

RUCHIKA INDUSTRIES INDIA LIMITED

11th June, 2019.

To,
Listing Compliance,
BSE Limited,
P. J. Tower,
Dalal Street,
Mumbai – 400 001.

Scrip Code : 540696
Scrip ID : RUCHINDLTD

Subject: Outcome of the Board Meeting held on 11th June, 2019

Dear Sir/ Madam,

The Board of Directors of the Company in their meeting held on 11th June, 2019 at 4 p.m. at the registered office of the Company situated at 126, Damji Shamji Estate, LBS Marg, Vikhroli (West), Mumbai – 400 083, took on record the completion certificate dated 4th June, 2019 as issued by the Merchant Banker (Manager to the Offer) under SEBI(SAST) Regulations, 2011 for the Takeover/Open Offer formalities completed satisfactorily by Mr. Rajiv Chandulal Darji. Consequently, Mr. Rajiv Chandulal Darji shall be termed as the New Promoter of the Company and the Mr. Saurabh Pradhan shall cease to be the Promoter of the Company, effective immediately.

The Board, also, inter-alia, transacted, considered and approved the following business:

1. Shift the Registered office of the Company to 501, 5th Floor, Ruby Crescent Business Boulevard, Ashok Chakravati Road, Kandivali (E), Mumbai – 400 101.
2. Appointment of Ms. Kavita Iyer (DIN: 08417118) as an Additional Director w.e.f. 11th June, 2019.
3. Appointment of Ms. Kavita Iyer (DIN: 08417118) as Managing Director of the Company for a period of five years w.e.f. 11th June, 2019, subject to approval of Members.
4. Resignation of Mr. Saurabh Pradhan from the post of Chief Financial Officer (CFO) with immediate effect.
5. Appointment of Mr. Arun Kuttan as the Chief Financial Officer (CFO) of the Company w.e.f. 11th June, 2019.
6. Appointment of CS Deepika Undhad as the Company Secretary and Compliance Officer of the Company w.e.f. 11th June, 2019.
7. Appointment of Mr. Rajiv Darji as the Chief Executive Officer (CEO) of the Company w.e.f. 11th June, 2019.

Regd. Office: 126, Damji Shamji Estate, LBS Marg, Vikhroli (West), Mumbai – 400 083
CIN: L51503MH1985PLC301881 E-Mail: roc.ruchika@gmail.com



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8. Diversification into Infrastructure & Real Estate Industry and resultantly alteration of Main Object Clause of the Memorandum of Association (MoA) of the Company, subject to approval of Members.
9. To make investment(s) and/or give loan(s) in the form of inter-corporate deposit(s) and/or short term credit(s) and/or secured/unsecured loan(s) to and/or give guarantee (s) and/or provide any security(ies) in connection with any loan(s) made to any other person by or by any other person to any subsidiaries, joint ventures, associate companies and/or any other body (ies) corporate as the Board may deem fit in the interest of the Company, up to Rs. 20 crores, subject to approval of Members.
10. To borrow any sum or sums of money from time to time at Boards' discretion, pursuant to Section 180 (1) (c) for the purpose of the business of the Company, from any one or more banks, Financial Institutions and other persons, firms, Bodies Corporate, up to Rs. 15 crores, subject to approval of Members.
11. Creation of Charge on Movable and Immovable properties of the Company in respect of Borrowings u/s 180 (1) (a) of the Companies Act, 2013, subject to approval of Members.
12. Entering into related party transactions with the following entities, subject to approval of Members.

Sr. No.	Name of the entity	Amount (in Rs.)
1	KCD Heritage Private Limited	20,00,00,000
2	Raj Skyline & KCD Builders Private Limited	20,00,00,000
3	Prince KCD Heritage LLP	10,00,00,000
4	KCD Esle (OPC) Private Limited	5,00,00,000
5	Priyanshi Print and Pack	5,00,00,000

The meeting concluded at 5.30p.m.

Details pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, have been annexed herewith.

We hereby request you to take the same on your record.

Thanking You,

For Ruchika Industries India Limited


Sanjay Patkar

Director

DIN:08349171

RUCHIKA INDUSTRIES INDIA LIMITED

11th June, 2019.

BSE Limited,
P. J. Tower,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 540696
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Ref: Outcome of Board Meeting dated 11th June, 2019

Subject: Disclosure under regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015

Dear Sir/Madam,

Disclosures pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are provided below:

1. Appointment of Ms. Kavita Iyer (DIN: 08417118) as an Additional Director and Managing Director of the Company.

Sr. No.	Particulars	Details
1	Reason for Appointment	Her expertise would be beneficial to the new line of business of the Company
2	Date of Appointment	11 th June, 2019
3	Term of Appointment	She shall hold office until the conclusion of the ensuing Annual General Meeting (AGM) of the Company for FY 2018-19. Once appointed is ratified in AGM, to hold office of Managing Director of the Company for a period of five years w.e.f. 11 th June, 2019.
4	Brief Profile	Ms. Kavita Iyer has over 5 years of experience in the field of real estate, project planning and execution.
5	Relationship between Directors	None
6	Whether director is debarred from holding the office of Director by virtue of SEBI order	No



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2. Resignation of Mr. Saurabh Pradhan from the post of Chief Financial Officer (CFO) of the Company.

Sr. No.	Particulars	Details
1	Reason for Resignation	Due to pre-occupancy
2	Date of Resignation	11 th June, 2019

3. Approved the Appointment of Mr. Arun Kuttan as the Chief Financial Officer (CFO) of the Company.

Sr. No.	Particulars	Details
1	Reason for Appointment	His expertise would be beneficial to the Company as he can lead the team of accountants and can deliver the output in the expected TAT
2	Date of Appointment	11 th June, 2019
3	Term of Appointment	N.A.
4	Brief Profile	He has over a decade of experience in the field of Office Administration and Finance Management.
5	Relationship between Directors	None

4. Approved the Appointment of CS Deepika Undhad as the Company Secretary and Compliance Officer of the Company.

Sr. No.	Particulars	Details
1	Reason for Appointment	As the Company Secretary and Compliance Officer of the Company to comply with the guidelines issued by regulatory agencies, that company policies and procedures are being followed, and that behavior in the organization meets the company's standards of conduct.
2	Date of Appointment	11 th June, 2019
3	Term of Appointment	N.A.
4	Brief Profile	Ms. Deepika Undhad is a Company Secretary (Membership No. A41244) and a Commerce Graduate. She has experience of working in reputed organizations in the secretarial department.
5	Relationship between Directors	None



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5. Approved the Appointment of Mr. Rajiv Darji as the Chief Executive Officer (CEO) of the Company.

Sr. No.	Particulars	Details
1	Reason for Appointment	His experience would help Company to attain the vision of its new business line.
2	Date of Appointment	11 th June, 2019
3	Term of Appointment	N.A.
4	Brief Profile	He has over 13 years of experience in the field of real estate business with an enriching expertise in the field of Legal, Liasoning, Project Planning & Execution.
5	Relationship between Directors	None.

6. Diversification into Infrastructure & Real Estate Industries and adoption of new Memorandum of Association.

Sr. No.	Particulars	Details
1	industry or area to which the new line of business belongs to	Infrastructure, Construction, Real Estate and Allied Industries
2	Expected benefits	The Current Promoters and Management have vast experience in the Infrastructure and Real Estate sector, Having regard to the technical experience of the management and financial resource of the Company, the Board of Directors consider that it is advisable to diversify into Real Estate sector. The proposed business activities are capable of growth of the Company.
3	Estimated amount to be invested	Rs. 50 crores Board would review the same periodically in the interest of business and shareholders' value creation.
4	Amendment to	Memorandum of Association of the Company.
5	Clause	Clause III
6	Reason	Clause IIIA and IIIB of the Memorandum of Association of the company be altered by replacing and substituting the same with new clauses viz., Clause III (a) and Clause III (b)

You are requested to please take on record our above said information for your reference.

For Ruchika Industries India Limited

Sanjay Patkar

Director

DIN: 08349171