



RITHWIK FACILITY MANAGEMENT SERVICES LIMITED

(Formerly Known as : Rithwik Building Services Private Limited)

Regd. Office : R R Tower III, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai - 600 032
Phone : 91 - 44 - 4353 4441 E-mail : info@rithwik.co.in Website : www.rithwik.co.in

NOTICE OF THE BOARD MEETING

The Board of Directors,
Rithwik Facility Management Services Limited
RR Tower III, Thiru-Vi-Ka Industrial Estate,
Guindy, Chennai -600 032

Subject:-Notice of Board Meeting to be held on 10/08/2018.

Dear Sir/Madam,

Notice is hereby given that next meeting of the Board of Directors of **Rithwik Facility Management Services Limited** will be held on ,Friday, 10th August, 2018 at 3:00 P.M at the Registered Office of the Company at RR Tower III, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai -600 032 to transact the business listed in the agenda attached with this notice.

Please find enclosed agenda for the meeting.

Kindly make it convenient to attend the meeting.

Yours faithfully,

(By order of the Board)

For **RITHWIK FACILITY MANAGEMENT SERVICES LIMITED**

(S Jayapandi)

Company Secretary

M.No.A21909

Date: 02-08-2018



AGENDA OF THE BOARD MEETING

AGENDA FOR THE BOARD MEETING OF RITHWIK FACILITY MANAGEMENT SERVICES LIMITED TO BE HELD ON 10TH AUGUST, 2018.

| AGENDA ITEMS /MATTERS TO BE DISCUSSED AT THE MEETING | |
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| S.No | Items /Matters |
| A. INTRODUCTORY MATTERS | |
| 1 | To grant leave of absence |
| 2 | To confirm the minutes of last Board Meeting |
| B. MATTERS FOR NOTING ,DISCUSSION AND APPROVAL | |
| 3 | Approval of Notice and date convening the Annual General Meeting |
| 4 | Approval of Draft Directors' Report for the Financial Year 2017-18 |
| 5 | To take on records the Internal Audit Report |
| 6 | Approval for the re- appointment of Statutory Auditors |
| 7 | Appointment of Secretarial Auditor |
| 8 | Book Closure Date |
| C. OTHER MATTERS | |
| 9 | Vote of Thanks |

A. INTRODUCTORY MATTERS

1 To grant leave of absence

The Board is required grant leave of absence, if any, to the Director(s) who will not be available to attend the meeting. The Directors may apply for Leave of Absence in the prescribed format of the Company.

2 Confirmation of Minutes of Meeting of Board of Directors

The minutes of the previous meeting of Board of Directors held on 7th May, 2018 is to be read, confirmed and signed by the Chairman of the meeting.

B. MATTERS FOR NOTING, DISCUSSION AND APPROVAL

3 Approval of Notice and date convening the Annual General Meeting:

The Board may authorise calling and holding the forthcoming Annual General Meeting on Thursday the 20-09-2018 at 10 A.M. at RR Tower III, Thiru-Vi-Ka- Industrial Estate, Guindy, Chennai-600032. The Board may also approve of the draft notice as circulated to the Board containing the ordinary business considered at the Annual General Meeting and the special business along with explanatory statement and authorise the Secretary to forward the same to the members along with other documents and take all necessary actions in connection with the Annual General Meeting and matters relating thereto.

Draft Resolution:

“RESOLVED THAT pursuant to the provisions of Section 96 of the Companies Act, 2013, the next Annual General Meeting of the Company be held on Thursday the 20-09-2018 at 10 A.M. at RR Tower III, Thiru-Vi-Ka- Industrial Estate, Guindy, Chennai-600032, to transact the business as given in the draft notice issued for the same as per Section of the Companies Act, 2013.”

“RESOLVED FURTHER THAT Mr. Rithwik Rajshekar Raman Chairman of the Company be and is hereby authorized to sign and issue such notice to the members of the Company and to do all other necessary acts for the conduction of the next Annual General Meeting of the Company.”

4 Approval of Draft Directors' Report for The Financial Year

The Chairman is placed before the Board, the draft Directors Report of the Company for the Financial Year ending 31st March 2018.

Draft Resolution:

"**RESOLVED THAT** the draft of the Directors' Report for the year ended 31st March, 2018 as submitted before the meeting, duly initialed by the Chairman of the Meeting for the purpose of identification, be and is hereby considered and approved by the Board and that the same be signed on behalf of the Board of Directors of the Company by Mr.Rithwik Rajshekar Raman, Managing Director and Mr.V Niranjan Rao, Whole -Time Director.

RESOLVED FURTHER THAT pursuant to provisions stipulated under sub section 3 of Section 179 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, Mr.Rithwik Rajshekar Raman, Managing Director and Mr.V Niranjan Rao, Whole -Time Director of the Company be & is hereby severally authorized to file the resolution with the Registrar of Companies along with requisite e-Form."

5 To take on records the Internal Audit Report

The Managing Director is requested to place before the Board a copy of the Internal Audit Report received from the Auditor, Suresh V & Associates, Chartered Accountants, on the Annual Accounts of the Company for the year ended 31st March, 2018, as per the recommendation of the Audit Committee and for the consideration of the Board. The Board to consider the same and take note that there are no observations or qualifications or adverse remarks in the Internal Audit Report which need further comments/clarifications and the Notes to Accounts are self-explanatory. The Board to pass the following resolution:

"**RESOLVED THAT** the Auditors' Report on the Annual Accounts of the Company for the financial year ended 31st March, 2018, as received from Kalyanasundaram & Associates Chartered Accountants, the Statutory Auditors of the Company, be and is hereby taken on record."

6 Approval for the re- appointment of Statutory Auditors.

The Chairman apprised the Board and the Statutory Auditors are to be appointed, as per the recommendation of the Audit Committee and subject to the approval of the members in the forthcoming Annual General Meeting for auditing the Annual Accounts of the Company for Financial Year 2018-19. The Board after the brief discussion passed the following resolution:-

RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, Kalyanasundaram & Associates., Chartered Accountants, (FRN No.0054555), retiring auditor of the Company be and

are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, subject to ratification of the appointment by the Members of the Company at every Annual General Meeting as per the provisions of the Companies Act, 2013, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors

7 Appointment of Secretarial Auditor:

As per the provisions of Section 204 of the Companies Act, 2013, the Company has appointed Mr. S Vasudevan, Practicing Company Secretary, as the Secretarial Auditor of the Company for the financial year 2017-18. And as per the recommendation of the Audit Committee the Board shall consider and approve the re-appointment of Mr. S Vasudevan, Practicing Company Secretary, as the Secretarial Auditor to conduct the Secretarial Audit of the Company for the financial year 2017-18.

'RESOLVED THAT pursuant to the provision of Section 204(1) of the Companies Act 2013 rule 9 of the companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013, Consent of the Board be and is hereby given for appointment of Mr. S Vasudevan, Practicing Company Secretary to be appointed as Secretarial Auditor of the Company and Directors of the Company be and are hereby authorized to fix the remuneration with the consent of Audit Committee.

"RESOLVED FURTHER THAT the appointment letter has been placed before the Board and the same has been approved by the Board and the same has been signed by the Chairman of the Board for the purpose of appointment of Mr. S Vasudevan, Practicing Company Secretary as Secretarial Auditor of the Company ,

"RESOLVED FURTHER THAT Mr. Rithwik Rajshekar Raman, Managing Director of the Company be and is hereby authorized to file necessary forms with Registrar of companies, deeds and things as may be necessary to give effect to the above said resolution.

8 Book Closure date

The Chairman is requested to place before the Board to fix the date for Record Date and Book Closure pursuant to the provisions of Section 91 of the Companies Act, 2013. The Board to consider the same and to passé the following resolution:

"RESOLVED THAT the Register of Members and Share Transfer Books be closed from 18/09/2018 to 19/09/2018 (both days inclusive)."

"RESOLVED FURTHER THAT Shri S Jayapandi, Company Secretary be and is hereby authorised to to send the notices of such Book Closure to NSDL, CDSL & to the Stock Exchange where the securities of the Company are listed.

C.OTHER MATTERS

9 Vote of Thanks

To thank the chairman and close the Meeting.

Yours faithfully,

(By order of the Board)

For **RITHWIK FACILITY MANAGEMENT SERVICES LIMITED**



(S Jayapandi)

Company Secretary

M.No.A21909

Date: 02-08-2018

