

R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Email : rmdrip@gmail.com Web : www.rmdrip.com Contact : +91-77200 94737

CIN : L27200MH2004PLC150101



RM Drip
And Sprinkler Systems Ltd.

Date: 1st November, 2021

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
BandraKurlaComplex, Bandra (E),
Mumbai – 400051.

NSE Symbol: RMDRIP

Sub: Outcome of Board Meeting dated 1st November, 2021 under Regulation 30(6) of SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

We would like to inform you that a meeting of Board of Directors of the Company was held on Monday, 1st November, 2021 and said meeting commenced at 1:45 p.m. and concluded at 5 p.m. Outcome of that meeting is as below:

1. The Board of Directors of the Company has approved and adopted Half yearly unaudited Financial Results for the Half year ending on 30th September, 2021 and Auditor's Limited Review Report thereon.
2. The Board of directors has given the approval, revised and fixed the remuneration of Mr. Shyam Sundar Dash, Managing Director as Rs 2,62,500/- (Rupees Two Lakh Sixty Two Thousand Five Hundred Only) per month and commission of 10% of Rs 250000/- i.e. Rs 25000/- per month to be paid w.e.f. 1st April, 2021 and such remuneration will be effective till 31st March, 2022 inclusive of all permissible allowances and perquisites subject to approval of shareholders at next general meeting of the company
3. The Board of Directors gave their consent to fill the intermittent vacancy and appointed Mr. Ajay Raghunathrao Saraf (DIN: 08590053) as the additional Non – Executive Independent

Director of the company who shall hold office upto the date of the ensuing General Meeting of the Company and thereafter for the period of 5 years as Independent Director w.e.f. 1st November, 2021 subject to approval of members in ensuing general meeting


4. Reconstitution of the following committees was approved by the Board of Directors on appointment of new independent director as committee member ;
 - a) Nomination and Remuneration Committee
 - b) Audit Committee
 - c) Stakeholders Relationship committee
5. To note change in name of Milind M. Kulkarni & Associates, Chartered Accountants (FRN: 126975W) to Prakash G. Pathak & Company, Chartered Accountants (FRN: 126975W) keeping all other registration numbers and PAN number of the firm same.

Kindly take the same on your record and acknowledge.

Thanking You.

Yours faithfully,

For R M Drip and Sprinklers Systems Limited


Shyam Sundar Dash

Managing Director

DIN: 07502666

Add: Flat No. S 202, H Wing, Suyojit One World,
S No 113/4/32 & 113 B, Opp. Bytco College,
Nashik Road, Nashik 422101, Maharashtra, India



Encl.:-



- 1) Supplemental agreement for remuneration of Managing Director.
- 2) Brief profile, Consents and declaration given by Mr. Ajay Raghunathrao Saraf
- 3) Intimation letter for change in name of statutory auditor firm with brief profile for new firm.



महाराष्ट्र MAHARASHTRA

2020

YK 060882

फक्त प्रतिज्ञापत्रसाठी (अनुच्छेद - ४) / Only for Affidavit (Article-4)	
प्रतिज्ञापत्र कोणाकडे सादर करावयाचे कंपनी	
प्रतिज्ञापत्र करणाऱ्या कारण करारनामा	
मुद्रांक विकत घेणा-याचे रहीवासी पत्ता	R. M. DRIP & SPRINKLER SYSTEMS LTD. G. NO. 475, MALWADI ROAD, GONDE VILLAGE, TAL. SINNAR, DIST. NASHIK. PIN 422103
हस्ते असल्यास त्याचे नांव व पत्ता	श्री किरण रामनाथ सांगळे, नाशिकरोड
मुद्रांक विक्री नोंदणी अनुक्रमांक - १३१७ / २०२१ दिनांक - २५/१०/२०२१	
मुद्रांक विकत घेणा-याची सही :-	
परवानाधारक मुद्रांक विक्रेत्याचे नांव व सही : अनिल बबन बो-हाडे परवाना क्रमांक : १९/२०००, दि. १४/०८/२०००, मो. नं. ९८२२९०३८०५ मुद्रांक विक्रीचे ठिकाण व पत्ता : तहसिल कार्यालय आवार, सिन्नर	



4TH SUPPLEMENTAL AGREEMENT

4TH SUPPLEMENTAL AGREEMENT FOR REVISION IN TERMS OF
REMUNERATION OF MR. SHYAM SUNDAR DASH, MANAGING DIRECTOR OF
THE COMEPANY

THIS SUPPLEMENTAL AGREEMENT made at Nashik, this Monday, 1st Day of November, 2021 between R M Drip and Sprinklers Systems Limited, a Company incorporated under the Companies Act, 1956 and having its Registered Office at Gat No. 475, Village Gonde, Taluka Sinnar, Nashik 422113, Maharashtra, India, (Hereinafter called "the Company") of the One Part and Mr. Shyam Sundar Dash, (DIN: 07502666) (Hereinafter called "the Managing Director") residing at Flat No. S-202, H Wing, Suyojit One World, Opp. Bytco College, Nashik Road Nashik-422101, Maharashtra, India, of the other part is supplemental to and in modification to the Principal Agreement dated July 10, 2017 and 1st Supplemental Agreement dated 17th January 2020 and 2nd Supplemental Agreement dated 25th June, 2020 and 3rd Supplemental agreement dated 25th August, 2021 between the parties hereto.

WHEREAS Mr. Shyam Sundar Dash was appointed as Managing Director of the Company for the period of five years w.e.f. July 10, 2017.

AND WHEREAS the Shareholders have at the Extra Ordinary General Meeting of the Company held on July 10, 2017 and Annual General meeting held on 24th September, 2020, approved and authorized the board of directors to do the revision and enhancement in the remuneration payable to the Managing Director from time to time within tenure of 5 years as board of directors deem fit being within specified limit of Section 197 of the Companies Act 2013 read with Schedule V of the Companies Act 2013 in case of no or in adequate profit of the Company.

AND WHEREAS the Shareholders have at the Annual General Meeting of the Company held on September 27, 2021 approved fixation of remuneration for further period of 1 year i.e. till 9th July 2022 and authorized the board of directors to do the revision and enhancement in the remuneration payable to the Managing Director from time to time within tenure of 1 year as board of directors deem fit being within specified limit of Section 197 of the Companies Act 2013 read with Schedule V of the Companies Act 2013 in case of no or in adequate profit of the Company.

NOW THESE PRESENTS WITNESS AND IT IS HEREBY AGREED as follows:-

1. For para 2(b)(i) of the Principal Agreement dated July 10, 2017 substitute the following

paragraph :-

Remuneration of Rs 2,62,500/- (Rupees Two Lakh Sixty Two Thousand Five Hundred Only) per month and commission of 10% of Rs 250000/- i.e. Rs 25000/- per month to be paid w.e.f. 1st April, 2021 and such remuneration will be effective till 31st March, 2022 inclusive of all permissible allowances and perquisites .

The period of remuneration is fixed up as From 1st April 2021 to 31st March 2022 and thereafter will be fixed and revised for remaining period of appointment by passing necessary resolution subject to approval of the shareholders.

2. All other terms and conditions in the said Principal Agreement dated July 10, 2017 shall remain unaltered.

IN WITNESS WHEREOF these presents have been executed by the parties hereto on the date and year first above mentioned.

The Common Seal of R M Drip and Sprinklers Systems Limited was hereunto affixed in the presence of:


For R M Drip and Sprinklers Systems Limited

Mr. Vijaykumar Hanmant Kshirsagar, Director of the Company

Witnesses:

Name:- Ajit Vilas Kulkarni

Add:- Nashik

Sign:- 



SIGNED, SEALED AND DELIVERED by the said Mr. Shyam Sundar Dash in the presence of:

Witnesses:

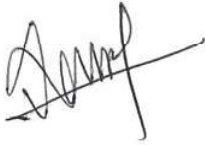
Name:- Rajesh R. Wagh

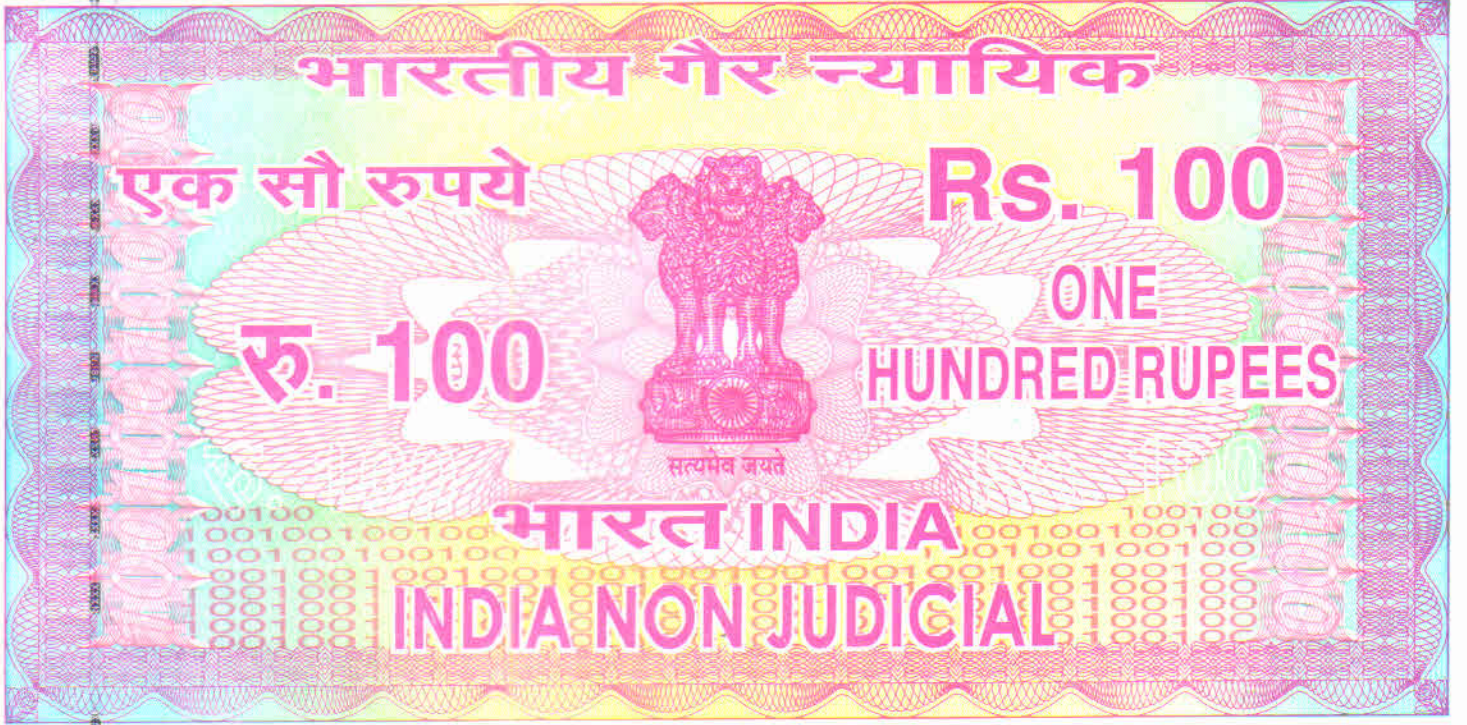
Add:- Nashik

Sign:- 

Brief Profile of Mr. Ajay Raghunathrao Saraf

Name of the Independent Director	Ajay Raghunathrao Saraf
DIN	08590053
Residential Address	Highrise Prestige Apartments, Flat # HD-01, New Sneh Nagar, Near Purushottam Super Bazar, Wardha Road, Nagpur- 440015
Date of Birth	17/08/1963
Contact No.	+91-7020418240
Email Id	asajaysaraf@gmail.com
PAN	AORPS1820F
Educational Qualification	B.Tech. Agriculture Engineer
Experience	33+ years
Shareholding in Company	Nil
Reason for appointment	In order to fill the requirement of S 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014 of the Companies Act, 2013.





महाराष्ट्र MAHARASHTRA

2020

YK 733840

अ.न. ४४९ दि.: ... ८.८.२०२१ ... रुपये ... १००/-

धेणान्याचे नांव :

हस्ते :

वर्णन :



हस्त शंकर अशोक शिंदे

कारकनामा

S. P. Gadgil

On Rs. 100/- stamp paper

मुद्रांक विक्रेता, वावी
परवाना क्र. ३०/२०००

धेणान्याची सही

S. P. Gadgil



DECLARATION

(Pursuant to Sub Section (7) of Section 149 of the Companies Act, 2013 to be made at the first meeting of the Board in which Independent Director participates as Director and thereafter at the first meeting of the Board in every financial year by the Independent Directors of the Company on fulfillment of the criteria of independence as provided under Sub Section (6) of Section 149 of the Companies Act, 2013)

To

The Board of Directors

R M DRIP AND SPRINKLERS SYSTEMS LIMITED

(CIN: L27200MH2004PLC150101)

Add: - Gat No. 475, Village Gonde,

Taluka Sinnar, Nashik-422113, Maharashtra, India

Sub: Declaration of independence under section 149(7) of the Companies Act, 2013.

I, **Ajay Raghunathrao Saraf**, hereby declare that being non-executive, Independent Director of **R M DRIP AND SPRINKLERS SYSTEMS LIMITED**, I comply with all the criteria of independence as envisaged in the section 149(6) of the Companies Act, 2013.

I herewith declare that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors in the company, its holding, subsidiary or associate company;
- I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;



Neither me nor any of my relatives:

- a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
 - a. a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - b. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
 - c) holds together with my relatives 2% or more of the total voting power of the company; or
 - d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- Further I possess qualifications as prescribed under Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014.
 - Further pursuant to Rule No 6 of the Companies (Appointment and qualification of directors) fifth amendment Rules, 2019, I have done the registration for inclusion of my name in the data bank of independent directors maintained by Indian Institute of Corporate Affairs at Manesar (Haryana) vide Registration Number.: IDDB-DI-202110-039307

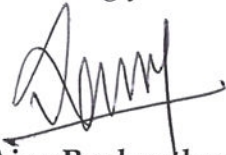
I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.



Further, I do hereby declare and confirm that the above said information's true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,



Ajay Ragnathrao Saraf

DIN: 08590053

**Add: Highrise Prestige Apartments,
Flat # HD-01, New Sneh Nagar,
Near Purushottam Super Bazar,
Wardha Road, Nagpur- 440015**

Date: 22/10/2021

AJAY RAGHUNATHRAO SARAF

Address: Highrise Prestige Apartments, Flat # HD-01, New Sneh Nagar, Near Purushottam Super Bazar, Wardha Road, Nagpur- 440015

Mobile No.: +91-7020418240 **Email:** asajaysaraf@gmail.com

FORM DIR-2

[Pursuant to Section 152(5) and rule 8 of Companies (Appointment and Qualification of Director) Rules, 2014]

To,

R M DRIP AND SPRINKLERS SYSTEMS LIMITED
GAT NO. 475, VILLAGE GONDE, TALUKA SINNAR,
NASHIK, MH, 422113

Subject: Consent to act as a Director of the Company

I, Ajay Saraf, S/o Raghunathrao Saraf hereby give my consent to act a director of the R M Drip and Sprinklers Systems Limited pursuant to sub-section 5 of Section 152 of Companies act, 2013 and certify that I am not disqualified to become director under Companies Act, 2013.

1.	Director Identification Number (DIN)	08590053
2.	Name (in full)	AJAY RAGHUNATHRAO SARAF
3.	Father's Name	RAGHUNATHRAO BALKRISHNA SARAF
4.	Address	HIGHRISE PRESTIGE APARTMENTS, FLAT # HD-01, NEW SNEH NAGAR, NEAR PURUSHOTTAM SUPER BAZAR, WARDHA ROAD, NAGPUR- 440015
5.	E-mail Id	asajaysaraf@gmail.com
6.	Mobile No.	+91-7020418240
7.	Income tax PAN	AORPS1820F
8.	Occupation	Consultancy (Self Employed)
9.	Date of Birth	17/08/1963
10.	Nationality	Indian

11. No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, and Manager;



Sr. No.	Names of Companies	Designation	Date of Appointment
1	FREST AGRO PRIVATE LIMITED	Managing Director	08/06/2020
2	NATCAP ECOFUEL REFINERY PRIVATE LIMITED	Executive Director	17/10/2019
3	NATCAP POWER PRIVATE LIMITED	Executive Director	30/07/2020
4	HREAL PRIVATE LIMITED	Managing Director	17/06/2020

12. Particulars of Membership No. and Certificate of practice No. if applicant is a member of any professional Institute: **NA**

DECLARATION

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed, my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.



Ajay Raghunathrao Saraf

Add: Highrise Prestige Apartments,
Flat # HD-01, New Sneh Nagar,
Near Purushottam Super Bazar,
Wardha Road, Nagpur- 440015

Date: 22/10/2021

Place: Nagpur

Attachments:

1. Proof of Identity: PAN
2. Proof of Residence Aadhar Card

AJAY RAGHUNATHRAO SARAF

Address: Highrise Prestige Apartments, Flat # HD-01, New Sneh Nagar, Near Purushottam Super Bazar,
Wardha Road, Nagpur- 440015

Mobile No.: +91-7020418240 **Email:** asajaysaraf@gmail.com

FORM DIR-8

Intimation by a Director

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Registration No. of Company : 150101 (CIN: L27200MH2004PLC150101)
Nominal Capital Rs. : 10,00,00,000
Paid-up Capital Rs. : 6,69,00,000
Name of the Company : R M DRIP AND SPRINKLERS SYSTEMS LIMITED
Address of its Registered Office : GAT NO. 475, VILLAGE GONDE, TALUKA SINNAR,
NASHIK 422113, MAHARASHTRA, INDIA

To,
The Board of Directors
R M Drip and Sprinklers Systems Limited
Gat No. 475, Village Gonde, Taluka Sinnar,
Nashik 422113, Maharashtra, India

I, Ajay Saraf, S/o Raghunathrao Saraf, residing at Highrise Prestige Apartments, Flat # HD-01, New Sneh Nagar, Near Purushottam Super Bazar, Wardha Road, Nagpur- 440015 being a Director in the Companies, hereby give notice that I am/was a Director in the following Companies during the last three years :-

Sr.No.	Name of the Company	Date of Appointment	Date of Cessation
1.	FREST AGRO PRIVATE LIMITED	08/06/2020	-
2.	NATCAP ECOFUEL REFINERY PRIVATE LIMITED	17/10/2019	-
3.	NATCAP POWER PRIVATE LIMITED	30/07/2020	-
4.	HREAL PRIVATE LIMITED	17/06/2020	-



I further confirm that I have not incurred any disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present stand free from any disqualification from being a director.



Ajay Raghunathrao Saraf

Director

DIN: 08590053

Add: Highrise Prestige Apartments,
Flat # HD-01, New Sneh Nagar,
Near Purushottam Super Bazar,
Wardha Road, Nagpur- 440015

Date: 22/10/2021

Place: Nagpur

Independent Director's
D A T A B A N K

Registration Certificate

Independent Director's Databank registration certificate is issued to

Ajay Raghunathrao Saraf

Valid from 27 Oct 2021 to 26 Oct 2022

Registration No. : IDDB-DI-202110-039307



**Indian Institute of
Corporate Affairs**

Partners in Knowledge. Governance. Transformation.



Prakash G. Pathak & Company

Chartered Accountants

Add.: Atharva, 32, Shramiknagar Society, Opp Shree Swami Samarth Kendra Gangapur Road, Nashik-422013. Tel. (0253) 2573558

Date: 28/10/2021

To,
Board of Directors,
R M Drip and Systems Limited
Gat No. 475, Village Gonde, Taluka Sinner,
Nashik, 422113

Dear Client,

Subject: To intimate about the Change in the name of the firm

This intimation letter is to inform you that, the name of our firm has been changed from "M/s Milind M. Kulkarni and Associates" to "M/s Prakash G. Pathak & Company" with effect from 13th October, 2021 for the purpose of expansion of business keeping the Firm Registration Number same as before.

We also want to promise you that despite of change in the name, we guarantee to provide you best possible services and consultancy in the time to come with the similar priority as before.

We look forward to continuing the business with you in the future.

Yours Sincerely,

Prakash G. Pathak & Company

Chartered Accountant

FRN: 126975W

CA Atul Deshpande

Partner

Membership No. 118218





Prakash G. Pathak & Company

Chartered Accountants

Add: Atharva, 32, Shramiknagar Society, Opp Shree Swami Samartha Kendra Gangapur Road, Nashik-422013. Tel: (0253) 2573556

Brief Profile of Statutory Auditor

Name of the firm	PRAKASH G. PATHAK & COMPANY
FRN	126975W
Name of Auditor	CA. ATUL DIWAKAR DESHPANDE
Membership no.	118218
Registered Office Address	32, ATHRVA, SHRAMIK SOCIETY, OPP. SWAMI SAMARTH KENDRA, GANGAPUR ROAD, NASHIK 422013
Contact No.	9960101151
Email Id	atul.d@mmkassociates.com
Scope of work	<p>1) Conducting of statutory audit of books and papers and accounts of the company and submission of statutory Audit Report pursuant to Companies Act 2013 for the relevant financial year</p> <p>2) Providing unaudited/audited Limited Review Report on Half Yearly/Yearly and Year-to-date financial results as required under Listing obligations and Disclosure Requirements Regulations, 2015</p> <p>3) Issue various certificate to company from time to time.</p>
Reason for appointment	M/s Milind M. Kulkarni & Associates, Chartered Accountants (FRN: 126975W), were re-appointed as a statutory Auditor of the Company appointed for the period of 5 consecutive years until the conclusion of sixth annual general meeting of the company to be held in financial year 2026-2027. The



	<p>statutory auditor has intimated the change in name of their Firm w.e.f 13th October 2021. The firm name Milind M. Kulkarni & Associates, Chartered Accountants (FRN: 126975W) has been changed to Prakash G Pathak & Company, Chartered Accountants (FRN: 126975W) keeping all other registration numbers and PAN number of the firm same.</p>
Term of appointment	<p>For 5 years i.e. from the conclusion of (17th) Annual General Meeting held for the financial year ending on 31st March 2021 until the conclusion of Annual General Meeting of the company to be held for the financial year to be ended on 31st March 2026 at the remuneration as fixed by board of Directors of the company.</p>

