an unprecedented year with COVID-19 pandemic impacting worldwide. With Industry and economy affected across India with Continuous Lockdowns across the states the transportation of goods hampered due to the pandemic led conditions. However, your company has been able to minimise the impact of the disruption and has closed the year with Net Revenue of Rs. 47,201.21 (in Lacs) as against Rs. 49,052.49 (in Lacs) in corresponding previous year with just a minor bump of 3.6% in the topline.

After accounting for all expenses including depreciation, exceptional items and Tax, the company earned a Profit of Rs. 622.84 (in Lacs).

Your Company is committed to its tradition of being cost effective, by responding faster to the changing requirements of the market, by expanding its customers and by further strengthening its already strong presence in the industry.

**3. Change(s) in the nature of business, if any**

There is no change in nature of business of the Company during the Financial Year 2020-21. Your Company continues to be one of the leading Logistics service providers in the country.

**4. Dividend**

The Directors are not recommending any dividend looking at the current scenario of the economy and future growth prospects of the company and industry in the coming years the Directors feel the need to reinvest in the company.

**5. Transfer of unclaimed dividend to Investor Education and Protection Fund**

Since there was no unpaid/ unclaimed Dividend in the Company, the provisions of Section 125 of the Companies Act, 2013 do not apply.

**6. Transfer to Reserves**

The Company is not proposing to transfer any amount to the General Reserve for the financial year 2020-21. All the profit of the Company shall be carry forward to credit balance of Profit and Loss account of the Company.

**7. Changes in Share Capital**

During the period under review, no change took place in the Authorized and Paid-up Share Capital of the Company.

**Authorized Capital**

The Authorized Capital of the Company is Rs. 25,00,00,000/- divided into 2,50,00,000 Equity Shares of Rs. 10/- each.

### **Issued, Subscribed & Paid-Up Capital**

The Present Paid-Up Capital of the Company is Rs. 24,47,66,180/- divided into 2,44,76,618 Equity Shares of Rs. 10/- each.

#### **8. Details pertaining to shares in suspense account**

No shares of the Company are in DEMAT Suspense Account/ Unclaimed suspense Accounts.

#### **9. Details under Section 67 (3) of Act, 2013 in respect of any scheme of provision of money for purchase of own shares by employees or by trustees for the benefit of employees**

The Company has not approved any scheme under Section 67(3) of The Companies Act, 2013 for purchase of own shares by employees or by trustees for the benefit of employees.

#### **10. Details relating to material variations**

The purpose of the issue was to utilize the proceeds of issue for the Warehouse development, Technology upgradation, Fleet Centre upgradation, the Working Capital requirements and general corporate purposes.

The Directors declare that the proceeds have been utilised as per the said purposes in the prospectus of the Company and no material variations has been done with the issue proceeds.

#### **11. Directors and Key Managerial Personnel**

Details of Directors or key managerial Personnel as on 31/03/2021.

Sr. No.	Name	Designation	Date of Appointment
1	Man Mohan Pal Chadha Singh	Whole Time Director & CFO	06/03/2019 as WTO
.	.	.	14/08/2018 as CFO
2	Sanjeev Kumar Elwadhi	Managing Director	23/08/2001
3	Shyam Sunder Elwadhi	Director	28/03/2018

4	Dhruv Gulati	Independent Director	29/06/2018
5	Roma Wadhwa	Director	06/12/2018
6	Vikram Suri	Independent Director	24/12/2018
7	Dhananjay Prasad	CEO	22/05/2018
8	Gitika Arora	Company Secretary	15/01/2021

During the period under review, no change took place in the Directorship of the Company. However, Ms. Gitika Arora was appointed as Company Secretary as on 15<sup>th</sup> January 2021 and Mr. Rakesh Kumar Jha has resigned from the post of Company Secretary as on 4<sup>th</sup> December 2020.

## 12. Declaration by Independent Director

All Independent Directors have given due declarations that they meet the criteria of independence as laid down under section 149(7) of the Companies Act, 2013 and under extant provisions of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors.

## 13. Number of meetings of Board of Directors

The Board of Directors met Five (5) times during the financial year 2020-21. The provisions of Section 173 of the Companies Act, 2013 and Secretarial Standard – 1 issued by the Institute of Company Secretaries of India (ICSI) were adhered to while considering the periodicity and time gap between two meetings.

The details of the meetings of the Board are furnished below:

Sr. No.	Date of the Board Meeting	Board Strength	No. of Director Present
1	29/07/2020	6	5
2	05/09/2020	6	6
3	13/11/2020	6	5
4	31/12/2020	6	5
5	27/01/2021	6	5

**14. Statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual directors**

Pursuant to Sections (3)(p) and 178(2) of the Act and Regulations 17 and 19 of the Listing Regulations and Nomination and Remuneration Policy of the Company, Nomination and Remuneration Committee of the Board of Directors have carried out annual performance evaluation of Board, the Directors individually as well as the evaluation of the working of its Committees.

As the ultimate responsibility for sound governance and prudential management of a Company lies with its Board, it is imperative that the Board remains continually energized, proactive and effective. The Companies Act, 2013 not only mandates Board, its Committees and Directors evaluation, but also at the same time requires the evaluation to be formal, regular and transparent. The Nomination and Remuneration Committee of the Board evaluated the performance of individual Director(s) on the Board excluding the Director being evaluated, the Board as a whole, Chairperson of the Board and all of its Committees based on the evaluation criteria of the Company defined under Nomination and Remuneration Policy.

It was further acknowledged that every individual Member and Committee of the Board contribute their best in the overall growth of the organization.

**15. Managerial Remuneration**

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

Please note that median is calculated for the employee who stayed with Company for the whole current financial year 2020-21 and the whole previous financial year 2020-21.

- a. the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;

<b>Directors</b>	<b>Total Remuneration</b>	<b>Ratio to median remuneration</b>
<b>Executive Director</b>		
Mr. Sanjeev Kumar Elwadhi	2850000	10.99
Mr. Manmohan Pal Singh Chadha	2850000	10.99
<b>Non-Executive Director</b>		
Mr. Shyam Sunder Elwadhi	Nil	

Mr. Vikram Suri	Nil	
Mr. Dhruv Gulati	Nil	
Mrs. Roma Wadhwa	Nil	

- b. the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

<b>Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary</b>	<b>% increase in remuneration in the financial year</b>
Manmohan Pal Singh Chadha (CFO)	NA
Dhananjay Prasad (CEO)	NA
Rakesh Kumar Jha (CS) Till 24 <sup>th</sup> December, 2020	NA
Gitika Arora (CS) From 15 <sup>th</sup> January, 2021 Onwards	NA

- c. the percentage increase/(decrease) in the median remuneration of employees in the financial year: 1.01%

Note: Due to lockdown and the current situation, less operations took place. So, the Ratio has been decreased. However, the operations would be normalized in the coming year

- d. the number of permanent employees on the rolls of company: 374
- e. 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: NA
- f. remuneration is as per the remuneration policy of the Company.
- g. The Board's report shall include a statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee who-
- (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees; **NA**

- (ii) if employed for a part of the financial year, was in receipt of remuneration for 10 any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month; **NA**
  - (iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company. **NA**
- h. Number of shares and convertible instruments held by non-executive directors. (*Clause 2(f) to Para C of Schedule V of Listing Regulations.*): **500 Shares held by Mr. Shyam Sunder Elwadhi and 500 Shares held by Ms. Roma Wadhwa**
- i. Detailed reasons for the resignation of an independent director who resigns before the expiry of his tenure along with a confirmation by such director that there are no other material reasons other than those provided. (*Clause 2(j) to Para C of Schedule V of Listing Regulations.*): During the period under review, no independent director resigned.

## 16. Details of Subsidiary

The Company has no subsidiary.

## 17. Statutory Auditors

Pursuant to Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. Mittal & Associates Chartered Accountants, Mumbai, were appointed as statutory auditors of the Company to hold office for the term of 5 (Five Years) from financial year 2019-20 till 2023-24.

The Notes to the financial statement refereed in the Audit Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statement in this Annual Report.

## 18. Cost Auditors

Our Company was not liable for the appointment of Cost auditor pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014.

#### 19. Secretarial Audit Report

Pursuant to provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/s Mukun Vivek & Company, Company Secretaries in practice to undertake the Secretarial Audit of the Company for FY 2020-21. The Secretarial Audit report is annexed herewith as Annexure II.

There are no qualifications made by the Secretarial Auditor in his report for the financial year ended March 31, 2021.

Pursuant to the recommendation of the Audit Committee, the Board of Directors have re-appointed M/s Mukun Vivek & Company, Company Secretaries in practice to conduct the Secretarial Audit for FY 2021-22.

#### 19. Committee constitution and Meetings

##### Audit Committee:

Name of the Members	Status in Committee	Nature of Directorship
Mr. Vikram Suri	Chairman	Independent Director
Mr. Dhruv Gulati	Member	Independent Director
Mr. Shyam Sunder Elwadhi	Member	Non-Executive Director

Date of the meeting	No. of Members attended the meeting
25/04/2020	2
29/07/2020	3
13/11/2020	2
12/03/2021	2

##### Nomination and Remuneration Committee:

Name of the Director	Status in Committee	Nature of Directorship
Mr. Dhruv Gulati	Chairman	Independent Director
Mr. Shyam Sunder Elwadhi	Member	Non-Executive Director
Mrs. Roma Wadhwa	Member	Non-Executive Director

Date of the meeting	No. of Directors attended the meeting
04/12/2020	3



15/01/2021	3
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**Stakeholder Relationship Committee:**

Name of the Director	Status in Committee	Nature of Directorship
Mrs. Roma Wadhwa	Chairperson	Non-Executive Director
Mr. Shyam Sunder Elwadhi	Member	Non-Executive Director
Mr. Dhruv Gulati	Member	Independent Director

Date of the meeting	No. of Directors attended the meeting
31/03/2021	3

**Corporate Social Responsibility Committee:**

Name of the Director	Status in Committee	Nature of Directorship
Mr. Dhruv Gulati	Chairman	Independent Director
Mr. Sanjeev Kumar Elwadhi	Member	Managing Director
Mrs. Roma Wadhwa	Member	Non-Executive Director

Date of the meeting	No. of Directors attended the meeting
05/09/2020	3
25/01/2021	3

**Management and Operations Committee:**

Name of the Director	Status in Committee	Nature of Directorship
Mr. Man Mohan Pal Chadha Singh	Chairman	Whole Time Director
Mr. Sanjeev Kumar Elwadhi	Member	Managing Director

Date of the meeting	No. of Directors attended the meeting
09/05/2020	2
08/07/2020	2
31/08/2020	2
16/10/2020	2
11/11/2020	2
09/12/2020	2

05/01/2021	2
29/01/2021	2
19/03/2021	2

**Internal Complaints Committee:**

Name of the Director	Status in Committee	Nature of Directorship
Mr. Man Mohan Pal Chadha Singh	Chairman	Whole Time Director
Mr. Sanjeev Kumar Elwadhi	Member	Managing Director
Mrs. Roma Wadhwa	Member	Non-Executive Director

Date of the meeting	No. of Directors attended the meeting
31/03/2021	3

**20. Vigil mechanism and Whistle Blower Policy**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and employees to report genuine concerns has been established.

The purpose of the “Whistle blower Policy” is to allow employees to raise concerns about unacceptable, improper or unethical practices being followed in the organization. They will be protected against any adverse action and/or discrimination as a result of such a reporting, provided it is justified and made in good faith. The Chairman of the Audit Committee has been designated for the purpose of receiving and recording any complaints under this policy.

The Vigil Mechanism Policy has been uploaded on the website of the Company.

**21. Risk Management Policy**

Your Board of Directors has not formulated & adopted Risk Management Policy required under the Regulation 21 of the SEBI Listing Regulations, 2015 as such said provisions not applicable to the Company.

**22. Extract of the annual return**

The Extract of annual return in form MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending March 31, 2021 is annexed hereto as Annexure III and form part of the Report.

**23. 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**

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

**24. Details of significant and material orders passed by the regulators / courts / tribunals impacting the going concern status and the Company's operations in future**

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

**25. Statement in respect of adequacy of internal financial controls with reference to the Financial Statements**

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

**26. Deposits**

During the year under review, the Company has not accepted any Public Deposits.

**27. Particulars of loans, guarantees or investments under section 186**

During the year under review, no Loans, guarantees or investments made under section 186.

**28. Particulars of contracts or arrangements with related parties**

During the year under review, the company has not entered into transactions with Related Parties u/s 188 of the Companies Act 2013. Though there were some transactions between the Related parties and attached as Annexure IV.

## **29. Corporate Governance**

As per regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provisions as specified in regulation 27 shall not apply to your Company. As there is no requirement to attach the corporate governance report.

## **30. Fraud Reporting**

During the year under review, the Statutory Auditors have not reported any instances of fraud committed in the Company by its Officers or Employees to the Audit Committee or to the Board under section 143(12) of the Companies Act, 2013 and rules made thereunder.

During the year under review, the Secretarial Auditor have not reported any instance of fraud committed in the Company by its Officers or Employees to the Audit Committee or to the Board under Section 143(12) read with Section 204 of the Companies Act, 2013 and rules made thereunder.

## **31. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013**

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder, the Company has constituted an Internal Complaints Committee to monitor the anti-sexual harassment mechanism and complied all the provisions under the said Act. The primary objective of the said Policy is to protect the women employees from sexual harassment at the place of work and also provides for punishment in case of false and malicious representations.

The Internal Complaints Committee as on March 31, 2021 comprise:

1. Mr. Man Mohan Pal Chadha Singh – Chairperson
2. Mr. Sanjeev Kumar Elwadhi – Member
3. Ms. Roma Wadhwa – Member

During the year under review, there were no cases received/filed pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### 32. Details of Downstream Investment

No such downstream investment made during the Financial Year 2020-21.

### 33. Details of Voluntary Delisting

Company was not delisted its equity shares as per Regulation 6(1) (a) of SEBI (Delisting Of Equity Shares) Regulations, 2009, during the Financial Year 2020-21.

### 34. Conservation of energy, technology absorption, foreign exchange earnings and outgo

Statement giving the details of conservation of energy, technology absorption and foreign exchange earning & outgo in accordance with requirements of Section 134 (3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, is as follows: -

#### A) Conservation of Energy

Not Applicable

#### B) Technology Absorption, Adoption And Innovation

Not Applicable

#### C). Foreign Exchange Earnings and Outgo

The foreign exchange earnings and outgo during the year as follows:-

	<i>(in Rupees)</i>
.	
Foreign Exchange Earning	NIL
Foreign Exchange Outgo	NIL

### 35. Corporate Social Responsibility and its terms of reference

The brief outline of the Corporate Social Responsibility ("CSR") Policy of your Company and the initiatives undertaken by your Company on CSR activities during the year, composition of the CSR Committee, average net profit for last three financial year and details of CSR spent during the financial year are set out in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014 and attached as Annexure V.

### **36. Directors' Responsibility Statement**

In terms of provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

the directors had 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;

the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

the directors had prepared the annual accounts on a going concern basis; and

the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There well-laid manuals for such general or specific authorisation.

Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects.

Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.

The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to any differences.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during Financial Year 2020-21.

**37. Secretarial Standards**

The company has complied with the applicable secretarial standards as issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

**38. Acknowledgements**

The Board desires to place on record its sincere appreciation for the support and co-operation received from the Company's Bankers and Officials of the concerned Government Departments, employees and the members for the confidence reposed by them in the management.

**By the order of the Board of Directors**

**Ritco Logistics Limited**

**Sd/-**

**Man Mohan Pal Chadha Singh**

**(Chairman & Whole Time Director)**

**DIN: 01763805**

**A-28 Rose Wood City, Sector-49 Gurgaon 122001**

**Place: New Delhi**

**Date: 10/08/2021**

**Annexure II**

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2021**

**(Form MR-3)**

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

To,

The Members,

Ritco Logistics Limited

508, 5<sup>th</sup> Floor, Jyoti Shikhar Tower, District Centre

Janakpuri, Delhi- 110058

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Ritco Logistics Limited having CIN: L60221DL2001PLC112167 (hereinafter called the Company)** Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: -



- (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, 2015 as;
- (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (d) 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;

The Company does not have any Employee Stock Option Scheme and Employee Stock Purchase Scheme, Issue and Listing of Debt Securities, Buy-Back of Equity Shares, and therefore the following regulations are not applicable: -

- (a) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (c) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013
- (d) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; and
- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations, up to September 10, 2018 And SEBI ICDR Regulations, 2018 w.e.f September 11, 2018

(vi) Other laws applicable as per the representations made by the management;

- Carriage by Road Act 2007,
- Motor Transport Workers Act, 1961
- Motor Vehicles Act, 1988
- The Petroleum Act 1934
- Consumer Protection Act 1986
- The Legal Metrology Act, 2009
- Food Safety and Standard Act, 2006
- Employment and labour Laws
- GST Act

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange and National Stock Exchange (SME).

During the period under review, as per the explanations and representations received from the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that based on the information provided and representation made by the Company and on the basis of Compliance report taken on record by the Board, in my opinion adequate systems and processes exist in the Company to monitor and ensure Compliance with Other laws applicable, rules, regulations and guidelines.

We further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were in general, carried out in compliance with the provisions of the Act.

In general, 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 wherever shorter notices were given, the same was given with the consent of all the Directors and such meeting were held with the participation of Independent Director/s 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.

As per the Minutes of the Meetings recorded, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that as per the information provided, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with other applicable laws, rules, regulations and guidelines.

**Mukun Vivek & Company**  
**Company Secretaries**

**Sd/-**

**Mukun Arora**

**(Partner)**

**ACS No.15980**

**CP No. 4766**

Place: New Delhi

Date: 10-08-2021

UDIN: A015980C000761285

This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report

**'Annexure A' to the Secretarial Audit Report**

To,

The Members,

Ritco Logistics Limited.,

508, 5<sup>th</sup> Floor, Jyoti Shikhar Tower, District Centre

Janakpuri, Delhi- 110058

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. We 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, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company and the applicable financial laws such as Direct and Indirect tax laws have not been reviewed since the same are subject to review under Statutory Audit and Other Audit/s by designated professionals.
4. Where ever required, we 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. Our 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.

**Mukun Vivek & Company**

**Company Secretaries**

Sd/-

**Mukun Arora**

**(Partner)**

**ACS No.15980**

**CP No. 4766**

Place: New Delhi

Date: 10-08-2021

UDIN: A015980C000761285

ANNEXURE-III

FormNo.MGT-9

**EXTRACT OF ANNUAL RETURN**

**as on the financial year ended on March 31, 2021**

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

**I. REGISTRATION AND OTHER DETAILS:**

<b>i.</b>	CIN	<b>L60221DL2001PLC112167</b>
<b>ii.</b>	Registration Date	23/08/2001
<b>iii.</b>	Name of the Company	Ritco Logistics Limited
<b>iv.</b>	Category/ Sub-Category of the Company	Company Limited by Shares/Indian Non-Government Company
<b>v.</b>	Address of the Registered office and contact details	508, 5th Floor, Jyoti Shikhar Tower, District Centre Janakpuri, New Delhi-110058 Phone: 0124-4702327
<b>vi.</b>	Whether listed company	Listed
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd. Address:- Noble Heights, 1st Floor, Plot NH 2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi – 110058 Ph:- 011-41410592

**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:-

<b>Sr. No.</b>	<b>Name and Description of main products / services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the company</b>
1	Hiring Income	5221	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
.	.	NA	.	.	.

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>	.	.	.	.	.	.	.	.	.
<b>1) Indian</b>	.	.	.	.	.	.	.	.	.
a) Individual/ HUF	13718698	-	13718698	56.05 %	13718698	.	13718698	56.05%	0.00%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	4157920	-	4157920	16.99 %	4157920	-	4157920	16.99%	0.00%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-	17876618	-	17876618	73.04 %	17876618	-	17876618	73.04%	0.00%
<b>2) Foreign</b>	.	.	.	.	.	.	.	.	.
a) NRIs-Individuals	-	-	-	0.00%	-	-	-	-	-
b) Other-Individuals	-	-	-	0.00%	-	-	-	-	-
c)Bodies Corp.	-	-	-	0.00%	-	-	-	-	-
d) Banks / FI	-	-	-	0.00%	-	-	-	-	-
e) Any Other....	-	-	-	0.00%	-	-	-	-	-

Sub-total(A)(2):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	17876618	.	17876618	73.04 %	17876618	.	17876618	73.04%	0.00%
<b>B. Public Shareholding/ Other than Promoters</b>	.	.	.	.	.	.	.	.	.
<b>1. Institutions</b>	.	.	.	.	.	.	.	.	.
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1)	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>2. Non Institutions</b>	.	.	.	.	.	.	.	.	.
a) Bodies Corp.	.	.	.	.	.	.	.	.	.
(i) Indian	1261720	-	1261720	5.15%	985600	-	985600	4.03%	-1.12%
(ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	5099200		5099200	20.83 %	5382400	-	5382400	21.99%	1.16%
(i) Individual shareholders holding nominal	787200		787200	3.22%	1556800	-	1556800	6.36%	3.14%



share capital upto Rs. 1 lakh									
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	4312000		4312000	17.62 %	3825600	-	3825600	15.63%	-1.99%
c) Others (NRI)	14400	-	14400	0.06%	25600	-	25600	0.10%	0.04%
d) HUF	192680		192680	0.79%	188800	-	188800	0.77%	-0.02%
e) Clearing Members	28800		28800	0.12%	14400	-	14400	0.06%	-0.06%
f) NBFC	3200		3200	0.01%	3200	-	3200	0.01%	0.00%
Sub-total(B)(2)	-	-	-	26.96 %	-	-	-	26.96%	0.00%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	6600000	-	-	26.96 %	6600000	-	6600000	26.96%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	-	-	24476618	100.00 %	-	-	24476618	100.00%	100.00 %

#### ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			%
		No. of Shares	% of total Shares of the	% of Shares Pledged / encumbered to total	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	
1.	Manmohan Pal Singh Chadha	8898668	36.35%	-	8898668	36.35%	-	0.00%

2.	Sanjeev Kumar Elwadhi	4779530	19.52%	-	4779530	19.52%	-	0.00%
3.	Tanya Chadha	500	.00%	-	500	.00%	-	0.00%
4.	M.P.S Chadha (H.U.F.)	39000	0.15%	-	39000	0.15%	-	0.00%
5.	Ritco Leasing and Finance Pvt. Ltd	4157920	16.98%	-	4157920	16.98%	-	0.00%
6.	Shyam Sunder Elwadhi	500	.00%	-	500	.00%	-	0.00%
7.	Roma Wadhwa	500	.00%	-	500	.00%	-	0.00%

**iii. Change in Promoters' Shareholding (please specify, if there is no change)**

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
.	At the beginning of the year	1,78,76,618	.	1,78,76,618	.
.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	-	No Change	-
.	At the End of the year	1,78,76,618	.	1,78,76,618	.

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

Sl. No.		Shareholding at the beginning of the year		Shareholding at end of year	
---------	--	---	--	-----------------------------	--

	For Each of the Top 10 Shareholders	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
<b>1</b>	Vipul M Patel	667200	2.73%	644800	2.63%
<b>2</b>	Deepinder Singh Poonian	-	-	393600	1.61%
<b>3</b>	Mahendra Girdharilal	-	-	241600	0.99%
<b>4</b>	Niranjan Kumar Goel	-	-	222400	0.91%
<b>5</b>	Sumeet Rajendraprasad Bhalotia	179200	0.73%	187200	0.76%
<b>6</b>	Ashish Chugh	-	-	169600	0.69%
<b>7</b>	Kunal Jayantkumar Shah	163200	0.67%	163200	0.67%
<b>8</b>	Deepak Pahwa	126400	0.52%	126400	0.52%
<b>9</b>	Dimple V Patel	670400	2.74%	116800	0.48%
<b>10</b>	Fali Sam Nariman Bapsi Fali Nariman	179200	0.73%	115200	0.47%

**v.Shareholding of Directors and Key Managerial Personnel:**

Sl.N o.	Shareholding at the	Cumulative Sharehol

		beginning of the year		ending during the year	
	For Each of the Directors and KMO	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Manmohan Pal Singh Chadha	88,98,668	36.36%	88,98,668	36.36%
2	Mr. Sanjeev Kumar Elwadhi	47,79,530	19.53%	47,79,530	19.53%
3	Mr. Shyam Sunder Elwadhi	500	0.00%	500	0.00%
4	Roma Wadhwa	500	0.00%	500	0.00%

#### **V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding /accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,23,99,39,526	1,15,53,022	-	1,25,14,92,547
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total(i+ii+iii)	1,23,99,39,526	1,15,53,022	-	1,25,14,92,547
Change in Indebtedness during the financial year				
- Addition	14,06,61,035	-	-	14,06,61,035
- Reduction	15,89,82,716	1,15,53,022	-	17,05,35,737
Net Change	-1,83,21,680	-1,15,53,022	-	-2,98,74,702

Indebtedness at the end of the financial year	.	.	.	.
i) Principal Amount	1,23,99,39,526	0	-	1,22,16,17,846
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	1,23,99,39,526	0	-	1,22,16,17,846

## **VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

### **A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	.	Total Amount
.	.	Man Mohan Pal Singh Chadha	Sanjeev Kumar Elwadhi	.
1.	Gross salary	.	.	.
.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	28,50,000/-	28,50,000/-	57,00,000/-
.	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
.	(c) Profits in lieu of salary under section 17(3) Income- taxAct,1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
.	- as % of profit	-	-	-
.	- others, specify	-	-	-
5.	Others, please specify	-	-	-
6.	Total(A)	28,50,000/-	28,50,000/-	57,00,000/-
.	Ceiling as per the Act	.	.	.

### **B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager	.	Total Amount
.	<u>Independent Directors</u>	Dhruv Gulati	Vikram Suri	.
.	·Fee for attending board committee meetings	NA	NA	NA
.	·Commission	-	-	-
.	·Others, please specify	-	-	-
.	Total(1)	-	-	-
.	<u>Other Non-Executive Directors</u>	Roma Wadhwa	Shyam Sunder Elwadhi	.
.	·Fee for attending board committee meetings	NA	NA	NA
.	·Commission	-	-	-
.	·Others, please specify	-	-	-
.	Total(2)	-	-	-
.	Total(B)=(1+2)	-	-	-
.	Total Managerial Remuneration	-	-	-
.	Overall Ceiling as per the Act	.	.	1%of net profit

**C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD**

Sl. no	Particulars of Remuneration	Key Managerial Personnel	.	.	.	.
.	.	CEO	Company Secretary	Company Secretary	CFO	Total
.	.	Dhananjay Prasad	Rakesh Kumar Jha (Till 4 <sup>th</sup> December, 2020)	Gitika Arora (From 15 <sup>th</sup> Januray onwards)	Man Mohan Pal Chadha Singh	.
1.	Gross salary	-	-	-	-	-

.	(a)Salary as per provisions contained in section17(1) of the Income-tax Act,1961	24,60,698/-	3,65,950/-	1,06,028	0	19,32,676/-
.	(b)Value of perquisites u/s17(2) Income-tax Act,1961	-	-		-	-
.	(c)Profits in lieu of salary under section 17(3) Income-tax Act,1961	-	-		-	-
2.	Stock Option	-	-		-	-
3.	Sweat Equity	-	-		-	-
4.	Commission	-	-		-	-
.	- as % of profit	-	-		-	-
.	-Others, specify	-	-		-	-
5.	Others, please specify	-	-		-	-
6.	Total	24,60,698/-	3,65,950/-	1,06,028	0	19,32,676/-

**VII. 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	No Penalties, Punishment or Compounding of Offences	.	.	.	.

Punishment	.	.	.	.	.
Compoundi ng	.	.	.	.	.
<b>B. Directo rs</b>	.	.	.	.	.
Penalty	No Penalties, Punishment or Compoundi ng of Offences	.	.	.	.
Punishment	.	.	.	.	.
Compoundi ng	.	.	.	.	.
<b>C. Other Officers In Default</b>	.	.	.	.	.
Penalty	No Penalties, Punishment or Compoundi ng of Offences	.	.	.	.
Punishment	.	.	.	.	.
Compoundi ng	.	.	.	.	.

**For and on behalf of the Board**

**The Ritco Logistics Limited**



**Sd/-**

**Man Mohan Pal Singh Chadha**

**(Chairman & Whole Time Director)**

**DIN: 01763805**

**A-28 Rose Wood City, Sector-49 Gurgaon-122001**

**Place: New Delhi**

**Date: 10.08.2021**

## Annexure IV

**FORM NO. AOC -2**

***(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)***

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions **at Arm's length basis.**

Sl. No.	Particulars	Details
a)	Name of the related party & nature of relationship	Manmohan Pal Singh Chadha, Wholetime Director
b)	Nature of contracts/arrangements/transaction	Remuneration
c)	Duration of the contracts/ arrangements/ transaction	12 months
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	NIL

Sl. No.	Particulars	Details
a)	Name of the related party & nature of relationship	Sanjeev Kumar Elwadhi, Managing Director
b)	Nature of contracts/arrangements/transaction	Remuneration
c)	Duration of the contracts/ arrangements/ transaction	12 months

d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	NIL

**For and on behalf of the Board**

**The Ritco Logistics Limited**

**Sd/-**

**Man Mohan Pal Singh Chadha**

**(Chairman & Whole Time Director)**

**DIN: 01763805**

**A-28 Rose Wood City, Sector-49 Gurgaon-122001**

**Place: New Delhi**

**Date: 10.08.2021**

Annexure V

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY**

[Pursuant to Companies (Corporate Social Responsibility Policy) Rules, 2014]

**I. A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and reference to the weblink to the CSR policy and project or programs.**

The Company has developed and implemented its Corporate Social Responsibility (CSR) policy.

The CSR policy of the Company is hosted on the website of the Company. The Company deeply acknowledges that its business operations have wide impact on the regions where it operate, and therefore it is committed to grow in a socially and environmentally responsible way, while meeting the interest of its shareholders.

As per its CSR policy, Company shall undertake the projects which focus on rural development, empowerment of women, promoting education, health care and medical care for poor, needy or under privileged people and any other projects recommended by the CSR Committee.

**II. The Composition of the CSR Committee**

S. No.	Name	Designation	Position
1	Mr. Dhruv Gulati	Independent Director	Chairman
2	Mr. Sanjeev Kumar Elwadhi	Managing Director	Member
3	Mrs. Roma Wadhwa	Non-Executive Director	Member

**III. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:**

Details on composition of CSR committee, CSR Policy and CSR projects approved by the Board of Directors are available at

<http://www.ritcologistics.com/>.

**IV. Provide the details of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable:**

The Company will carry out impact assessment of projects undertaken, as may be applicable, and will provide details of the same as part of its future reports as required pursuant to rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

V. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Not Applicable

VI. Average net profit of the Company for last three financial years: Rs. 15,32,05,777.85/-

VII. A) Prescribed CSR Expenditure (two percent of the amount as in item 3 above): Rs. 30,64,115.56/-

B) Surplus arising out of the CSR projects or programs or activities of the previous financial years: NIL

C) Amount required to be set off for the financial year 2020-21, if any: NIL

D) Total CSR obligation for the financial year 2020-21 (7a+7b-7c): Rs. 30,64,115.56/-

VIII. A) Details of CSR spent or unspent during the financial year:

Total Amount Spent for the F.Y.	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Rs. 30,65,000/-	Nil	Nil	Nil	Nil	Nil

B) Details of CSR amount spent against ongoing projects for the financial year:

-1	-2	-3	-4	-5	-6	-7	-8		
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Project duration	Amount allocated for the project (for current financial year)	Amount spent in the current financial Year	Amount transferred to Unspent CSR	Mode of Implementation (Yes/No)	Mode of Implementation Through Implementing Agency

							Account for the project as per Section 135(6)		Name and CSR Registration number
1	M/s Sansthanam Abhay Daanam	<b>Veterinary care</b>	Yes	Ongoing	30,65,000/-	30,65,000/-	Nil	No	Name: M/s Sansthanam Abhay Daanam  Reg No.: CSR000 01492
Total					30,65,000/-	30,65,000/-			

**C) Details of CSR amount spent against other than ongoing projects for the financial year:**

NIL

**D) Amount spent in Administrative Overheads: NIL**

**E) Amount spent on Impact Assessment, if applicable: Not Applicable**

**F) Total amount spent for the Financial Year 2020-21 (8b+8c+8d+8e): Rs. 30,65,000/-**

**G) Excess amount for set off, if any: NIL**

**IX) A) Details of Unspent CSR amount for the preceding three financial years: Not Applicable**

**B) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable**

The CSR Committee confirms that the implementation and monitoring of the CSR activities of the Company are in compliance with the CSR objectives and CSR Policy of the Company.

**For and on behalf of the Board**

**The Ritco Logistics Limited**

**Sd/-**

**Man Mohan Pal Singh Chadha**

**(Chairman & Whole Time Director)**

**DIN: 01763805**

**A-28 Rose Wood City, Sector-49 Gurgaon-122001**

**Place: New Delhi**

**Date: 10.08.2021**