



NOTICE

NOTICE IS HEREBY GIVEN THAT THE 20TH ANNUAL GENERAL MEETING OF THE MEMBERS OF R M DRIP AND SPRINKLERS SYSTEMS LIMITED FOR THE FINANCIAL YEAR 2023-2024 WILL BE HELD ON MONDAY, 30TH SEPTEMBER, 2024 AT 12.00 PM (IST) AT THE REGISTERED OFFICE OF THE COMPANY AT GAT NO. 475, VILLAGE GONDE, TAL. SINNAR, DIST. NASHIK-422103 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements –

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon;

2. Re-Appointment of Director –

To appoint Director in place of Mr. Somnath Khanderao Date (DIN: 09843323) who retires by rotation as a Director and being eligible, offers himself for re-appointment:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Mr. Somnath Khanderao Date (DIN: 09843323) who retires by rotation as a Director at this AGM, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS:

3. Appointment of M/s Bilimoria Mehta & Co. as the Statutory Auditors of the Company to fill the casual vacancy caused by resignation of M/s MASD & Co. LLP, till the conclusion of the Annual General Meeting:

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

“RESOLVED THAT pursuant to the provisions of Section 139,141 & 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the provisions stipulated by SEBI vide its circular no. CIR/CFD/CMD1/114/2019 dated October 18, 2019 and on the recommendations of the Audit Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for appointment of **M/s Bilimoria Mehta & Co.**, Chartered Accountants [having Firm Registration Number **101490W** with the Institute of Chartered Accountants of India (ICAI)] as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s MASD & Co. LLP, Chartered Accountants [having Firm Registration Number 146249W with the Institute of Chartered Accountants of India (ICAI)] with effect from 31st August, 2024, to hold office as the Statutory Auditors of the Company from **6th September, 2024** till the conclusion of the ensuing Annual General Meeting of Company.”



“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize their terms of engagement according to the scope of their services as Statutory Auditors and other permissible assignments, if any, including Audit Fee, Certification Fee, Tax Audit Fee (excluding GST) plus reimbursement of out of pocket expenses, etc., in line with prevailing rules and regulations made in this regard including their terms of appointment as per the provisions of Clause 6(A) and 6(B) of SEBI Circular No. CIR/CFD/ CMD1/114/2019 dated October 18, 2019.”

“RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution including filing of necessary forms with the concerned office of the Registrar of Companies, as may be required and to comply with all other requirements in this regard.”

4. Appointment of M/s Bilimoria Mehta & Co. as Statutory Auditors of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, **M/s Bilimoria Mehta & Co.**, Chartered Accountants [having Firm Registration Number **101490W** with the Institute of Chartered Accountants of India (ICAI)] be and is hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 (five) consecutive years from the conclusion of this 20th Annual General Meeting till the conclusion of 25th Annual General Meeting to be held in the calendar year 2029, on payment of such remuneration and reimbursement of expenses, as may be mutually agreed between the Company and the said statutory auditors, and as may be further approved by the Board of Directors on the recommendations of the Audit Committee of the Board from time to time, with power to the Board of Directors, to alter and vary the terms and conditions of appointment, etc., in such manner and to such extent as may be mutually agreed with the Statutory Auditors.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors (which term shall be deemed to include any Committee of the Board authorised in this behalf), be and is hereby authorised to do all such acts, deeds, and things, as it may in its absolute discretion deem necessary, proper or desirable in this regard.

For and behalf of R M Drip and Sprinklers Systems Limited

Sd/-

Somnath Khanderao Date

Chairman & Director

DIN 09843323

Place: Nashik

Date: 6th September, 2024



NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY-EIGHT (48) HOURS BEFORE THE MEETING

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding Fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
4. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at its registered office of the Company between 10:00 a.m. to 1:00 p.m. on all working days (except Saturday, Sundays and Public holidays) up to the date of the Annual General Meeting.
5. In line with the MCA General Circular No. 20/2020 dated 5/5/2020, General Circular No. 02/2021 dated 13/1/2021, General Circular No 02/2022 dated 5/5/2022 and General Circular No. 10/2022 dated 28/12/2022 read with SEBI Circular no. SEBI/HO/CFD/CMD11/CIR/P/2020/79 dated 12/5/2020, SEBI Circular no. SEBI/HO/CFD/CMD 2/CIR/P/2021/11 dated 15/1/2021, SEBI Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13/5/2022 and SEBI Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05/01/2023, Notice of the AGM along with the Annual Report for financial year 2023-2024 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same.
6. The Notice convening the 20th AGM and the Annual Report for financial year 2023-2024 has been uploaded on the website of the Company i.e., <https://www.rmdrip.com> and may also be accessed on the websites of the Stock Exchanges i.e., NSE Limited www.nseindia.com.
7. Details of Directors seeking Appointment / Re-appointment at the 20th Annual General Meeting pursuant to 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meetings are as under:

Name	Mr. Somnath Khanderao Date
Brief Profile	Mr. Somnath Khanderao Date is a Non-Executive Director. He is a Engineering Graduate from Poona University, Maharashtra. He Has over 30 years of experience in industrial sector, Worked with Kirloskar's and American MNCs, Handled various Engineering project and energy

	portfolio, He has been instrumental in effective changes, implementing systems and production automation and facilities, Having own Proprietary firm supplying the auto parts to Various industries, Develop and implement best practices in operations, Lead auditor in EMS, Experience in Auto components manufacturing line various projects..
Director Identification Number (DIN)	09843323
Date of Birth (DD/MM/YYYY)	01/06/1967
Age (in years)	57 years
Nationality	Indian
Date of original appointment	04/01/2023
Percentage of Shareholding in the Company	0.01%
Qualification	Engineering Graduate from Poona University, Maharashtra.
Nature of expertise in specific functional areas	He has been on the Board of our Company since January 04, 2023. He looks after the production activities of the Company.
Number of Equity Shares held in the Company	2,000
Number of Board Meetings attended during the Financial Year 2023-2024	12
Directorships held in other Companies (*)	NA
Memberships of Committees in other Companies (*)	None
Names of the Listed Entities from which the appointee has resigned in the past three years	None
Relationships between Directors of the Company inter-se or with Key Managerial Personnel	NA
Terms and conditions of appointment / re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	NA

8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, mandates, nominations, power of attorney, bank account (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.
- For shares held in electronic form: to their Depository Participants (DPs)
 - For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 along with relevant proofs and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021.
9. Members are further requested to note that non-availability of correct bank account details such as MICR(<Magnetic Ink Character Recognition=), IFSC (<Indian Financial System Code=) etc., which are required for making electronic payment will lead to rejection/failure of electronic payment instructions by the bank in which case, the Company or RTA will use physical payment instruments for making payment(s) to the Members with available bank account details of the Members.



10. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.
11. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of the Company's RTA at www.bigshareonline.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.
12. SEBI vide its Circular dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
14. As per the provisions of Section 72 of the Act and aforesaid SEBI Circulars, the facility for making nomination is available for the Members in respect of the shares held by them in physical mode. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 with RTA.
15. Further members holding physical shares are informed that they can opt out of nomination or cancel the existing nomination by filing following form with RTA:
 - a) Form ISR 3 3: For opting out of nomination by shareholder(s)
 - b) Form SH - 14: For cancellation or variation to the existing nomination of the shareholder(s)
16. Any query relating to financial statements must be sent to the company's Registered Office at least seven days before the date of the Meeting.
17. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.
18. The Register of Members and the Share Transfer Books of the Company will be closed from 24th September, 2024 to 30th September, 2024 (both days inclusive).
19. Pursuant to the provisions of Section 124 of the Act, dividend which remains unpaid or unclaimed for a period of seven (7) consecutive years from the date of its transfer to unpaid dividend account, is required to be transferred by the Company to Investor Education and Protection Fund (<IEPF=), established by the Central Government under the provisions of Section 125 of the Act, not applicable during the current financial year. Shareholders who have not encashed the dividend so far are requested



to write to the Company/RTA, accordingly arrangement shall be made to release the unclaimed dividend amount.

20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 executed by the company with the Stock Exchange, the company is pleased to provide members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Bigshare Services Pvt. Ltd..
21. During the e-voting period, members of the company holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Monday, 23rd September, 2024 may cast their votes electronically.
22. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, shall be entitled to avail the facility of remote voting as well as voting at the AGM through ballot paper.
23. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Monday, 23rd September, 2024, may obtain the login ID and password by sending a request to <https://ivote.bigshareonline.com>.
24. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
25. Once the vote on a resolution is cast by a shareholder, the shareholder shall not be allowed to change it subsequently.
26. Member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
27. The said Notice sent to the Members will also be available on the Company's website <https://www.rmdrip.com/investors.html> and on the website of the Stock Exchanges i.e. NSE Limited <https://www.nseindia.com/> and on the website of Bigshare <https://ivote.bigshareonline.com>.
28. CS Nuren Lodaya (Membership No. ACS 60128/ CP No. 24248) of M/s. Nuren Lodaya & Associates Practicing Company Secretary has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM, in a fair and transparent manner.
29. The Scrutinizer shall, immediately after the conclusion of voting at the AGM first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than two days of conclusion of the Meeting a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
30. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://www.rmdrip.com/investors.html> and on the website of the Stock Exchanges i.e. NSE Limited <https://www.nseindia.com/> and on the website of Bigshare <https://ivote.bigshareonline.com> within two (2) days of passing of the resolution at the AGM of the Company.



31. The resolutions shall be deemed to be passed on the date of the AGM, subject to receipt of sufficient votes through a compilation of Voting results (i.e. remote e-Voting and the voting held at the AGM).

BIGSHARE I-VOTE E-VOTING SYSTEM

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on 26th September, 2024 and ends on 29th September, 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2024 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
1. Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) 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: https://eservices.nsdl.com 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. 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



	<p>BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ 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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful 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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](#).

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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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 helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
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 evoting@nsdl.com or call at 022- 48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.



- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option **"IN FAVOUR"**, **"NOT IN FAVOUR"** or **"ABSTAIN"** and click on **"SUBMIT VOTE"**. A confirmation box will be displayed. Click **"OK"** to confirm, else **"CANCEL"** to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on **"REGISTER"** under **"CUSTODIAN LOGIN"**, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on **'LOGIN'** under **'CUSTODIAN LOGIN'** tab and further Click on **'Forgot your password?'**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'RESET'**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under **"DOCUMENTS"** option on custodian portal.
 - Click on **"DOCUMENT TYPE"** dropdown option and select document type power of attorney (POA).
 - Click on upload document **"CHOOSE FILE"** and upload power of attorney (POA) or board resolution for respective investor and click on **"UPLOAD"**.

Note: The power of attorney (POA) or board resolution has to be named as the **"InvestorID.pdf"** (Mention Demat account number as Investor ID.)



- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

For and behalf of R M Drip and Sprinklers Systems Limited

Sd/-

Somnath Khanderao Date

Chairman & Director

DIN 09843323

Place: Nashik

Date: 6th September, 2024



DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name	Mr. Somnath Khanderao Date
Brief Profile	Mr. Somnath Khanderao Date is a Non-Executive Director. He is a Engineering Graduate from Poona University, Maharashtra. He Has over 30 years of experience in industrial sector, Worked with Kirloskar's and American MNCs, Handled various Engineering project and energy portfolio, He has been instrumental in effective changes, implementing systems and production automation and facilities, Having own Proprietary firm supplying the auto parts to Various industries, Develop and implement best practices in operations, Lead auditor in EMS, Experience in Auto components manufacturing line various projects..
Director Identification Number (DIN)	09843323
Date of Birth (DD/MM/YYYY)	01/06/1967
Age (in years)	57 years
Nationality	Indian
Date of original appointment	04/01/2023
Percentage of Shareholding in the Company	0.01%
Qualification	Engineering Graduate from Poona University, Maharashtra.
Nature of expertise in specific functional areas	He has been on the Board of our Company since January 04, 2023. He looks after the production activities of the Company.
Number of Equity Shares held in the Company	2,000
Number of Board Meetings attended during the Financial Year 2023-2024	12
Directorships held in other Companies (*)	NA
Memberships of Committees in other Companies (*)	None
Names of the Listed Entities from which the appointee has resigned in the past three years	None
Relationships between Directors of the Company inter-se or with Key Managerial Personnel	NA
Terms and conditions of appointment / re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	NA

For and behalf of R M Drip and Sprinklers Systems Limited

Sd/-

Somnath Khanderao Date

Chairman & Director

DIN 09843323

Place: Nashik

Date: 6th September, 2024



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

Item Number 3 & 4:

M/s MASD & CO LLP, (Firm Registration No. 146249W), have tendered their resignation from the position of Statutory Auditors of the Company and hence resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013.

Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company.

The Board of Directors of the Company, on recommendations of the Audit Committee, at its meeting held on 6th September, 2024 approved the appointment of M/s Bilimoria Mehta & Co. Chartered Accountants, (Firm Registration No. 101490W) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s MASD & CO LLP, Chartered Accountants subject to approval of shareholders.

M/s Bilimoria Mehta & Co., Chartered Accountants shall hold the office of the Statutory Auditors of the Company until the conclusion of the Annual General Meeting.

Further, on recommendations of the Audit Committee, the Board of Directors have proposed the appointment of M/s Bilimoria Mehta & Co., Chartered Accountants having FRN 101490W as "Statutory Auditors" of the Company for a term of 5 years, subject to approval of shareholders in the Annual General Meeting and to hold office the conclusion of 25th Annual General Meeting to be held in the calendar year 2029.

M/s Bilimoria Mehta & Co. Chartered Accountants have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons of their relatives, in any way, concerned or interested in the resolution as mentioned in **Item Number 3 & 4.**



ATTENDENCE SLIP

(to be presented at the entrance)

20TH ANNUAL GENERAL MEETING

ON MONDAY, 30TH DAY OF SEPTEMBER, 2024 AT 12.00 Noon

At Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India

Registered Folio OR DP ID & Client ID (For holders holding shares in DEMAT/ Electronic Form)	
Name and Address of the Shareholder(s) Joint Holder 1 Joint Holder 2	

I certify that , I am /We are registered shareholder/ proxy for registered shareholder of the company and hereby record my/our presence at the 20th Annual General Meeting of the Company held at **Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India**, on Monday, the 30th Day of September, 2024 at 12.00 Noon

Member's/Proxy's Signature:_____

Name of proxy :-

Note:

1. Please fill in the Folio/DP ID/Client ID No., Name and Sign this Attendance Slip and hand over at the Attendance Verification Counter at the Entrance of the Meeting Hall.
2. Members signature should be in accordance with the specimen signature in the Register of Members of the Company.



Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L27200MH2004PLC150101
Name of Company	R M DRIP AND SPRINKLERS SYSTEMS LIMITED
Registered office	Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India

Name of Member(s)	
Residential Address/ Registered Address	
E-mail Id	
Folio No / Client Id	
DP ID	

I/We, being the member (s) of _____ shares of the above named company, hereby appoint

1.

NAME	
Address	
E-mail Id	
Signature	

or failing him /her ,

2.

NAME	
Address	
E-mail Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting/ ~~Extraordinary general meeting~~ of the company, to be held on the **Monday, 30th Day of September, 2024 at 12.00 Noon at Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India** and at any adjournment thereof in respect of such resolutions as are indicated below:



**Ordinary business
Resolutions :-**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2024 and the Reports of the Board of Directors and the Auditors' thereon.
2. To re-appoint Directors in place of Mr. Somnath Khanderao Date(DIN: 09843323) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.
3. Appointment of M/s Bilimoria Mehta & Co. as the Statutory Auditors of the Company to fill the casual vacancy caused by resignation of M/s MASD & Co. LLP, till the conclusion of the Annual General Meeting.
4. 5Appointment of M/s Bilimoria Mehta & Co. as Statutory Auditors of the Company.

Signed this:- _____
(DD/MM/YYYY)

Signature of Shareholder

Signature of Proxy holder(s).....

Affix
Revenue
e
Stamp
,

Note:

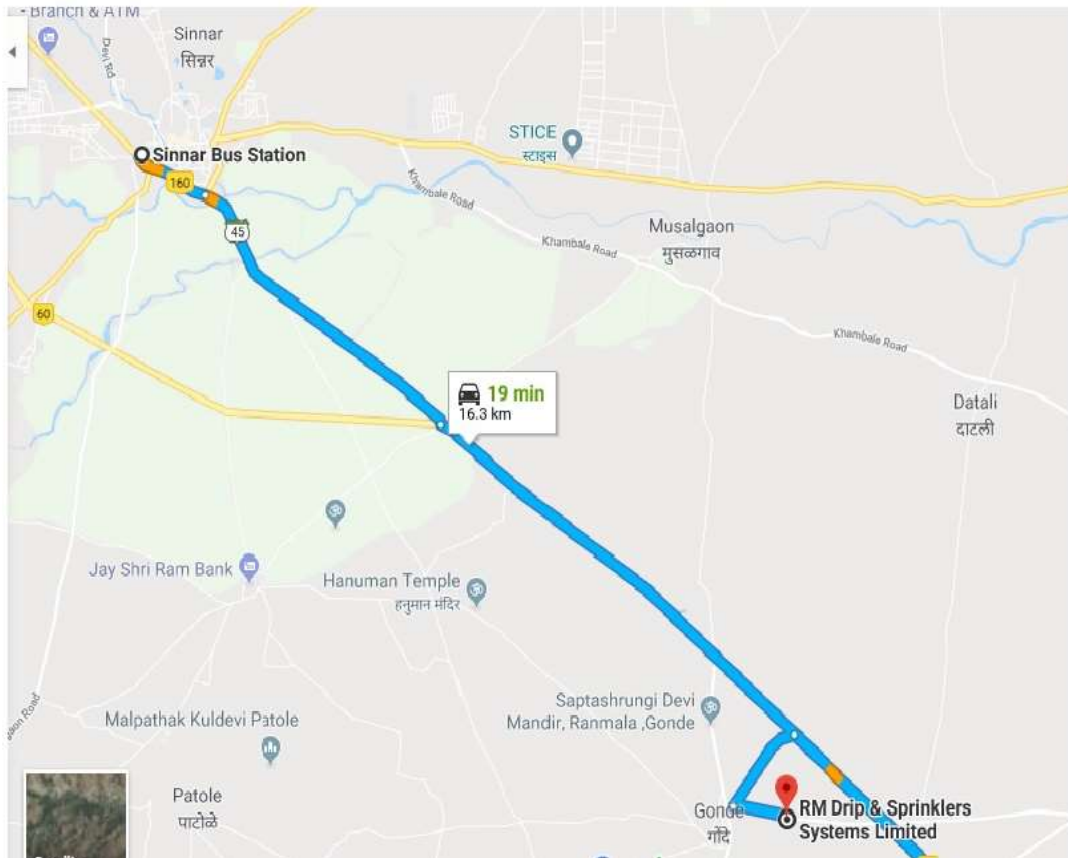
1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A person can act as a proxy on behalf of the members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such shall not act as proxy for any other person or shareholder.
3. Appointing a proxy does not prevent a member from attending the meeting in person, if he so wishes.



[ROUTE MAP OF AGM VENUE & CONTACT INFORMATION](#)



R M Drip & Sprinklers Systems Ltd.
Address Map of Registered office



Landmark :- Malwadi Road.



[ROUTE MAP OF AGM VENUE & CONTACT INFORMATION](#)

Registered Office:

Gat No. 475, Village Gonde,
Taluka Sinnar, Nashik - 422113,
Maharashtra, India

Contact: +91 9226509809

Email:

cs@rmdrip.com

Web: www.rmdrip.com