17TH (SEVENTEENTH) ANNUAL REPORT
OF
R M DRIP AND SPRINKLERS SYSTEMS LIMITED
FOR F.Y. 2020-2021

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CORPORATE INFORMATION

COMPANY NAME	R M DRIP AND SPRINKLERS SYSTEMS LIMITED CIN: L27200MH2004PLC150101 ISIN: INE219Y01018 Investor Relation Mail Id: rmdripinvestors@gmail.com Stock Exchange details: National Stock Exchange of India Limited (NSE Emerge Platform)
REGISTERED OFFICE	GAT No. 475, Village Gonde, Taluka Sinnar, Nashik-422113 Email: rmdrip.india@gmail.com / rmdrip@gmail.com **Contact:** +91 77200 94737 Website: www.rmdrip.com
BOARD OF DIRECTORS	Mr. Shyam Sundar Dash – Managing Director Mr. Vijaykumar HanmantKshirsagar – Executive Director Mr. Nivrutti Pandurang Kedar – Non-Executive Director Mr. Arjun Ramji Makani – Non-Executive Director Mr. KewalKundanlalHanda – Independent Director Mr. Madhav Govind Ganpule – Independent Director Ms. Ulka Krishna Kulkarni – Independent Director
CHIEF FINANCIAL OFFICER	Mr. Ajit Vilas Kulkarni
COMPANY SECRETARY	Ms. Akshada Sanjay Bhase
STATUTORY AUDITORS	Milind M. Kulkarni & Associates Atharva, 32, Shramik Society, Opp. Shree Swami Samartha Kendra, Gangapur Road, Nashik-422013 Tel. 0253 2573558
INTERNAL AUDITOR	S. S. Patki & Co. 12, Sahbhagirathi co-op. Housing society, Patil lane no. 4, College road, Nashik 422005.

SECRETARIAL AUDITOR	CS Sujata R. Rajebahadur 'Gokul', 199, M.G.Road, Near Samarth Sahakari Bank, Nashik-422001 Tel. (0253) 2502561
BANKERS	State Bank of India HDFC Bank Ltd. Bank of Baroda TJSB Sahakari Bank Limited
BUSINESS IN STATES	1)Maharashtra 2) Karnataka 3) Madhya Pradesh 4) Gujarat 5) Uttar Pradesh 6) Bihar 7) Jharkhand
REGISTRAR AND TRANSFER AGENTS	Bigshare Services Pvt. Ltd. 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059 Contact No. 022 62638200 Website: www.bigshareonline.com

CORPORATE PHILOSOPHY

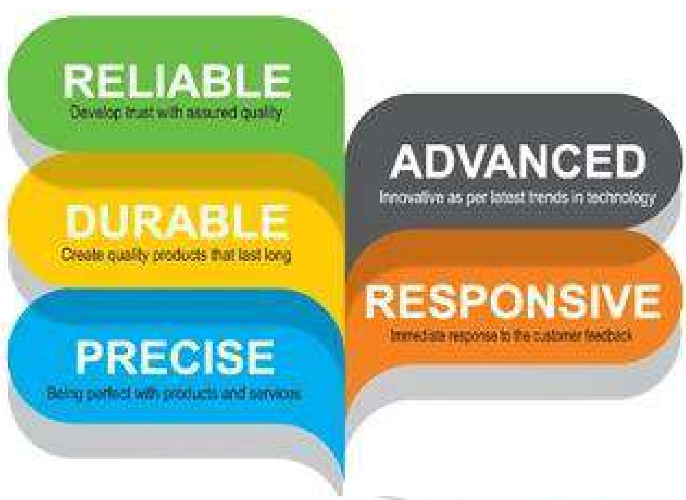
MISSION:

Our mission of RM Drip is to be the irrigation industry leader by 2022.

Profitably providing defect-free, high-value products and services that promote the intelligent use of water for worldwide irrigation applications. Achieving customer satisfaction by meeting or exceeding customer expectations. Being a responsible employer respected by employees and the community. Enabling employees to be the best they can be.

VISION:

The Company Envisages Its Growth By Focusing On The Five Basic Attributes Which Are Enumerated Below...



Chairman's Message

Dear Shareholders,

I am honored to present the progress of R M Drip and Sprinklers systems Limited for the financial year 2020-21. It delights me to present the operating revenues for the year of Rs. 18.21 crore even in the current economic situations. Company survived the ups and downs faced along the way because of the measures taken over throughout the period. Constant improvisations in product mix and initiatives taken for marketing the product helped increasing the sales, profitability and market expansion.

Apart from the economic slowdown due to Covid-19 and trade wars around the globe our worlds have changed significantly. Due to mobility restrictions and emerging unannounced challenges we try to remain optimistic that this situation will stabilize soon. Despite these unavoidable challenges, I am happy to share with you that the Company continues to meet all its statutory obligations and ensured that the employees get their full dues.

I would like to inform that Company was well supported by government's initiative of "Farmers (Empowerment and Protection) Agreement on Price Assurance and Farm Services Ordinance, 2020. It helped in boosting overall demand for irrigation products.

Even in such vulnerable situations management of the company has made a slow but steady progress with the help of diligent marketing team. It managed the walk on the edge and ended up on the progressive side at the end. All the departments gave their foremost contribution to the progress and had been loyal during the toughest of times.

Company has been very fortunate to have loyal and competent employees, supportive dealers, understanding suppliers and above all, reliable bankers who supported us in every possible way. With these factors coming together we survived through these difficult times with bearable injuries. Coming at the end while concluding I would like to show my gratitude to all our human resource and sincere thanks to shareholders, customers, dealers and all the statutory authorities who backed us thoroughly and kept faith in us during the hard times.

With Warm Regards,

Mr. Vijaykumar Hanmant Kshirsagar
Chairman
(DIN: 00816360**)**

Managing Director's Message

Dear Shareholders,

I wholeheartedly welcome you all to the **17th (Seventeenth) Annual General Meeting** of R M Drip and Sprinklers systems Limited through Video Conferencing.

I am delighted to inform you all about the performance of the company during the period of F.Y. 2020-21. The mentioned period has been full of unforeseen challenges and difficulties. Despite of the situations company has been working on the predetermined and planned out path trying to achieve all the targets decided at the beginning. I would like to share with you some of the future prospects and plans of the company. I believe being supporting investors you will have the company's back

According to the current state of the COVID-19 pandemic, social distancing norms, the continuing restriction on movement of persons at several places in the country and as per MCA circular and SEBI circular this year again the 17th Annual General meeting of the company will be conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue.

Further I would like to update you with the highlights of the performance and outlook for the period under consideration i.e. F.Y. 2020-2021. Following are the figures representing the financial position of the company for the period under review;

- Our **total revenue** for the year is Rs. 18.64 Crore as compared to Rs. 23.72 Crore in the previous year.
- We incurred a **Profit Before Tax** of Rs. 0.29 Crore as compared to profit of Rs. 2.01 Crore which was incurred in the previous financial year.
- We incurred a **Profit After Tax** of Rs. 0.10 Crore as compared to profit of Rs. 2.80 Crore which was incurred in the previous financial year.

The previous year has been a bit slow yet progressive for the company considering the outside situations in the economy and as compared to the previous year. In spite of the external situations company has kept its focus unmoved on product quality, process improvisations and manufacturing efficiencies trying to cope up with the difficult scenario in the market. Company is still working on the betterment of product matching up with the prevailing position in the market.

Even with the low turnover and profitability company has kept the existing manpower intact and disbursed the remuneration on time to the staff. Also at the same time company has repaid the bank liability on time and maintained the standing dues schedule.

In the announced lockdown period for Covid-19 pandemic the company being an part of Agricultural Industry and object relating to provide equipment/ tools to agriculturists activities, had took the permission to carry on the business of the Company despite of lockdown. The Company resumed its work from 21st April, 2020 based on the permission granted by the Government of Maharashtra.

During the period under review company has widened main object to remain competitive in the current market situations through manufacturing and fabricating of PVC pipes to cater online market which is expected to generate additional revenue of approximately Rs. 4 Crores in the coming period. Along with that company has been manufacturing World Class Technology and State of the Art equipments also through designing, supplying, distributing, marketing, importing and exporting and otherwise dealing in Flat Drip & Cylindrical Drip Systems, HDPE Sprinkler Pipes with Fittings and PVC Pipes as a part of the Irrigation Systems with latest automation & supplying products to the Indian and global Farming Community to maximize the farming productivity.

Company believes that it has a lot to achieve in the future and look forward to work on the forecasted targets to serve the industry along with the agriculture which is considered as the most important part of the economy.

Further I take this opportunity to thank the Board of directors, especially Independent Directors for their constant support and guidance to the management. I also appreciate the hard work of employees of the company who has worked tirelessly with commitment as and when needed even in the prevailing complicated situations. I also acknowledge the continued co-operation, trust and support of various Government/ Regulatory authorities, Company’s valued customers, suppliers, vendors, investors, bankers and shareholders throughout the journey.

Best Regards,

Shyam Sundar Dash
Managing Director
(DIN: 07502666**)**

NOTICE OF THE 17TH (SEVENTEENTH) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 17TH (SEVENTEENTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF R M DRIP AND SPRINKLERS SYSTEMS LIMITED (CIN: L27200MH2004PLC150101) WILL BE HELD ON MONDAY, 27TH SEPTEMBER, 2021 AT 12.00 NOON (IST) THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM) FACILITY AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT GAT NO. 475, VILLAGE GONDE, TALUKA SINNAR, NASHIK - 422113, MAHARASHTRA, INDIA, TO TRANSACT THE FOLLOWING BUSINESSES:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2021 including Balance sheet as at 31st March 2021, the statement of profit and loss and Cash Flow statement for the year ended on that date and the Reports of the Board of Directors and the Auditors' thereon.

2. **To Re-appoint M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik as a statutory Auditors of the Company for further period of 5 years.**

   To Re-appoint M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik as a statutory Auditors of the Company who were appointed for term of 5 years from Annual General meeting held for the financial year ending on 31st March 2016 till the Conclusion of Annual General meeting to be held for the financial year ending on 31st March 2021, being eligible proposed to be re-appointed for further consecutive term of 5 years. If thought fit, members are requested to pass the following resolution as ordinary resolution:
   "RESOLVED THAT, M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik, whose term of 5 years ending at the conclusion of 17th Annual General Meeting, be and hereby are re-appointed as the statutory auditors of the company from the conclusion of this (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."

"RESOLVED FURTHER THAT the Board of Directors and/or Audit Committee be and is hereby severally and/or jointly authorized to do all act, deeds and things as may be necessary or desirable to give effect to the aforesaid resolution."

3. To appoint Director in place of Mr. Nivrutti Pandurang Kedar (DIN: 06980548) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as ordinary resolution:

   ''RESOLVED THAT Mr. Nivrutti Pandurang Kedar, Director (DIN: 06980548), whose period of office is liable to determination by retirement of directors by rotation and who has offered himself for re-appointment, be and is hereby reappoint as director of the company."

SPECIAL BUSINESS:

4. To consider and approve the payment of remuneration to Mr. Shyam Sundar Dash, Managing Director of the Company effective for a period of 1 (One) year i.e. from 10th July, 2021 to 9th July, 2022 of his continuing tenure of 5 years and if thought fit, pass the following resolution as Special Resolution, with or without modification(s):

   "RESOLVED THAT pursuant to the provisions under Section 196, 197, 198, Schedule V as applicable and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") including any statutory amendments, modifications or re-enactment thereof and subject to such other requisite approvals, as may be required in this regard, the consent of the Shareholders be and is hereby accorded for the payment of remuneration within the maximum permissible remuneration as specified in Section II of Part II of Schedule V to the Companies Act, 2013 to Mr. Shyam Sundar Dash, (DIN:07502666) Managing Director of the Company for a period of 1 (One) year i.e. from 10th July, 2021 to 9th July, 2022 of his continuing tenure of 5 Years till 9th July 2022 on the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and as set out in the 3rd Supplemental Agreement and as set out in the explanatory statement attached to this Notice and the board of directors hereby authorised to vary such terms and conditions of remuneration so as not to exceed the limits specified in schedule V to the Companies Act 2013 as may be agreed to by the board of directors and Mr. Shyam Sundar Dash."

By Order of Board,
For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Akshada Bhase
Company Secretary & Compliance Officer

Date: 31/08/2021
Place: Nashik

Registered Office:
Gat No. 475, Village Gonde,
Taluka Sinnar, Nashik - 422113,
Maharashtra, India
Email:rmdrip.india@gmail.com/
rmdrip@gmail.com/
info@rmdrip.com
Contact: +91 77200 94737
Web: www.rmdrip.com

NOTES:

1. The Explanatory statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the business under Item No. 2 and 3 (Ordinary Business) along with Item No. 4 (Special Businesses) of the accompanying Notice, is annexed hereto.

2. The Board of Directors of the Company at its meeting held on 28th June 2021 and 25th August, 2021 respectively considered that the special business under Item No. 4 and being considered unavoidable, be transacted at the 17th AGM of the Company.

3. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular No. 02/2021 dated 13th January, 2021, issued by the Ministry of Corporate Affairs ("MCA Circular") and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"),the 17th AGM of the Company is being conducted through Video Conferencing (VC) Facility, which does not require physical presence of members at a common venue. The deemed venue for the 17thAGM shall be the Registered Office of the Company.

4. In view of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the

facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 17th AGM. However, in pursuance of Section 112 and Section 113 of the Act, corporate members are required to send the company at rmdripinvestors@gmail.com a certified true copy of Board resolution, authorizing their representatives to attend and vote at the meeting through Video conferencing (VC). **Accordingly, the Proxy Form and Attendance Slip are not annexed to this notice.**

5. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.

6. The Register of Members and Share Transfer Books of the Company will remain closed from **Monday 20th day of September, 2021 to Monday 27th day of September, 2021** (both days inclusive) for the purpose of 17th Annual General Meeting.

7. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the electronic copy of the notice of the 17th AGM along with the Annual Report for the financial year ended on 31st March 2021, consisting of Audited Financial Statements for year 2021 including Board Report, Auditors Report and other documents required to be attached therewith being annexures have been sent only to those Members whose e-mail ids are Registered with the company of Registrar and Share transfer agent or depository Participant(s)through electronic means and no physical copy of the notice has been sent by the company to any member. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 17th AGM and the Annual Report for the year 2021 and all other communication sent by the Company, from time to time, can get their email address registered as per instructions mentioned in point no. 16 of this notice.

8. The Notice of the 17th AGM and the Annual Report for the year 2021 including therein the Audited Financial Statements for the year 2021, will be available on the website of the Company at www.rmdrip.com and website of National Stock Exchange of India Limited “Emerge Platform.”

9. Member attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

10. The Cut-off date for determining the name of shareholders eligible to get notice of Annual General Meeting is Friday, 27th August, 2021.

11. In case of joint holders attending meeting only such joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.

12. The Shareholders seeking any information, posing queries, seeking any clarification with regard to the accounts or any matter to be placed at the 17th AGM are requested to write to the Company on rmdripinvestors@gmail.com at least seven days in advance of the meeting so that the answers may be made readily available at the meeting.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the 17th AGM, members seeking to inspect the register can send an email to rmdripinvestors@gmail.com.

14. All other relevant documents referred to in the accompanying notice/explanatory statement shall be made open for inspection by the members only in electronic form at the Meeting on all working days, except Saturdays, from 11:00 a.m. to 1:00 p.m. up to the date of the ensuing Meeting; members seeking to inspect the register can send an email to rmdripinvestors@gmail.com.

15. The Notice for this Meeting along with requisite documents and the Annual Report for the financial year ended 2020-21 shall also be available on the Company's website www.rmdrip.com.

16. **INSTRUCTION FOR UPDATING OF EMAIL ID:**

A. The members who have not registered their email ids with the company may contact Company Secretary of the company at rmdripinvestors@gmail.comor Phone No. +91 9011210840 for registering their email ids on or before (cutoff date). The company shall send the notice to such members whose email ids get registered within aforesaid time enabling them to participate in the meeting and cast their votes.

B. If there is change in e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company by writing an email on rmdripinvestors@gmail.com or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

C. Members holding shares in Demat mode may kindly note that any request for change of address or change of email-id or registration of nomination are to be instructed to their Depository Participant only, as the Company or its Registrar & Share Transfer Agent cannot act on any such request received directly from members holding shares in Demat mode.

D. The Company has appointed M/s. Bigshare Services Private Limited, as its Registrars and Share Transfer Agents for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and name of the Company as "R M DRIP AND SPRINKLERS SYSTEMS LIMITED."

17. **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC ARE AS UNDER:**

1) Members may kindly note that, In accordance with the aforementioned MCA Circulars, the Company is providing the VC facility to the members for participating in the Meeting.

2) Members may note that the Video conferencing (VC) facility, provided by **Zoom** allows participation of 500 Members on a on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 17thAGM without any restriction on account of first-come-first-served principle.

3) The members are requested to follow the following instructions in order to participate in the Meeting through Video conferencing (VC) mechanism:

   A. The login-id and password for joining the meeting has been separately provided along with this Notice;

   B. The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the meeting i.e. [11.45] a.m. and 15 minutes after the expiry of the said scheduled time i.e. till [12.15] p.m.;

   C. Members who hold shares in dematerialized form are requested to furnish their Client ID and DP ID Nos. and members who hold shares in physical form are requested to furnish their folio number for easy identification of attendance at the Meeting;

   D. Participation of single member shall only be allowed at a time;

   E. Members are requested to e-mail at rmdripinvestors@gmail.com or call at +91 9011210840 in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC;

F. Shareholders will be provided with a facility to attend the AGM through VC/OAVM through attached credentials.

G. Shareholders are encouraged to join the AGM through Laptops / IPads for better experience.

H. Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

I. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

J. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their requisition in advance at least 2 days prior to the meeting mentioning their Name, Demat Account Number / Folio Number, Email Id, Mobile Number at rmdripinvestors@gmail.com.

K. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to the meeting mentioning their Name, Demat Account Number / Folio Number, Email Id, Mobile Number at rmdripinvestors@gmail.com, these queries will be replied by the Company suitably by e-mail.

L. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

M. Electronic copy of all the documents referred to in the accompanying Notice of the 17th AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at https://www.rmdrip.com/investors.html.

18. **INSTRUCTION FOR VOTING THROUGH EMAIL ON DESINGATED EMAIL ID / REMOTE E-VOTING:**

A. Pursuant to MCA Circular, If the numbers of members attending the 17th Annual General Meeting through Video conferencing (VC) is below 50 (Fifty), then Chairman may decide to conduct voting through show of hands, while, If the poll is demanded on resolution(s) to be transacted in the 17th AGM and/or if the total number of members attending meeting exceeds 50 (Fifty), then the Shareholders have to cast vote on items considered in the meeting by sending their votes in favor or against the resolution by clicking on link https://forms.gle/3G7y2vKaN2PMgdnF9**(press allow)** and sending vote casted on designated email address i.e. rmdrip.agm21voting@gmail.com. The Voting through the designated email-id shall be verified by the Scrutinizer.

B. Voting rights of the members for voting through remote e-voting provided in the Meeting itself shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday 19th September, 2021. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours of 19th September 2021) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting provided in the Meeting.

C. The board of directors of the company has appointed M/s MDSB AND CO LLP, (AAP - 4949), Firm of Practicing Company Secretaries, Nashik as a Scrutinizers to scrutinize the remote e-voting process for the 17th Annual General Meeting in a fair and transparent manner.

D. Pursuant to MCA Circular, the company shall be providing the facility of voting through E-mail which shall be sent to designated email id of the company i.e.rmdrip.agm21voting@gmail.com.

E. During the course of the meeting the Chairman of the meeting will make an announcement for voting lines open and then shareholders by clicking on link given herewith https://forms.gle/3G7y2vKaN2PMgdnF9**(press allow)** may cast their vote on resolutions proposed in the 17th AGM and sending vote casted on designated email id of the company i.e.rmdrip.agm21voting@gmail.com.

F. The voting period will be half an hour and during voting period, Shareholders of the Company, holding shares as on the Cut-off date i.e. 19th September, 2021 may vote by clicking on link given herewith https://forms.gle/3G7y2vKaN2PMgdnF9 **(press allow)** and sending vote casted on designated email id of the company i.e. rmdrip.agm21voting@gmail.com by the company and that a person who is not a member as on the cut-off date should treat this notice for information purposes only.

G. The details of the process and manner for voting by sending an email to Designated Email-Id are explained below:

Step No 1:- The Shareholder should click on the link https://forms.gle/3G7y2vKaN2PMgdnF9 **(press allow)**.

Step No 2:- Fill the Personal details as below:-

- Name: ______________________________
- PAN No. ______________________________
- Beneficiary ID/DPID followed by CLID: ___________
- Status: Individuals/ HUF/ NRI/ Corporate Shareholder/ Institutional Shareholder / Other (Specify)

Manner of holding shares i.e.Demat or Physical Your User ID is: (NSDL or CDSL) or Physical	
a) For Members who hold shares in Demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For Example if your DP ID is IN500*** and Client ID is 13****** then your user ID is IN500***13******
b) For Members who hold shares in Demat account with CDSL	16 Digit Beneficiary ID For Example if your Beneficiary ID is 14************** then your user ID is 14**************
c) For Members holding shares in Physical form	Enter Folio Number registered with the Company

H. After filling the personal information, you will see below "Resolution Description". Read the respective Item-wise resolution(s) as per Notice of Annual General meeting and cast your vote by clicking on options "assent/dissent" for casting vote.

I. After casting vote on all resolution(s) serially, click on the "Submit" button.

J. Once you "Submit" your vote on the resolution, you will not be allowed to modify your vote.

K. Upon confirmation the message "submitted successfully will be displayed."

L. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may follow the same instructions as mentioned above.

M. In case you have any queries or issues regarding voting, you may write to the Company Secretary at Company's email address rmdripinvestors@gmail.com.

N. The result of remote e-voting provided in the meeting shall be aggregated and declared in the meeting of the company by chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting and after declaration of result of voting, the 17th AGM will get concluded.

O. If the process of counting of votes requires the more time then Chairman shall take call to adjourn the 17th AGM in pursuance to Companies Act, 2013 and in adjourned meeting the result of voting shall be declared.

P. The results declared along with the report of the scrutinizer shall be placed on the Company's website immediately after the result is declared by the Chairman. Due to the current lockdown situation in the wake of COVID 19 pandemic, the result shall not be displayed on the Notice Board of the Company at its Registered Office.

Q. The Notice of the AGM shall be placed on the website of the Company till the date of AGM. The result declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.rmdrip.com/investors.html immediately after the declaration of result by Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange where the Shares of the Company are listed.

19. As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from e-voting provisions.

    Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of NSE Limited. Therefore, Company is not providing e-voting facility to its shareholders but conducting voting through a link https://forms.gle/3G7y2vKaN2PMgdnF9**(press allow)** and sending vote casted on a designated email id i.e.rmdrip.agm21voting@gmail.com considering MCA circular for conducting the meeting through video conferencing in COVID 19 situation.

The details of directors' appointment or re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as below:

Particulars	Mr. Nivrutti Pandurang Kedar
DIN No.	06980548
Date of Birth	01/06/1970
Date of Appointment on current position	25/09/2014
Qualification	Graduation
Expertise in specific functional areas	Construction and land Development
List of other Companies in which directorship is held as on 31st March, 2021	Convertible Poultry Solutions Private Limited (CIN: U74999MH2018PTC314477)
Chairman/Member of Committee of other Company	N.A.
Shareholding in the company	547027 Equity Shares
No of meetings attended during the Financial year	4 out of 5 Board Meetings
Relationship with other directors and key managerial personnel	NIL
Terms and conditions of appointment	To enable compliance by the company with the provisions of section 152 of the companies Act 2013, Mr. Nivrutti Pandurang Kedar is being made liable to retire by rotation.

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

ORDINARY BUSINESS-

ITEM NO 2: TO RE-APPOINT M/S MILIND M. KULKARNI & ASSOCIATES (FRN: 126975W), CHARTERED ACCOUNTANTS, NASHIK AS A STATUTORY AUDITORS OF THE COMPANY FROM THE CONCLUSION OF THIS 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

Pursuant to the provisions of Section 139 (2) (b) of the Companies Act, 2013 and the rules made there under as amended from time to time (including any statutory modification or amendment or re-enactment thereof for the time being in force) M/s Milind M. Kulkarni & Associates (FRN: 126975W),Chartered Accountants, Nashik were appointed as a statutory Auditors of the Company for term of 5 years i.e. from the conclusion of Annual General meeting held for the financial year ending on 31st March 2016 till the Conclusion of Annual General meeting to be held for the financial year ending on 31st March 2021. M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik being a partnership firm of auditors' are eligible for re-appointment for further consecutive period of 5 years.

The Audit committee of the company in their meeting held on 25th August 2021 has recommended the board of directors of the company for reappointment of M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik for further period of 5 years as well the board of directors of the company in their meeting held on 25th August 2021 has accepted the recommendation of audit committee and recommend herewith the reappointment of M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik for further period of 5 years as the statutory auditors of the company from the conclusion of this (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 and authority to the board of Directors of the company to fix their remuneration.

M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik has submitted their consent and eligibility to act as statutory auditor of the company for further period of 5 consecutive years.

Details of auditors' appointment as per Regulation 36(5) (a) and (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Details of disclosure
1	**Name of auditors firm to be re- appointed** M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik
2	**Proposed Fees payable to statutory auditor** Statutory audit fee Rs. 2,50,000/- p.a. With Authority to board to fix remuneration and make changes therein.
3	**Term of appointment** For period of 5 years from the conclusion of this (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.
4	**Basis of recommendation** 1) Peer reviewed firm 2) Transparent audit process **3)** Proper Financial evaluation

ITEM NO. 3- TO APPOINT DIRECTOR IN PLACE OF MR. NIVRUTTI PANDURANG KEDAR (DIN: 06980548) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

As per the provisions of Section 152(6) of the Companies Act, 2013, two-thirds of the total number of directors of a public company be persons whose period of office is liable to determination by retirement of directors by rotation and save as otherwise expressly provided in this Act, be appointed by the Company in general meeting. At the first Annual General Meeting of a public Company held next after the date of the general meeting at which first directors appointed and at every subsequent annual general meeting one-third of such of the directors for the time as are liable to retire by rotation or if their number is neither three nor a multiple of three, then, the number nearest to one-third, shall retire from office.

Accordingly, Mr. Nivrutti Pandurang Kedar, has been longest in the office since his last appointment, is liable to retire by rotation in the ensuing Annual General Meeting. He offers himself for re-appointment and consent to act as a Director as well as disclosure for nondisqualification as required under the Companies Act, 2013 have already been received from Mr. Nivrutti Pandurang Kedar.

BRIEF PROFILE OF MR. NIVRUTTI PANDURANG KEDAR:

Mr. Nivrutti Pandurang Kedar is Resident Indian, his age is 51 years. He is a director in the company. He has bachelor degree and vast experience into the sector of construction and land development. He is a sole proprietor of business Atharva Developers.

As on the date of notice, Mr. Nivrutti Pandurang Kedar hold 547027 Equity Shares in paid up share capital of the Company in his individual capacity.

Except Mr. Nivrutti Pandurang Kedar being an appointee director none other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in resolution set out at Item No. 2 of the Notice.

The Board recommends the ordinary resolution set out at Item No. 2 to the Notice for approval of Members.

SPECIAL BUSINESS:

ITEM NO. 4: TO CONSIDER AND APPROVE THE PAYMENT OF REMUNERATION TO MR. SHYAM SUNDAR DASH, MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 1 (ONE) YEAR I.E. FROM 10TH JULY, 2021 TO 9TH JULY, 2022 OF HIS CONTINUING TENURE OF 5 YEARS.

Mr. Shyam Sundar Dash had been appointed as the Managing Director of the Company for a period of 5 (Five) years w.e.f. 10th July, 2017 in the Annual General Meeting held on 10th July, 2017 and remuneration was fixed up for period of 3 years and has been drawing the minimum remuneration of Rs. 24 Lakhs p.a. since last 3 (Three) years as per the prevailing Section II of Part II of Schedule V of the Companies Act, 2013 in reference to the shareholder's approval granted in the Annual General Meeting held on 10th July, 2017.

Mr. Shyam Sundar Dash, aged 56 years is presently designated as and Managing Director of the Company.

He is a Postgraduate with Marketing from Osmania University, Hyderabad and Bachelor in Industrial and Production Engineering from Utkal University, Bhubaneshwar, by qualification and professional businessman by acumen. He started his career with Nagarjuna Fertilizers and Chemicals Limited and ended as Head Operations for Micro Irrigation Division, before joining R M Drip and Sprinklers Systems Limited. During his 22 years of experience in Micro Irrigation business he has established different manufacturing facilities around the country with the collaboration with lot of Multinational Companies like MetzerPlas, Lego, Plasim of Israel, Maillefer of Switzerland, Crussmaffei of Germany and Davis Standard of USA. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business of the Company, along with a team of senior management personnel, who assist him in carrying out his activities, subject to the overall supervision & control of the Board.

As on 31st March, 2021, he holds 6,72,923 (10.058%) equity shares in the Company.

Further, the Board of Directors in its meeting held on 17th January, 2020 revised the payment of remuneration to Mr. Shyam Sundar Dash, Managing Director from Rs. 24 Lakhs p.a. to Rs. 30 Lakhs p.a. for remaining period i.e. From January 2020 till 9th July, 2020 and the same remuneration was fixed in the Board Meeting held on 25th June, 2020 for the further period of Next 1 year i.e. from 10th July, 2020 to 9th July, 2021 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013.

In the board meeting held on 25th August 2021 the Nomination and Remuneration Committee has recommended the continuation of same payment of remuneration of Rs. 30 Lakhs p.a. i.e. Rs 250000/- (Rupees Two Lacs and Fifty Thousand per month) for the further period of Next 1 year i.e. from 10th July, 2021 to 9th July, 2022 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013.

Approval of the Members is being sought for remuneration payable to Mr. Shyam Sundar Dash effective for further period of 1 year i.e. from 10th July, 2021 to 9th July, 2022 of his continuing tenure of 5 Years till 9th July 2022 on the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and as set out in the 3rd Supplemental Agreement to in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013.

The material information on remuneration as contained in the 3rd Supplemental agreement is given below:

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

   Remuneration of Rs. 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) per month to be paid w.e.f. 10th July, 2021 up to 9th July, 2022 inclusive of all permissible allowances and perquisites.

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

Minimum Remuneration:

Notwithstanding anything herein contained, in the event of loss or inadequacy of profits in any financial year during the period of his office as the Managing Director, the Company will, subject to applicable laws and such sanctions and approvals as may be required, pay remuneration to Mr. Shyam Sundar Dash's provided herein above.

Except Mr. Shyam Sundar Dash, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice of the 17thAGM. Mr. Shyam Sundar Dash is not related to any Director of the Company.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36 of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) of Institute of Company Secretaries of India.

A. GENERAL INFORMATION

i) Nature of Industry:
To manufacture and fabricate by adopting World Class Technology and State of the Art equipments and to design, supply, distribute, market, import and export and otherwise deal in Flat Drip & Cylindrical Drip Systems, HDPE Sprinkler Pipes with Fittings and PVC Pipes as a part of the Irrigation Systems with latest automation & supplying products to the Indian and global Farming Community to maximize the farming productivity.

ii) Date or expected date of commencement of commercial production
The Company was incorporated on December 20, 2004 under the Companies Act, 1956 and it started commercial production soon thereafter.

iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N.A.

iv) Financial performance of the Company for F.Y. 2020-2021 based on given indicators Particulars (Amount in Lakh)

Particulars	Amount (in Lakh)
Turnover (Net Sales)	1821.39
Operating Profit	124.39
Net Profit Before Tax	29.13
Debt Equity Ratio	1.06 :1
Current Ratio	1.87 :1
Net Worth	1365.00

B. FOREIGN INVESTMENTS OR COLLABORATIONS, IF ANY: N.A.

By Order of Board,
For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Akshada Bhase
Company Secretary & Compliance Officer

Date: 31/08/2021
Place: Nashik

Registered Office:
Gat No. 475, Village Gonde,
Taluka Sinnar, Nashik - 422113,
Maharashtra, India
Email: rmdrip.india@gmail.com/
rmdrip@gmail.com/
info@rmdrip.com
Contact: +91 77200 94737
Web: www.rmdrip.com

DIRECTOR'SREPORT

To
The Members of
R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Your Directors have pleasure in presenting **17th (Seventeenth) Annual Report**and Audited Financial Statement of the company for the period ended 31st March, 2021.

1. FINANCIAL RESULTS OR HIGHLIGHTS:

The following are the financial results of the Company for the year ended 31st March, 2021.

Particulars	Year Ended on 31st March, 2021 (Figures in Rs.)	Year Ended on 31st March, 2020 (Figures in Rs.)
Revenue from Operations	18,21,38,671	23,23,63,582
Other Income	43,22,706	48,48,662
Less: Expenses	18,35,47,427	21,70,59,302
Profit Before Tax	**29,13,950**	**2,01,52,942**
Less: Current Tax	Nil	Nil
Less: Deferred Tax Expenses/(Surplus)	18,26,469	(78,94,229)
Profit for the year	**10,87,481**	**2,80,47,171**

2. RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS:

The Key highlights pertaining to the business of the company for the year 2020-2021 and period subsequent there to have been given hereunder:

The total revenue of the Company during the financial year 2020-2021 was Rs. 18.64 Cr against the total revenue of Rs. 23.72 Cr in the previous financial year 2019-2020.

The total expenses of the Company during the financial year 2020-2021 wasRs. 18.35 Crores against the expenses of Rs. 21.70 Crores in the previous financial year 2019-2020.

During the F.Y. 2020-2021, your Company has incurred a profit of Rs. 0.29 Croresas compared to the profit of Rs. 2.01 Crores which was incurred in the F.Y. 2019-2020.

Due to the severe impact of Covid-19 pandemic and prevailing economic situations company could not register enough profit for the period under review but your Company will surely register a growth and bring its business in profits during the current financial year.

3. DIVIDEND:

In light of CoVID-19 situation all over the world, the Company shall have working capital requirement in near future hence with a view to provide cushion for any financial contingencies in the future and to strengthen the financial position of the Company, your Directors have decided not to recommend any dividend for the year ended 31st March, 2021.

4. RESERVE:

Pursuant to provisions of Section 134(1)(j) of the Companies Act 2013, the company has not proposed to transfer any amount to general reserve account of the company during the year under review. The Company has retained the profit in the Profit & Loss account of the Company.

5. CHANGE IN NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business of the Company. The Company had been working efficiently during the year. In spite of this Global crisis, the Board of Directors are pleased to report a good performance of the Company in terms of both financial and operational performance.

The company has accorded consent of shareholders of the company in the previous Annual General meeting held on 24thSeptember 2020 for alteration of main object clause of the company by inserting therein activities to design, supply, distribute, market, import and export and otherwise deal in Flat Drip & Cylindrical Drip Systems, HDPE Sprinkler Pipes with Fittings and PVC Pipes as a part of the Irrigation Systems with latest automation & supplying products to the Indian and global Farming Community to maximize the farming productivity which can be combined with existing object of the company easily and advantageously. The company is taking efforts for maximizing the turnover in this area.

The company has its existing business operations in the States viz. Maharashtra, Madhya Pradesh, Gujarat and Karnataka along with newly added States viz. Uttar Pradesh, Bihar and Jharkhand in which Company is actively selling and marketing its products accordingly the scope of Company's functioning is widened at large during the year.

6. FINANCE:

The Company continued to focus on operational improvement also keeping continuing focus on operational levels of inventory, sound business performance, operating efficiencies in main segment of business and cost saving drive across the organization has helped it generating good cash flow from business operations.

Your company has utilized the financial resources for the purpose for which same were availed and there is no deviation in the same.

7. DEPOSITS:

The Company has neither accepted nor renewed any deposits falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time, during the year under review and therefore details mentioned in Rule 8(5) (v) & (vi) of Companies (Accounts) Rules, 2014 relating to deposits, covered under Chapter V of the Act is not required to be given.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE ACT:

Your Company has not entered in to any transaction viz. loan, guarantees or investments to any other company or persona as specified under section 186 therefore other requirement under this section are **Not Applicable** to the company.

Particulars	CIN of Company	Name of Other Company	Amount Involvedin Rs.
Loan given	N.A	N.A	N.A
Investment Made	N.A	N.A	N.A
Guarantee Provided	N.A	N.A	N.A

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (*1*) OF SECTION 188 IN AOC- 2:

All contracts/arrangements/transactions that were entered by the Company during the financial year under review, are done on Arm's length basis and in the ordinary course of business.

Disclosure of particulars of contracts/arrangements entered into by the Company with the Related Parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are attached herewith as **ANNEXURE IV** which forms part of this Report.

10. COMMENTS BY THE BOARD ON QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITOR IN HIS REPORT:

The Auditors have not given any Qualification, Reservation, Adverse Remark or Disclaimer in their report for the Financial Year ended on 31st March, 2021. The Observations made by the Auditors are self-explanatory and have been dealt with an Independent Auditor's Report and its Annexure forming part of this Annual Report and hence do not require any further clarification.

There has been no instance of fraud reported by the statutory auditors under Section 143(12) of the Companies Act, 2013.

11. THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO, IN SUCH MANNER AS MAY BE PRESCRIBED:

i) Conservation of energy:
Your company is using various low power devices, which help in conservation of energy.

ii) Technology absorption:
The company is using latest technology and indigenization, which keeps on absorbing latest technology for the betterment of society at large.

iii) Foreign exchange earnings and Outgo:
Foreign Exchange Outgo: Nil
Foreign Exchange Earnings: Nil.

12. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board of the Company comprises an optimum combination of executive, non-executive and independent directors.

A) Present composition of board of directors: As on the date of this report, Board of Directors of the Company comprises of total seven directors. The Composition of the Board of Directors is as under:

Sr. No.	Name of Directors	DIN	Designation
1	Mr. Shyam Sundar Dash	07502666	Managing Director
2	Mr. Vijaykumar HanmantKshirsagar	00816360	Executive Director(Whole Time Director till 25/06/2020)
3	Mr. Nivrutti Pandurang Kedar	06980548	Non-Executive Director
4	Mr. Arjun Ramji Makani	00385450	Non-Executive Director
5	Mr. KewalKundanlalHanda	00056826	Independent Director
6	Mr. Madhav Govind Ganpule	03265224	Independent Director
7	Ms. Ulka Krishna Kulkarni	07085469	Independent Director

B) Appointment / Cessation / Change in designation of Director during year under review:-

i) Appointment of Directors:-

During the period under review Mr. Rahul Vijaykumar kshirsagar was appointed as an Alternate Director with effect from 25th August, 2020 at the place Mr. Vijaykumar Hanmant Kshirsagar as the director was of out of country and couldn't return due to restrictions on international travels because of outbreak of COVID-19 Pandemic.

ii) Appointment of Directors Retirement by Rotation:-

Pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, 2/3rd of the directors are liable to retire by rotation, and if eligible offer themselves for re-appointment. Accordingly: -

In the ensuing Annual General Meeting Mr. Nivrutti Pandurang Kedar (DIN: 06980548), director of the Company liable to retire by rotation and being eligible offers himself for re-appointment.

In the previous Annual General meeting Mr. Vijaykumar Hanmant Kshirsagar, director of the company retired by rotation and re-appointed in place of himself only.

iii) Resignation / Cessation/ Change in Designation of Director:-

There was no resignation of directors during the year under review.

Mr. Rahul Vijaykumar kshirsagar was appointed as an Alternate Director with effect from 25th August, 2020 at the place Mr. Vijaykumar Hanmant Kshirsagar was ceased to be alternate director on 26th October, 2020 as the original director returned to the India.

The designation of Mr. Vijaykumar Hanmant Kshirsagar was changed from Whole Time Director to Executive Director of the Company with effect from 25th June, 2020.

C) Appointment, Resignation of Key Managerial Personnel:-

Pursuant to provisions of Section 203 of the Companies Act, 2013 read with the applicable rules and other applicable provisions of the Companies Act, 2013, the designated Key Managerial Personnel (KMP) of the Company as on 31st March, 2021 are as follows:

Name of KMP	Category and Designation
Ms. Anita Vasant Pagare	Company Secretary and Compliance Officer
Mr. Ajit Vilas Kulkarni	Chief Financial Officer

Following are the changes in the Key Managerial Personnel during the year under review until the date of this report:

1. Mrs. Vijayeta Ravichandran Mudliar resigned from the place of Chief Financial Officer with effect from 31/01/2021.
2. Mr. Ajit Vilas Kulkarni was appointed as a Chief Financial Officer of the Company with effect from 01/02/2021.
3. Ms. Anita Vasant Pagareresigned from the position of Company Secretary and Compliance officer with effect from 17/07/2021.
4. Ms. Akshada Sanjay Bhase was appointed at the position of Company Secretary and Compliance officer with effect from 04/08/2021.

13. MEETING OF THE BOARD OF DIRECTOR'S:

During the year under review there were 5 (Five) Board Meetings held. The Board of director meets at regular intervals to discuss and decide on company/business policy and strategy. The details of Board meeting held during the year are as under:

Sr. No.	Date of meeting	Total number of directors on the date of meeting	No. of Directors attended	% of Attendance
1	25/06/2020	7	7	100%
2	25/08/2020	7	5	71%
3	06/11/2020	7	6	86%
4	28/01/2021	7	6	86%
5	22/03/2021	7	5	71%

During the year under review, Independent Directors Meeting was held on 17th February, 2021 to review the performance of Non-Independent Directors and the overall performance of the Board of the Company. All the Independent Directors were present at the Independent Directors meeting.

14. COMMITTEES OF THE BOARD:

The Company being listed entity has formed Committees as required under the Companies Act, 2013. Accordingly, as on 31st March, 2021 and presently the board has three (3) committees i.e. Audit Committee, Nomination and Remuneration Committees, Stakeholders Relationship Committee, constitution of which are given below:

A. Audit Committee:-

Name	Designation	Attendance and position held at the Committee Meetings held on				
		25/06/2020	25/08/2020	06/11/2020	28/01/2021	22/03/2021
Ms. Ulka Krishna Kulkarni	Independent Director	Yes	Yes	Yes	No	Yes
		Member &Chairperson	Member	Member & Chairperson	Member	Member
Mr. Madhav Govind Ganpule	Independent Director	Yes	Yes	No	Yes	No
		Member	Member & Chairperson	Member	Member & Chairman	Member
Mr. Shyam Sundar Dash	Managing Director	Yes	Yes	Yes	Yes	Yes
		Member	Member	Member	Member	Member & Chairman

The term of reference of Audit Committee is as below:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
    i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
    ii. Changes, if any, in accounting policies and practices and reasons for the same;
    iii. Major accounting entries involving estimates based on the exercise of judgment by management;
    iv. Significant adjustments made in the financial statements arising out of audit findings;
    v. Compliance with listing and other legal requirements relating to financial statements;

vi. Disclosure of any related party transactions;
vii. Qualifications in the draft audit report.

5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/Draft Prospectus/ Prospectus /notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Review and monitor the auditor's independence, performance and effectiveness of audit process.
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
18. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases.

19. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;
20. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
21. To investigate any other matters referred to by the Board of Directors;
22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

B. Nomination and Remuneration Committees:-

Name	Designation	Attendance at the Committee Meetings held on	
		25/06/ 2020	28/01/2021
Mr. Madhav Govind Ganpule	Independent Director	Yes	Yes
		Member	Member & Chairman
Ms. Ulka Krishna Kulkarni	Independent Director	Yes	No
		Member	Member
Mr. KewalKundanlalHanda	Independent Director	Yes	Yes
		Member & Chairman	Member

The term of reference of Nomination & Remuneration Committee is as below:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the level and composition of remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of independent directors and the Board;
3. To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
4. Devising a policy on Board diversity; and
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

The Remuneration Policy of the Company is available on the website of the Company at the link https://www.rmdrip.com/investors.html.

C. Stakeholders Relationship Committee:-

Name	Designation	Attendance at the Committee Meetings held on		
		25/06/2020	**06/11/2020**	**28/01/2021**
Mr. KewalKundanlal Handa	Independent Director	Yes	Yes	Yes
		Member & Chairman	Member & Chairman	Member & Chairman
Mr. Madhav Govind Ganpule	Independent Director	Yes	No	Yes
		Member	Member	Member
Ms. Nivrutti Pandurang Kedar	Director	Yes	Yes	Yes
		Member	Member	Member

The term of reference of Stakeholders Relationship Committee is as below:

1. Efficient transfer of shares; including review of cases for refusal of transfer/ transmission of shares and debentures;
2. Redressal of security holder's / investor's complaints Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares and debentures;
3. Reviewing on a periodic basis the approval / refusal of transfer or transmission of shares, debentures or any other securities;
4. Issue of duplicate certificates and new certificates on split/consolidation/renewal;
5. Allotment and listing of shares;
6. Reference to statutory and regulatory authorities regarding investor grievances; and
7. To otherwise ensure proper and timely attendance and redressal of investor queries and grievances;
8. Any other power specifically assigned by the Board of Directors of the Company.

15. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134(3)(c) of the Companies Act, 2013, the Directors confirms that:

a. In the preparation of the annual accounts for the year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b. The Directors have 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 as at March 31, 2021;

c. The Directors have 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;

d. The Directors have prepared the annual accounts on a 'going concern' basis; and

e. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

f. 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.

16. DISCLOSURE OF ACCOUNTING TREATMENT:

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

17. DECLARATIONS BY THE INDEPENDENT DIRECTORS:

The Independent Directors have given their declarations under Section 149(6) and Section 149(7) of the Companies Act, 2013 and the Rules made there under. The Independent Directors meet the criteria of the independence as specified in Section 149 of the Act and Regulation 16(b) of the SEBI (Listing obligations and Disclosures Requirements) Regulations, 2015.

18. STATUTORY AUDITORS:

The company's auditors M/s. Milind M. Kulkarni & Associates, Chartered Accountants, Nashik were appointed in the Annual General Meeting (AGM) in year pertaining to 2016-17 as auditors to hold the office till the conclusion of Annual General Meeting (AGM) of the Company pertaining to the financial year 31st March, 2021.

Pursuant to Section 139 (2) (b) being a firm of auditors may be re-appointed for further term of 5 years i.e. from the conclusion of this 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.

M/s Milind M. Kulkarni & Associates (FRN: 126975W), Chartered Accountants, Nashik has submitted their consent and eligibility to act as statutory auditor of the company for further period of 5 consecutive years.

The shareholders are requested to approve the re-appointment at ensuing Annual General meeting.

19. SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT:

Mrs. Sujata R. Rajebahadur, Company Secretary in Practice, Nashik, was appointed to conduct the secretarial audit of the company for the financial year 2020 - 2021, pursuant to provisions of Section 204 of the Companies Act, 2013 along with Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 and other applicable provisions of the Act.

The Secretarial Audit Report for the Financial Year ended 31st March 2021, is annexed herewith marked as **ANNEXURE I** to this Report.

20. INTERNAL AUDITOR:

Pursuant to provisions of Section 138 of the Companies Act, 2013, M/s S. S. Patki & Co. Chartered Accountants, Nashik, internal auditor has conducted the Internal Audit of the Company for F.Y. 2020-2021.

21. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92 (3) of the Companies Act 2013 the copy of annual return will be posted on web link viz. https://www.rmdrip.com/investors.html on the website of the Company post 17TH Annual General meeting of the company.

22. CORPORATE GOVERNANCE:

The Equity Shares of the Company got listed on the SME platform (NSE-emerge) of NSE. Further, Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance is not applicable to the Company as the Company is listed on the SME platform (NSE-emerge) of NSE. Hence the Company is not required to disclose information as covered under Para (C), (D) and (E) of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

23. MANAGEMENT DISCUSSIONS & ANALYSIS REPORT:

Management Discussion & Analysis report for the year under review as stipulated under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **ANNEXURE III** hereto and forms part of this Report.

24. CERTIFICATION FROM CHIEF FINANCIAL OFFICER/CHIEF EXECUTIVE OFFICER OF THE COMPANY:

The Company has obtained a Compliance Certificate in accordance with Regulation 17(8) of SEBI (Listing obligations and disclosures Requirements) Regulations, 2015 from **Mr. Shyam Sundar Dash,** Managing Director and **Mr. Ajit Vilas Kulkarni,** Chief Financial Officer (CFO) of the Company. The same is enclosed as **ANNEXURE VI** of the Board's Report.

25. PARTICULARS OF EMPLOYEES:

Pursuant to Section 197(12) of the companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 a statement containing such details enclosed as per **ANNEXURE III** of the Board's Report.

26. DETAILS OF SUBSIDIARY/ JOINT VENTURE:

Company does not have any wholly owned subsidiary or subsidiary company and Joint venture hence declaration regarding the same is not required.

27. FORMAL ANNUAL EVALUATION:

The evaluation/assessment of the Directors/KMPs and the senior officials of the Company is to be conducted on an Annual basis to satisfy the requirements of the Companies Act, 2013. The Company has devised a policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the Board as a whole.

The Company's Nomination and Remuneration committee has set up formal mechanism to evaluate the performance of board of directors as well as that of its committees and individual directors, including chairman of the board, key managerial personnel / senior management etc.

Remuneration Policy which includes the Director's Appointment and Remuneration and criteria for determining qualifications, positive attributes, independence of the Directors and other matters are made available on the website of the Company at the link https://www.rmdrip.com/investors.html

The evaluation exercise is being carried out through an evaluation process covering aspects such as composition of the board, experience, competencies and governing issues etc.

28. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company is well equipped with adequate internal financial controls. The Company has a continuous monitoring mechanism which enables the organization to maintain the same standards of the control systems and help them in managing defaults, if any, on timely basis because of strong reporting mechanisms and review process of the management and independently by the Internal Auditors. In our view, the Internal Financial Controls, affecting the Financial Statements are adequate and are operating effectively.

29. INSURANCE:

All the properties and insurable interest of the company to the extant required adequately insured.

30. CORPORATE SOCIAL RESPONSIBILITY:

Your company does not fulfill criteria for class or classes of companies, as prescribed under Section 135 (1) of Companies Act, 2013; hence no CSR policy was designed and implemented by the company during the year ended on 31st March, 2021.

31. RISKS MANAGEMENT POLICY:

The Company has well laid out risk management policy, which periodically assess the threats and opportunities that will impact the objectives set for the Company as a whole. The Policy is designed to provide the categorization of risk into threat and its cause, impact, treatment and control measures. As part of the Risk Management policy, the relevant parameters for protection of environment, safety of operations and health of people at work are monitored regularly.The Risk Management Policy of the Company is available on the website of the Company at the link https://www.rmdrip.com/investors.html

32. ENVIRONMENT AND SAFETY:

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

33. VIGIL MACHANISM / WHISTLE BLOWER:

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The Company has a vigil mechanism policy wherein the Directors and employees are free to report violations of law, rules and regulations or unethical conduct, actual or suspected fraud to their immediate supervisor or provide direct access to the Chairman of the Audit Committee in exceptional cases or such other persons as may be notified by the Board. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

The Vigil Mechanism Policy of the Company is available on the website of the Company at the www.rmdrip.com/investors.html

34. CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the company as well as consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company's Shares.

35. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There has been no significant and material order passed by any regulators or courts or tribunals, impacting the going concern status of the Company and its future operations.

36. HUMAN RESOURCES DEVELOPMENT:

Your Company recognizes it's Human Resources as the most valuable and critical assets. This attitude is reflected in the work environment and the culture promoted by your Company. Your Company believes in recruiting only highly competent, enterprising employees and providing them the liberty to pursue newer avenues that advance their professional growth in line with the advancement of your Company.

The team comprises of collectively exhaustive yet mutually exclusive, highly motivated individuals. Your Company, in addition to milestone-based appraisals, regularly hosts off-site outings and pushes various team members to attend training workshops and seminars for professional development. Owing to some focused and well executed HR management, your company has been able to achieve some of the lowest churn levels in the industry and has also successfully streamlined internal HR policies and processes.

37. LISTING:

Equity shares of your Company is listed at National Stock Exchange of India on NSE SME Emerge platform w.e.f. 04/10/2017. The Annual Listing fees for F.Y. 2021-2022 have been paid to the concerned Stock Exchange.

38. SECRETARIAL STANDARDS:

During the year under review, the Company has complied with the provisions of the applicable Secretarial Standards issued by Institute of Company Secretaries of India. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively.

39. DISCLOSURE UNDER SEXUAL HARASSEMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESAL) ACT, 2013:

There was no case filled during the year, under the sexual harassment of women at workplace (Prevention, Prohibition &Redresser) Act, 2013. Further Company ensures that there is a healthy and safe atmosphere for every women employee at the workplace and made the necessary policies for safe and secure environment for women employee.

The company policy against Sexual Harassment of woman at workplace is available on the website of the Company at the Link https://www.rmdrip.com/investors.html.

The Annual Report on Sexual Harassment Policy for the period 1st April, 2020 to 31st March, 2021 is annexed to the Board's Report as **Annexure VI**.

40. MATERIAL CHANGES AND COMMITMENTS:

While the past performance and current impacts of CoVID-19 are material elements to be shared with investors, it is Company's business prospects as seen by the management that matters the most. Following are the changes undergone by the Company during the year till date due to this pandemic situation:

a. Impact of CoVID-19 on Business Operations:

The lockdown announced by the Central Government due to CoVID-19 pandemic have affected the business of the Company. Company's manufacturing operations were hit substantially for the period under review. Being an allied Agricultural Industry, our Company had taken the permission to carry on the business of the Company with 33% manpower utilization. The Company has resumed its work from 21st April, 2020 by adhering to all mandated safety norms and guidelines.

b. Material impact of CoVID-19 on Financial Position:

This pandemic situation will affect the profitability for the year 2021-22 because of reduction in sales due to lockdown and mobility restrictions. The Company has a sound internal financial reporting and control mechanism and wherever applicable additional controls are being added to address the current situation.

41. ACKNOLEDGEMENT:

Your Directors take this opportunity to place on record the appreciation of the valuable contribution and dedication shown by the employees of the Company, RTA, Auditors and Practicing Company Secretary which have contributed to the successful management of the Company's affairs. The Directors also take this opportunity to thank all the stakeholders, Investors, Clients, Banks, Central & State Governments, Customers, Suppliers, Advisors, Consultants, Regulatory Authorities and Stock Exchange for their continued support.

GENERAL SHAREHOLDER'S INFORMATION

Annual General Meeting:
Date & Time: 27th September, 2021 at 12:00 Noon
Venue: At registered office
Book Closure: 20th day of September, 2021 to 27th day of September, 2021
(Both days inclusive)

Listing on Stock Exchange:
The Company's shares are listed on National Stock Exchange of India on NSE Emerge platform w.e.f. 04/10/2017 at NSE, Exchange Plaza, Bandra Kurla complex, (E), Mumbai- 400 051. The company has paid annual listing fees.

NSE Symbol: RMDRIP

Registrar and Transfer Agent (RTA)
Share Transfer and all other Investor's / Shareholder's related activities are attended and processed by our Registrar and Transfer Agent. For lodgment of transfer deeds and any other documents, investors may contact Big Share Services Private Limited 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai, Maharashtra 400059 (Ph. 022 6263 8200).However, shareholders holding shares in the electronic mode should address all correspondence to their respective Depository Participants.

By Order of Board,

For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Shyam Sundar Dash	**Arjun Ramji Makani**
Managing Director	**Director**
(DIN: 07502666)	**(DIN: 00385450)**

Date: 31/08/2021
Place: Nashik

Sujata R. Rajebahadur
B.Com. F.C.S.
Company Secretary
'Gokul', 199, M.G.Road,
Near Samarth Sahakari Bank, Nashik - 422 001
Phone: (0253) 2502561 Cell: 9922420220.
E-mail: cssujata.rajebahadur@gmail.com

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[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,
R M DRIP AND SPRINKLERS SYSTEMS LIMITED
CIN: L27200MH2004PLC150101
Gat No. 475, Village Gonde,
Taluka Sinnar
Nashik 422113

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **R M DRIP AND SPRINKLERS SYSTEMS LIMITED** (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 my verification of the Company's books, papers, minutes book, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended **31st 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 **31st March, 2021,** according to the provisions of:

SUJATA R. RAJEBAHADUR COMPANY SECRETARY C.P. No. 4241 FCS No. 5728 NASHIK

Sujata R. Rajebahadur
B.Com. F.C.S.
Company Secretary
'Gokul', 199, M.G.Road,
Near Samarth Sahakari Bank, Nashik - 422 001
Phone: (0253) 2502561 Cell: 9922420220.
E-mail: cssujata.rajebahadur@gmail.com

(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 to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **[Applicable only to the extent of Foreign Direct Investment and Overseas Direct Investment]**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a. The Securities 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;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

d.The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014**[Not applicable to the Company during the audit period]**;

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **[Not Applicable as the Company has not issued and listed any debt securities during the financial year under review]**;

f. 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 **[Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the Financial year under review]**;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **[Not Applicable as there was no reportable event during the period under review]**;

SUJATA R. RAJEBAHADUR COMPANY SECRETARY C. P. No. 4241 FCS No. 5728 NASHIK

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h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1988 **[Not Applicable as there was no reportable event during the period under review]**;

(vi) There are no laws which specifically apply to the type of activities undertaken by the Company.
We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

(ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into by the Company with National Stock Exchange of India Limited;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above:

We further report that:-

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. There were no changes in the composition of the Board of Directors during the period under review.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent seven days in advance 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;
- All the decisions of the Board and Committees thereof were carried out with requisite majority;

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is Commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:-

- As informed, the Company has not received any notice from any statutory/ regulatory authorities including notice for initiating actions for corrective measures wherever found necessary.

SUJATA R. RAJEBAHADUR
COMPANY SECRETARY
C. P. No. 4241
FCS No. 5728
NASHIK

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We further report that during the audit period there were no specific events/actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.

SRajebahadur

SUJATA R. RAJEBAHADUR COMPANY SECRETARY C. P. No. 4241 FCS No. 5728 NASHIK

Sujata R. Rajebahadur
Company Secretary
FCS 5728, C.P No. 4241

UDIN: F005728C000528547

Date: 28 June 2021
Place: Nashik

Sujata R. Rajebahadur
B.Com. F.C.S.
Company Secretary
'Gokul', 199, M.G.Road,
Near Samarth Sahakari Bank, Nashik - 422 001
Phone: (0253) 2502561 Cell: 9922420220.
E-mail: cssujata.rajebahadur@gmail.com

Date: 28 June 2021

To,
The Members,
R M DRIP AND SPRINKLERS SYSTEMS LIMITED
CIN: L27200MH2004PLC150101
Gat No. 475, Village Gonde,
Taluka Sinnar
Nashik 422113

Our Secretarial Audit Report of even date, for the financial year 2020-21 is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the Management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

4. Wherever required, we have obtained the management's representation about the compliance of laws, rules, and regulations and happening of events etc.

SUJATA R. RAJEBAHADUR
COMPANY SECRETARY
C. P. No. 4241
FCS No. 5728
NASHIK

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Disclaimer

5. 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.

6. During the conduct of the Secretarial Audit for the year ended 31 March 2021, due to the Pandemic situation caused on outbreak of Covid-19, we have relied on the data furnished by the Company in electronic mode and scanned copies of the minutes book, registers etc. as provided by the officers and representatives of the Company and we believe that the original copies of these documents are preserves by them at their proper place.

7. We have not verified the correctness and appropriateness of financial records and books of account of the Company.

SUJATA R. RAJEBAHADUR COMPANY SECRETARY C. P. No. 4241 FCS No. 5728 NASHIK

Sujata R. Rajebahadur
Company Secretary
FCS 5728, C.P No. 4241

ANNEXURE – II

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

While walking on the path of sustainable agricultural development it is realised that availability of water resources is considered as one of toughest hurdle to pass. Due to uncertainty of rain and increasing pressure of population growth on reservoirs, water resources are getting dry in shorter time than before. It is peak time realise and understand the importance of water and uncertain availability of it. Proper distribution of the available resources and conservative use of the same has become the most important fact to sustainable development.

The solution lies in implementing the innovative and advance models as contribution to higher efficiency of water usage. Micro irrigation is proved to be a one such efficient method which enables better control and monitoring of existing water. Recognizing the importance of micro irrigation, the current government manifesto has talked about Har Khet Ko Pani. However, in spite of the efforts made by central and state governments, the adoption of Micro irrigation by farmers needs more motivation.

MICRO IRRIGATION - A RELIEF FOR DROUGHT PRONE AREAS:

Indian agriculture is mostly dependent on monsoon as source of water for agricultural activities, but in situations where there is shortage or failure of monsoon in that particular year it gets disturbed which later results in farmer's distress and below average crop yields. Particularly in the drought prone areas/ parts of Maharashtra, Karnataka, Andhra Pradesh, Odisa, Gujarat, Madhya Pradesh, and Rajasthan among others thisaffects with much greater intensity. This makes the states like Maharashtra, Rajasthan, Gujarat, Haryana, Bihar, Karnataka and Andhra Pradesh high potential states for Micro Irrigation in India. Hence, Micro irrigation can not only save water but also increases the farmer's productivity.

COMPANY PROFILE:

R M Drip and Sprinklers Systems Limited designs and manufactures efficient, durable and simple systems within its factory. The company also assists the farmers in designing and installation of its Sprinkler and Drip Irrigations systems according to their needs. The dealer network expands from Maharashtra, Madhya Pradesh, Gujarat, Karnataka and extended its market to Uttar Pradesh, Bihar and Jharkhand.

R M Drip and Sprinklers Systems Limited believe on the principle "Born to Serve the Farming Community". Considering this as motive, employees of the company are trained and accustomed to work strategically to improve the quality and maintain the product standards. Company's world-class testing facility help to improve quality by timely analysis and quick implementation of its results. The laboratory is well equipped for analyzing the various critical parameters of the product. Company's Quality Assurance department works hand in hand with the manufacturing team to achieve zero defects in the goods dispatched from the factory. The company aims to achieve zero defects in every consignment it ships from its premises. Like no one else, RM Drip delivers on leading product brands, large scale operations, and global distribution to the irrigation industry and growing worldwide. The RM Drip approach combines the industry's leading irrigation products with the right people.

OUTLOOK ON IRRIGATION SECTOR:

Irrigation sector of India promises a great scope for growth and with no irrigation facilities is totally dependent on unpredictable monsoons. Proper irrigation facilities will provide food security, minimise dependence on monsoons, improves agricultural output and create rural job opportunities. Irrigation is the largest consumer of water in the country.

India's population is rapidly increasing so there is a need for the production to increase at a fast clip in order to meet the ever growing demand created with this population increase. Given this fact that land and water are limited resources, this would require an innovation and improvement in the productivity of crops. With the need to increase productivity while saving water, micro irrigation will play a key role for the future of Indian Agriculture.

OPPORTUNITIES:

Micro irrigation system minimizes the conveyance loss. Also provides significantly higher water usage efficiency due to proximity and focused application. Efficient water use leads to multiple benefits such as increase in the area under irrigation as well as more usage of marginal/unirrigated or cultivable land.

The company envisaged satisfactory growth over previous years. Government is providing various subsidies under Pradhan Mantri Krishi Vikas Yojna for Micro Irrigation all over the country. With over 1 decade's experience in manufacturing, the Customers are also growing rapidly. We have always maintained high quality standard and also created a good track record, at the same time, there is intense price pressure from the competitors and international financial crisis.

THREATS AND KEY RISKS:

Withdrawal of subsidies for micro irrigation is a key risk that could impact the growth of the Company. Poor monsoon, seasonality and cyclical nature of agriculture could affect the Company by having impact on the purchasing power of the farming community.

Micro Irrigation Industry also faces threats such as uneven distribution of rainfall, competition from unorganized sector, government policies and a constant fluctuation in raw material prices.

IMPLICATIONS OF COVID-19 CRISIS:

COVID-19 is an unprecedented humanitarian challenge for all countries. Its economic cost, though unavoidable in the early stages of a lockdown, might not be sustainable in the longer term. It is becoming more and clearer that COVID-19 will not disappear in near future; the economy will need to be managed alongside persistent infection risks, possibly for a prolonged period. After reopening, some countries again needed to resume lockdowns in response to rising infection rates, and India may be no exception.

You all are aware that the Central Government may announce lockdown considering CoVID-19 pandemic situations. Though it is still early to estimate the full impact of CoVID-19 pandemic on your Company, we experience severe delays in the execution of new orders owing to lockdown situation across the Country and the unavailability of clients but expects normalcy to be achieved as soon as possible.

INITIATIVES:

Company is working constantly on improving the product quality, adoption of advanced technologies and reduction of costs at appropriate level and thereby to supply the efficient, advance and durable products to the Indian Farming Community helping maximize the Farming Productivity and Farm produce marketability. New machineries were installed to provide better result and to cope up with changing requirement of the industry. The employees at all levels are being made aware of the changing conditions and the challenges of the open market conditions and to train the personnel to tackle the difficult situations which will improve the overall technology, productivity, quality and profitability. Also initiatives were taken by company to directly connect with farmers and also providing them quality services and requisite knowledge.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Significant financial highlights in F.Y. 2020-21 are as follows:-

a) Revenue from Operations

During the fiscal 2020-21, the company has Revenue from Operations of Rs. 18.21 Crores as compared to the previous year's figure of Rs. 23.24 Crores.

b) Profit Before Tax (PBT)

During the fiscal 2020-21, the company has a profit of Rs. 0.29 Crore as compared to the previous year's of Rs. 2.01 Crores.

c) Profit After Tax (PAT)

During the fiscal 2020-21, the company has reported a profit of Rs. 0.10 Crores as compared to the previous year's of Rs. 2.80 Crores.

INTERNAL CONTROL SYSTEM:

The Company has implemented a proper and adequate system of internal controls, to ensure the safeguarding of assets and their usage, maintenance of proper records, adequacy and reliability of operational information. The internal control is supplemented by an extensive audit by internal and external audit teams and periodic review by the top management, Audit Committee and Board of Directors.

HUMAN RESOURCES:

In current competitive economy, the proper utilization of human resources plays a crucial role. It begins with best practices in recruiting people and moves through learning and development, engagement, employee feedback and rewards and recognition. Towards this, your Company took various initiatives and has maintained healthy and harmonious industrial relations at all levels. The dedication and hard work of production and dynamic goal oriented team is the key factor to the success of your Company. We believe that hiring the right personnel and proper retaining has been the key to this success. To keep the Company and its human resource competitive, we organized various training programs and experts were engaged to train the employees at various levels. This active process of learning has allowed employees to enhance their competence and motivation.

FUTURE PLAN:

As we are into Subsidy business where working capital gets struck for a long time, looking at that the 100% Advance business is planned to have healthy financial condition of the Company:

- PVC Pipes manufacturing facility for commercial selling.
- Manufacturing all the traded items in house.
- Product expansion – BIS 4984 is added in the product basket (HDPE Coil Pipe).
- Planning to expand in the State of Telangana & Tamilnadu
- Planning to manufacture Rain pipe and low cost Drip Line

CAUTIONARY NOTE:

This report contains forward-looking statements based on certain assumptions and expectations of future events. Actual performance, results or achievements and risks and opportunities may differ from those expressed or implied in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

By Order of Board,

For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Shyam Sundar Dash	**Arjun Ramji Makani**
Managing Director	**Director**
(DIN: 07502666)	**(DIN: 00385450)**

Date: 31/08/2021
Place: Nashik

ANNEXURE III

DISCLOSURE ON THE REMUNERATION OF THE MANAGERIAL PERSONNEL

Pursuant to section 197(12) of The Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014, the details are as follows:

a. The ratio of the remuneration of each director to the median remuneration of the employee of the Company for the Financial year:-

Sr. No.	Name of Director / KMP	Remuneration of Director/ KMP for FY: 2020-2021 (Figures in Rs)	% increase in the remuneration for FY: 2020-2021	Ratio of Remuneration of each Director/to median remuneration of Employee
1	Mr. Shyam Sundar Dash (Managing Director)	30,00,000	17.64%	18.58 :1
2	Mr. Vijay Kumar HanmantKshirsagar (Executive Director)	NIL	Nil	Nil
3	Mr. Nivrutti Pandurang Kedar (Non-Executive Director)	Nil	Nil	Nil
4	Mr. Arjun Ramji Makani (Non-Executive Director)	Nil	Nil	Nil
5	Ms. Anita Vasant Pagare (Company Secretary)	2,69,717	81.23%	1.67:1
6	Ms. VijayetaMudliar (Chief Financial Officer) Upto 31/01/2021	3,60,397	Nil	2.23:1
7	Mr. Ajit Kulkarni (Chief Financial Officer) From 01/02/2021	2,12,590	Nil	1.32:1

*Since independent Non-executive Directors received no remuneration except sitting fees for attending board and committee meetings the required details are not applicable.

b. The percentage increase in remuneration of each Director, Managing Director, Chief Financial Officer, and the Company Secretary in the Financial Year: As per Point a.

c. The percentage increase in the median remuneration of employee in the Financial Year: Nil

d. The number of permanent employee on the rolls of the Company as on March 31, 2021: 64 Nos. (Inclusive of KMP)

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:

During the year under review, the remuneration of Mr. Shyam Sundar Dash, Managing Director was revised from Rs. 2,00,000/- per month to Rs. 2,50,000/- per month in the month of January and fixed for 1 year i.e. from 10th July, 2020 to 9th July, 2021.(17.64% increase as compared to last year)

The Remuneration of Company Secretary was increased from Rs. 25,000 per month to Rs. 27,098 per month from the month of December, 2020, (81.23% increase as compared to last year)

12.22 % increase in overall salary of employees in the F.Y. 2020-2021 as compared to last year.

k. The Company affirms remuneration is as per the remuneration policy of the Company.

L. Information of employee drawing remuneration of Rs. 1.02 Crs per annum or Rs. 8.50 Lakhs per month for part of the year or more pursuant to Rule 5(2) of Chapter XII, the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014: Not Applicable.

By Order of Board,
For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Shyam Sundar Dash	**Arjun Ramji Makani**
Managing Director	**Director**
(DIN: 07502666)	**(DIN: 00385450)**

Date: 31/08/2021
Place: Nashik

ANNEXURE - V

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 arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis - Not Applicable

Sr. no.	Name(s) of the related party	Nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date (s) of approval by the Board	Amount paid as advances	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

2. Details of material contracts or arrangement or transactions at arm's length basis

Sr. no.	Name(s) of the related party	Nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date (s) of approval by the Board	Amount paid as advances
1	Mr. Vijaykumar Kshirsagar	Director	Consultancy Services	During Year 2020-2021	Professional Fees paid for consultancy services Rs 1017297/-	22.03.2021 Note :- 1	Nil
2	Mr.Shyam Sundar Dash	Managing Director	Interest on Unsecured Loan	During Year 2020-2021	Rs. 14,645/- p.a.	25.06.2020	Nil

Note No 1 :- The company has obtained the prior approval of audit committee by passing resolution in their committee meeting held on 22nd March 2021 and board of directors by passing resolution in their board meeting held on 22nd March 2021.

For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Shyam Sundar Dash
Managing Director
(DIN: 07502666)
Date: 25/08/2021
Place: Nashik

ANNEXURE V

CEO &CFO COMPLIANCE CERTIFICATE
(Pursuant to Regulation 17 (8) of Listing Obligation and Disclosure Regulation)

To,
The Board of Directors,
R M Drip and Sprinklers Systems Limited

We, **Mr. Shyam Sundar Dash,** Managing Director and **Mr. Ajit Vilas Kulkarni,** Chief Financial Officer (CFO) of the **R M Drip and Sprinklers Systems Limited**, to the best of our knowledge and belief, certify that:

a. We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31st March, 2021 and to the best of our knowledge and belief ;
   i. These Financial Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
   ii. These Financial Statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
b. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2021 are fraudulent, illegal or violative of the Company's code of conduct.
c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit committee, wherever applicable, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps that we have taken or propose to take to rectify these deficiencies.
d. We have indicated to the auditors and the Audit Committee wherever applicable,
   i. That there is no significant change in internal control over financial reporting during the year under reference;
   ii. There is no significant change in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. There is no significant fraud of which we have become aware and that the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For R M Drip and Sprinklers Systems Limited

Mr. Shyam Sundar Dash	**Mr. Ajit Vilas Kulkarni**
Managing Director	Chief Financial Officer

Date: 31/08/2021
Place: Nashik

ANNEXURE - VI

ANNUAL REPORT ON SEXUAL HARASSMENT POLICY

Complaints Status for the period 01/04/2020 To 31/03/2021

Total Complaints Received	0
Total Resolved Complaints	0
Total Pending Complaints	0
Total Complaints Withdrawn	0

FOR R M DRIP AND SPRINKLERS SYSTEMS LIMITED

CS Akshada Bhase
Presiding Officer
Dated 31/08/2021

ANNEXURE VII

LIST OF TOP 10 PUBLIC SHAREHOLDERS

UNIT: R M DRIP SPRINKLERS SYSTEMS LIMITED					
List of Top 10 Share Holders(NSDL-CDSL-Physical)as on date:31/03/2021					
Sr.No.	**Category**	**FolioNo./ClientID**	**Shareholder's Name**	**Shares**	**Percentage Capital**
1	PUBLIC	1207170000026276	YASH MANISH MEHTA	134000	2.003
2	PUBLIC	IN30302853024853	BRAJA GOPAL PAL	70000	1.0463
3	PUBLIC	1204440000010809	NISHIL SURENDRA MARFATIA	62000	0.9268
4	PUBLIC	IN30018312000674	CHANDRESH JASVANTLAL PAREKH	40000	0.5979
5	PUBLIC	1207020000786917	RUPAL SHRIKANT SHAH	36000	0.5381
6	PUBLIC	IN30299410080255	GAUTAM CHAMPALAL VAISHNAV	34000	0.5082
7	PUBLIC	IN30021420089383	RESHMA B SEQUEIRA	34000	0.5082
8	PUBLIC	1203390000089086	USHA KISHOR SURANA	30000	0.4484
9	PUBLIC	IN30018311400185	AMITABH SINGH	30000	0.4484
10	PUBLIC	1207020001165373	JAGDISHCHANDRA MUNDRA HUF	30000	0.4484
			TOTAL	**500000**	**7.4737**

By Order of Board,
For R M DRIP AND SPRINKLERS SYSTEMS LIMITED

Shyam Sundar Dash	**Arjun Ramji Makani**
Managing Director	**Director**
(DIN: 07502666)	**(DIN: 00385450)**

Date: 31/08/2021
Place: Nashik

Atharva, 30, Shramik Society
Opp. Shree Swami Samarth Kendra,
Gangapur Road, Nashik 422013.
Tele/Fax: 91-253-2573558, 2518761
e-mail: contactus@mmkassociates.com

Milind M Kulkarni & Associates
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
RM DRIP AND SPRINKLERS SYSTEMS LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **RM Drip and Sprinklers Systems Limited** (Formerly known as R M Drip and Sprinklers Systems Private Limited) ("the Company"), which comprise of the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
Revenue Recognition: Accounting for Sales.		
1.	Key audit matters description	Sales are recognized when goods are transferred with risks and rewards of ownership to the buyer and are recorded net of Duties, Taxes, and Trade Discounts & Rebates.
2.	Principal Audit Procedure	Our Procedure involved: • Testing of the design and implementation of controls involved for determination of revenue from sales as well as their operating effectiveness. • Testing some sample of sales for appropriate identification of performance obligation. • Testing related information used in recording and disclosing the revenue in accordance with the Accounting Standard. • Obtaining the external confirmation for sample transaction selected and industry practice in the region. • Verifying Inventory records for confirming exclusion of soldstock from the total value of stock.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Accounting Standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Atul Deshpande
PARTNER

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Atul Deshpande
PARTNER
M. No. 118218
FRN 129879W
NASHIK
CHARTERED ACCOUNTANTS

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and loss, and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the act, read with Rule 7 of the (Companies Accounts) Rules, 2014.

   e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, as on March 31, 2021, none of the directors is disqualified from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our

Atul Deshpande
PARTNER
M. No. 116218
FRN 125975W
NASHIK

opinion and to the best of our information and according to the explanations given to us:

i. The Company has no pending litigations having impact on its financial position in its financial statements.

ii. The Company has does not have any long-term contracts including derivatives contracts for which there wereany material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218
UDIN: 21118218AAAAIF8560

Place: Nashik
Date: August 17,2021

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **RM DRIP AND SPRINKLERS SYSTEMS LIMITED** as on 31stMarch, 2021.

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **RM DRIP AND SPRINKLER SYSTEMS LIMITED** ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial control system over financial reporting of the Company.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218
UDIN: 21118218AAAAIF8560

Place: Nashik
Date: August 17,2021

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Membersof **RM DRIP AND SPRINKLERS SYSTEMS LIMITED** as on 31stMarch, 2021.

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, all the fixed assets have been physically verified by the Management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its asset. No material discrepancies were noticed on such physical verification.

(c) All the title deeds of immovable properties are held in the name of the company.

ii. The management has conducted physical verification of inventory at reasonable intervals and it was reported that no material discrepancies were noticed during verification.

iii. According to the information and explanations given to us and on the basis of our examination of the books of account, during the year, the Company has not granted unsecured loan to parties listed in the register maintained under Section 189 of the Companies Act.

(a) Paragraph 3(iii) (a) of the Order are not applicable to the Company.

(b) Paragraph 3(iii) (b)& (c) of the Order are not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

v. The Company has not accepted any deposits under section 73 to 76 of the Companies Act 2013.

vi. According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under section 148 (1) of the Companies Act, 2013.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31st March 2021 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income tax, value added tax, wealth tax, service tax, duty of customs, duty of excise duty and Goods and service tax which have not been deposited with the appropriate authorities on account of any dispute.

MILIND R. KULKARNI & ASSOCIATES
Atul Deshpande
PARTNER
M. No 116218
129975W
NASHIK
CHARTERED ACCOUNTANTS

viii. Based on our audit procedures and according to information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution and bank during the year.

ix. As per our verification of books and records and explanations given to us, there are new term loans availed by the Company during the financial year 2020-21.

x. According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.

xi. In our opinion and according to the information and explanations given to us, the Company has paid /provided managerial remuneration in accordance with requisite approval mandated by the provision of Section 197 read with Schedule V to the Companies Act, 2013 and with reference to the special resolution passed in the Extra Ordinary General Meeting dated 10/07/2017.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934

for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218
UDIN: 21118218AAAAIF8560

Place: Nashik
Date: August 17,2021

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101

Standalone Balance Sheet

As on 31st March, 2021

Particulars	Note No	As on 31-03-2021	As on 31-03-2020
I Equity and Liabilities			
Shareholders' Funds			
Share Capital	2	6,69,00,000	6,69,00,000
Reserves & Surplus	3	6,96,00,353	6,85,12,872
Non-Current Liabilities			
Long-term borrowings	4	2,97,98,700	2,62,56,479
Other long term liabilities	6	67,52,330	63,47,028
Long-term provisions	7	23,20,909	26,87,410
Current Liabilities			
Short-term borrowings	8	4,00,46,865	4,52,01,480
Trade payables	9		
- Micro, Small and Medium Enterprises		33,57,208	38,68,908
- Others		2,42,09,325	2,85,53,585
Other current liabilities	10	3,99,38,232	1,96,13,507
Short-term provisions	11	50,94,170	44,56,899
Total		28,80,18,092	27,23,98,168
II Assets			
Non-Current Assets			
Fixed assets	12		
- Tangible		6,94,95,796	6,22,17,106
- Intangible		2,44,847	6,64,624
Non-current investments	13	5,58,750	5,58,750
Deferred Tax Asset (net)	5	51,38,705	69,65,174
Long term loans and advances	14	22,82,641	22,38,641
Current Assets			
Inventories	15	2,77,48,644	3,16,30,866
Trade receivables	16	14,87,30,857	14,27,98,464
Cash and cash equivalents	17	1,30,52,468	46,01,816
Short-term loans and advances	18	69,87,271	86,79,193
Other current assets	19	1,37,78,113	1,20,43,533
Total		28,80,18,092	27,23,98,168

See accompanying notes to the Financial Statements

As per our report of even date
for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218

Place :- Nashik
Date :-August 17, 2021

for and on behalf of the board of directors

Shyam Sundar Dash
Managing Director
DIN : 07502606

Arjun Ramji Makani
Director
DIN : 00385450

Ajit Kulkarni
Chief Financial Officer

Anita Pagare
Company Secretary

Place :- Nashik
Date :- June 28,2021

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101
Standalone Statement of Profit & Loss
for the year ended 31st March, 2021

Particulars	Note No	As on 31-03-2021	As on 31-03-2020
Revenues			
Revenues from operations	20	18,21,38,671	23,23,63,582
Other income	21	43,22,706	48,48,662
Total Revenues		18,64,61,377	23,72,12,244
Expenses:			
Cost of materials consumed	22	8,16,56,174	11,64,90,562
Changes in inventories	23	43,94,123	(16,10,990)
Employee benefit expenses	24	1,86,42,200	2,08,48,237
Finance costs	25	95,24,846	96,12,265
Depreciation and amortization expenses	12	1,15,79,796	1,37,76,971
Other expenses	26	5,77,50,288	5,79,42,256
Total Expenses		18,35,47,427	21,70,59,302
Profit before tax		29,13,950	2,01,52,942
Tax expenses			
Current tax		-	-
Deferred tax expenses / (surplus)		18,26,469	(78,94,229)
Profit for the period		10,87,481	2,80,47,171
			43,51,992
Earning per equity share			
Basic	30	0.16	4.19
Diluted		0.16	4.19

See accompanying notes to the Financial Statements

As per our report of even date
for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218

Place :- Nashik
Date :-August 17, 2021

for and on behalf of the board of directors

Shyam Sundar Dad
Managing Director
DIN : 0750264

Arjun Ramji Makani
Director
DIN : 00385450

Ajit Kulkarni
Chief Financial Officer

Anita Pagare
Company Secretary

Place :- Nashik
Date :- June 28,2021

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101

Cash Flow Statement
for the year ended 31st March, 2021

Particulars	As on 31-03-2021	As on 31-03-2020
Cash Flow from Operating Activities		
Net Profit/(Net Loss) Before Tax	29,13,950	2,01,52,942
Adjustments for-		
Depreciation	1,15,79,796	1,37,76,971
Provision for Gratuity and (Acturial Gain)	58,012	4,73,740
Interest & Finance Cost	95,24,846	96,12,265
Interest Income	(1,46,297)	(2,62,841)
Dividend Income	-	(60,242)
Income Tax of Previous year	-	-
(Profit) / Loss on Sale of Asset	-	-
Other Non Operating income	(40,00,409)	(45,25,579)
Operating Profit/(loss) Before Working Capital Changes	1,99,29,898	3,91,67,257
Adjustments for Changes in Working Capital		
Increase/(Decrease) in Short-term Borrowings	(51,54,615)	82,60,349
(Decrease)/Increase in Trade Payables	(48,55,960)	(54,89,634)
(Decrease)/Increase in Short terms Provisions	12,47,439	(3,97,860)
(Decrease)/Increase in Other Current Liabilities	2,03,24,725	(1,27,22,406)
(Decrease)/Increase in Other Long Term Liabilities	4,05,302	(22,30,340)
(Decrease)/Increase in Long Term Provisions	(3,66,501)	(1,75,925)
Decrease / (Increase) in Inventories	38,82,222	43,62,247
(Increase)/ Decrease in Trade Receivables	(59,32,392)	(1,62,15,229)
Decrease / (Increase) in Short Term loans & Advances	18,51,409	40,00,173
(Increase)/ Decrease in Long Term loans & Advances	(44,000)	(2,89,846)
(Increase) in Other Current Assets	(17,34,580)	(4,92,274)
Cash generated from Operations	**2,95,52,946**	**1,77,76,511**
Income Tax Paid	(8,27,666)	(1,86,168)
Net cash from Operating activities (A)	**2,87,25,280**	**1,75,90,343**
Cash Flow from Investing Activities		
Purchase of Fixed Assets	(1,84,38,710)	(19,31,180)
Sale of Fixed Assets	-	-
Interest Received	1,46,297	2,62,841
Sale of Non Current Investments	-	-
Other Non Operating Income	40,00,409	45,25,579
Dividend Received		60,242
Net cash from Investing activities (B)	**(1,42,92,003)**	**29,17,482**

MILIND W. KULKARNI & ASSOCIATES CHARTERED ACCOUNTANTS NASHIK

RM DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101
Cash Flow Statement
for the year ended 31st March, 2021

Particulars	As on 31-03-2021	As on 31-03-2020
Cash Flow from Financing Activities		
Proceeds from Issue of Share Capital		-
Securities Premium received on Shares Issued		-
Expenses Directly Written off from Securities Premium		-
Net Proceeds from Long Term Borrowings	35,42,221	(1,18,63,480)
Interest Paid	(95,24,846)	(96,12,265)
Net Cash From Financing activities (C)	**(59,82,625)**	**(2,14,75,745)**
Net Increase in Cash and Cash equivalents (A+B+C)	**84,50,652**	**(9,67,920)**
Cash and Cash equivalents at the beginning of the year	**46,01,816**	**55,69,736**
Cash and Cash equivalents at the end of the year	**1,30,52,468**	**46,01,816**

As per our report of even date
for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218

for and on behalf of Board of Directors

Shyam Sundar Dash — Managing Director — DIN : 07502660

Arjun Ramji Makani — Director — DIN : 00385450

Ajit Kulkarni — Chief Financial Officer

Aditi Pagare — Company Secretary

Place : Nashik
Date :-August 17, 2021

Place:- Nashik
Date :- June 28,2021

R M Drip and Sprinklers Systems Limited.
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN: L27200MH2004PLC150101
Notes attached to and forming part of Financial Statements
For the year ended 31st March, 2021

1. **Significant Accounting Policies**

a) **Basis of preparation of Financial Statements & Accounts: -** The financial statements & accounts are prepared under historical cost convention in accordance with the mandatory Accounting Standards as specified under section 133 of the Companies Act 2013, read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and the relevant provisions of the Companies Act, 2013.
The Company has adopted accrual basis of accounting.
Accounting policies except specifically referred to, are consistent and in consonance with generally accepted accounting policies in India (Indian GAAP).

b) **Use of Estimates: -** The preparation and presentation of financial statements in conformity with the generally accepted accounting principles, requires estimate and assumptions to be made that affect the reported amounts of assets and liabilities, revenues and expenditures and disclosure of contingent liabilities. The estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as on the date of financial statements. Difference between the actual results and estimates are recognized in the period in which result materialize/ are known.

c) **Inventories: -** Inventories are valued at lower of estimated cost or net realizable value. Estimated cost of Inventories comprises of purchase cost and other cost incurred in bringing inventories to their present location and condition. The cost is determined as under.
   i. Raw materials, stores, spares on FIFO basis.
   ii. Finished Products – on raw material cost plus conversion cost
   iii. Work-in-Progress on raw material cost plus proportionate conversion cost up to stage of completion as on valuation date.

d) **Cash flow statement**: - Cash flows are reported using the indirect method as specified under Accounting Standard - 3, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

e) **Revenue Recognition**: Revenue is recognized as follows
   i. Sales are recognized when goods are transferred with risks and rewards of ownership to the buyer and are reco[illegible] Duties, Taxes, and Trade Discounts & Rebates.

ii. Interest Income is recognised on a time proportion basis

iii. Dividend Income is recognised on receipt basis.

f) **Tangible Assets and Depreciation: -** Tangible Assets are stated at cost of acquisition inclusive of freight, non refundable duties and taxes and incidental expenses. Depreciation on Tangible Assets is provided in such a manner so that the cost of asset (Net of realizable value) will be amortized over their estimated remaining useful life on W.D.V basis as per the useful life prescribed under Schedule II to the Companies Act 2013. Depreciation for assets purchased / sold during the period is proportionately charged.

Capital work-in-progress comprises of the cost incurred on fixed assets that are not yet ready for their intended use at the reporting date.

g) **Foreign Currency Transactions: -**

i. Foreign currency transactions are accounted for at the exchange rate prevailing on the date of transactions.

ii. The foreign currency assets or liabilities of monetary items are translated using the exchange rates prevailing on the reporting date.

iii. The Exchange differences on translation of foreign currency transaction on the reporting date are recognised as income or expense and adjusted to the statement of Profit and loss.

h) **Government Grants: -** Grants and Subsidies from the government are recognized when there is a reasonable assurance that

a. The company will comply with the conditions attached to them and

b. Grant / Subsidy will be received.

i) **Investments:-** The company follows the accounting policy of valuing its current investments at cost or fair value whichever is lower and the long term investments are valued at cost except where there is a permanent decline in the value of investments.

j) **Employee Benefits : -**

All Short term employee benefits are recognized at their undiscounted amount in the accounting period in which they are incurred.

Defined Contribution Plan

The Company is having defined contribution plan for post employment benefits in the form of Provident Fund. Under the Provident Fund Plan, the company contributes to a Government administered Provident Fund on behalf of employees. The company has no further obligation beyond making the Contributions.

Defined Benefit Plan
The Company has made provision for payment of Gratuity to its employees. This Provision is made as per the method prescribed under the Payment of Gratuity Act. The cost of providing gratuity under this plan is determined on the basis of actuarial valuation at each year end.

k) **Borrowing Costs: -** The Interest on cash credit and various term loans is charged to profit and loss account and classified under Finance costs. However, the interest on term loan and other borrowing costs that are attributable to acquisition, construction or production of qualifying assets are capitalised as a part of cost of such Assets.

l) **Earnings Per Share**: - Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period for all periods presented is adjusted for events, such as bonus shares, that have changed the number of equity shares outstanding, without corresponding change in the resources.

m) **Taxes on Income**: - Income Tax for the period is provided as per the provisions of the Income Tax Act, 1961 after considering various deductions available under the Act.

Deferred Tax Income is recognized for "timing differences" between the accounting income and the taxable income using the tax rates and laws that are enacted or substantially enacted as on the Balance Sheet date. The Deferred Tax Asset is recognized and carried forward only to the extent there is a reasonable certainty that the asset will be realized in future.

n) **Intangible Assets: -** Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a WDV basis commencing from the date the asset is available to the Company for its use. Software being intangible asset in the form of license to use the software is considered as integral part of computers and network. So management has decided to depreciate it as per the useful life of computer server and networks under WDV method as prescribed under schedule II of Companies Act 2013.

Milind W. Kulkarni & Associates Chartered Accountants Atul Deshpande PARTNER M.No 115216 FRN 120875W NASHIK

RM Drip & Sprinklers Systems Limited CIN U-27200 MH-2004 PLC-150101 NASHIK

R M Drip and Sprinklers Systems Limited.

(Formerly known as R M Drip and Sprinklers Systems Private Limited)

CIN: L27200MH2004PLC150101

Notes attached to and forming part of Financial Statements

For the year ended 31st March, 2021

o) **Impairment of Assets**: - In accordance with (AS-28) – Impairment of Assets, the carrying amounts of the Company's assets including intangible assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indications exist, the assets recoverable amount is estimated, as the higher of the net selling price and the value in use. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is assessed at the recoverable amount subject to a maximum of depreciable historical cost.

p) **Provisions and Contingent Liabilities: -** Provisions involving judgments and estimation in measurement of expenses are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101

Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

2 Share Capital

Particulars	As on 31-03-2021	As on 31-03-2020
A) Authorized Share Capital		
100,00,000 Ordinary Equity Shares of Rs.10/- each	10,00,00,000	10,00,00,000
	10,00,00,000	10,00,00,000
B) Issued Subscribed & Paid-up Share Capital		
66,90,000 Ordinary Equity Shares of Rs.10/- each	6,69,00,000	6,69,00,000
	6,69,00,000	6,69,00,000

C) Reconciliation of shares outstanding at the beginning & at the end of the reporting period

Particulars	As on 31-03-2021	As on 31-03-2020
Equity Shares		
Balance of number of ordinary equity shares at the beginning of the year	66,90,000	66,90,000
Add : Shares issued and subscribed during the year	-	-
Add : Bonus Shares issued	-	-
Balance of number of ordinary equity shares at the end of the year	66,90,000	66,90,000

D) The rights, preferences and restrictions attached to each class of shares - Equity Shares : The company has one class of equity share having par value of Rs. 10 each. Each shareholder is eligible for one vote per share held. Further the ordinary equity Shares of the company have the rights and restrictions as prescribed in the Companies Act, 2013.

E) Details of shares held by its holding company in the Company - NA

F) Details of Equity shares held by shareholders holding more than 5 % of aggregate shares in the Company.

Particulars	As on 31-03-2021	As on 31-03-2020
Nivrutti Pandurang Kedar		
No. of Shares Held	5,47,027	5,47,027
Percentage of holding	8.18%	8.18%
Arjun Ramji Makani		
No. of Shares Held	5,49,027	5,49,027
Percentage of holding	8.21%	8.21%
Shubhangi Vijaykumar Kshirsagar		
No. of Shares Held	5,43,738	5,43,738
Percentage of holding	8.13%	8.13%
Vijaykumar Hanmant Kshirsagar		
No. of Shares Held	7,68,661	8,20,661
Percentage of holding	11.49%	12.27%
Shyam Sundar Dash		
No. of Shares Held	6,72,923	6,12,923
Percentage of holding	10.06%	9.16%

G)Terms and details of shares reserved for issue under options and contract/commitments - Nil

H) Details of ordinary equity shares issued in immediately preceding five years as on the date of Balance sheet.

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101
Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

a) Aggregate number of fully paid up shares pursuant to contract(s) without payment being received in cash.	-
b) Aggregate number of fully paid up shares by way of bonus.	22,80,000
c) Aggregate number of shares bought back.	-

3 Reserves & Surplus

Particulars	As on 31-03-2021	As on 31-03-2020
Securities Premium		
Opening Balance	7,76,07,043	7,76,07,043
For Shares issued during the year	-	-
Less: Utilised for Bonus Shares issued	-	-
Less: IPO Expenses Written Off (Refer Note no 3.1)	-	-
Balance at the end of the year	**7,76,07,043**	**7,76,07,043**
Surplus in Statement of Profit and Loss		
Balance of Surplus at the beginning of the year	(90,94,171)	(3,71,41,343)
Add: (Loss)/Profit for the year	10,87,481	2,80,47,171
Balance of (Deficit)/Surplus at the end of the year	**(80,06,690)**	**(90,94,171)**
Total Reserves and Surplus at the end of the year	**6,96,00,353**	**6,85,12,872**

4 Long-term borrowings

Particulars	As on 31-03-2021	As on 31-03-2020
A) Secured Term Loans from Banks		
State Bank of India Term Loan (Refer Note no 4.1)	2,97,98,700	2,59,85,053
ICICI Vehicle Loan (Refer Note no 4.3)	-	2,71,426
Total of Long Term Borrowing (A+B)	**2,97,98,700**	**2,62,56,479**

Term Loans

4.1. From State Bank of India	ROI	Terms of Repayment
State Bank of India Term Loan	7% to 8.65%	Repayable within 39 months to 75 months starting from June 2018.

Secured by hypothecation of Plant & machinery, mortgage of Land & Building of company and individual properties of directors and Personal Guarantee of Directors.

Atul Deshpande PARTNER M.No 116215 FRN 129975W NASHIK CHARTERED ACCOUNTANTS

R M DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101

Notes attached to and forming part of Financial Statements for the year ended 31st March, 2021

4.2. From HDFC Bank	ROI	Terms of Repayment
Vehicle Loan HDFC Bank	8.25% to 11.00%	Repaid

(Secured against SML Isuzu Samrat Truck and Jeep Campus).

4.3. From ICICI Bank	ROI	Terms of Repayment
ICICI Vehicle Loan	9.25%	Repayable within 36 months starting from December 2018

5 Deferred Tax Liabilities (net)

The break-up of deferred tax assets and deferred tax liabilities into major components of the respective balances are as follows;

Particulars	As on 31-03-2021	As on 31-03-2020
On depreciation allowance on Fixed Assets	2,33,497	6,60,958
On others	(53,72,202)	(76,26,132)
	(51,38,705)	(69,65,174)

Deferred tax asset generated out of unabsorbed depreciation and carry forward of losses under tax laws were recognised on the basis of reasonable certainty and on prudence basis.

6 Other long term liabilities

Particulars	As on 31-03-2021	As on 31-03-2020
Security Deposits from Dealers	67,52,330	63,47,028
	67,52,330	63,47,028

The company collects Security Deposits from Dealers through whom it transacts its business. These are refundable at the time of end of business with the dealers. Balances are subject to Confirmation.

7 Long-term provisions

Particulars	As on 31-03-2021	As on 31-03-2020
(a) Provision for Gratuity Payable (Refer note 24.1)	13,53,097	13,28,219
(b) Provision for warranty (Refer note 7.1)	9,67,812	13,59,191
	23,20,909	26,87,410

7.1 Management has estimated the cost of meeting the warranty obligation regarding micro irrigation systems sold at 0.25% of the sale value. Accordingly every year an amount of 0.25% of sale of materials (total sales minus scrap sale and transport charges recorded in sales bills) is set aside as a provision by debiting the statement of profit and loss. Since the warranty period is 5 years, the provision is carried as a liability over a period of 5 years. Every year 1/5th of the liability diminishes which is debited to the provision and written back to statement of profit and loss. Out of total provision, the amount related to immediately following period of twelve months from the reporting date is identified as short term provision and balance amount is shown as long term provision.

MILIND M. KULKARNI & ASSOCIATES CHARTERED ACCOUNTANTS Atul Deshpande PARTNER M.No. 115218 FRN 125987W NASHIK

RM DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK

8 Short-term borrowings

Particulars	As on 31-03-2021	As on 31-03-2020
A) Secured Loans repayable on demand from Bank State Bank of India.	4,00,46,865	4,52,01,480
Total of Short Term Borrowings	4,00,46,865	4,52,01,480

Particulars	ROI	Terms of Repayment
State Bank of India.	08.65% (Floating)	Repayable on Demand

Secured by hypothecation of Inventory and Book Debts, collateral of Land & Building of company and individual properties of directors and Personal Guarantee of Directors.

9 Trade payables

Particulars	As on 31-03-2021	As on 31-03-2020
Due to Micro, Small and Medium Enterprises	33,57,208	38,68,908
Due to Others	2,42,09,325	2,85,53,585
	2,75,66,533	3,24,22,493

9.1 As required by the provisions of MSMED Act, 2006 the management has classified Trade Payables as amounts due to MSME and amounts due to other suppliers. Out of the Total amounts payable to MSME the amount overdue as per identified and interest amounting to Rs.10,19,662/- is payable on the provisions of the said act has been duly overdue amounts has been duly provided for.

9.2 Trade payables are subject to confirmation, reconciliation and consequential adjustments.

MUKUND M. KULKARNI & ASSOCIATES CHARTERED ACCOUNTANTS Atul Deshpande PARTNER M.No. 115218 FRN 125979W NASHIK

RM DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101

Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

10 Other current liabilities

Particulars	As on 31-03-2021	As on 31-03-2020
A) Current Maturities of secured Long Term Loans		
State Bank of India Term Loan (Refer Note no 4.1)	1,75,54,313	1,05,22,860
Vehicle Loan HDFC Bank (Refer Note no 4.2)	7,868	5,28,654
ICICI Vehicle Loan (Refer Note no 4.3)	2,71,426	3,77,136
Total A	1,78,33,607	1,14,28,650
B) Advances received from customers		
Advances from Customers- Karnataka	1,11,10,610	-
Advances from Customers- Madhya Pradesh	43,64,983	43,64,983
Total B	1,54,75,593	43,64,983
C) Other payables		
Statutory Liabilities		
Profession Tax	12,025	11,325
Privident Fund	1,49,386	-
TDS Payable	11,94,490	8,04,734
GST Payable	38,78,797	12,65,882
Others		
Professional / Sitting Fees Payable	16,000	87,440
Electricity Expenses	5,40,650	5,45,510
Rent Payable	42,094	60,440
MLWF Payable	648	-
Travelling Expenses Payable to Sales Employees	4,85,890	4,51,650
SBI CC Interest payable	-	4,20,074
Market Making fees Payable	2,25,000	88,767
BIS License Renewal Charges Payable	84,052	84,052
Total C	66,29,032	38,19,874
Total of other current liabilities (A+B+C)	**3,99,38,232**	**1,96,13,507**

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101
Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

11 Short-term provisions

Particulars	As on 31-03-2021	As on 31-03-2020
A) Provision for employee benefits		
Salary Payable	28,35,213	20,89,170
Director's Remuneration Payable	1,90,000	1,35,185
ESIC Payable	21,027	26,035
Provision for Gratuity - Current Obligation (Refer note 24.1)	58,012	24,878
Total A	31,04,252	22,75,268
B) Other Provisions		
Statutory Audit Fees Payable	2,50,000	1,00,000
Tax Audit Fees Payable	2,00,000	1,50,000
VAT / GST Audit Fees Payable	-	50,000
Internal Audit fees Payable	2,40,000	2,75,000
Provision for warranty - Current Obligation	8,45,918	7,55,011
Income Tax Payable	4,54,000	8,51,620
Total B	19,89,918	21,81,631
Total of short term provisions (A+B)	**50,94,170**	**44,56,899**

13 Non-current investments

Particulars	As on 31-03-2021	As on 31-03-2020
(a) Investments in Equity Instruments		
Investment in Shares of Samarth Sahakari Bank	5,47,650	5,47,650
(4871 shares of face value Rs.100 each)		
(2422 shares of face value Rs.25 each)		
Investment in Shares of Janlaxmi Bank	11,100	11,100
	5,58,750	5,58,750

14 Long term loans and advances

Particulars	As on 31-03-2021	As on 31-03-2020
A) Security Deposits		
Deposits With Service Providers	10,16,895	10,16,895
Others	12,65,746	12,21,746
Total A	22,82,641	22,38,641
Total of long-term loans and advances	22,82,641	22,38,641

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
CIN : L27200MH2004PLC150101

Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

15 Inventories

Particulars	As on 31-03-2021	As on 31-03-2020
(a) Raw materials, Stores, Spares and Components	37,69,648	32,57,747
(b) Work-in-progress	25,83,165	26,91,115
(c) Finished goods	2,13,95,831	2,56,82,004
	2,77,48,644	3,16,30,866

16 Trade receivables

Particulars	As on 31-03-2021	As on 31-03-2020
A) Outstanding for a period exceeding six months		
(a) Unsecured, considered good	3,45,90,171	4,53,76,336
(b) Doubtful	5,36,06,313	4,78,48,478
B) Other		
Unsecured, considered good	6,05,34,373	4,95,73,650
	14,87,30,857	14,27,98,464

16.1 Trade receivables are subject to confirmation, reconciliation and consequential adjustments if any.

17 Cash and cash equivalents

Particulars	As on 31-03-2021	As on 31-03-2020
(a) Balances with banks		
Balance in Current Accounts	84,87,649	64,866
Margin Money for Guarantee/Letter of Credit	41,65,496	40,29,773
Bank Deposits with more than 12 months maturity	2,24,552	2,24,552
(b) Cash on hand	1,74,771	2,82,626
	1,30,52,468	46,01,816

18 Short-term loans and advances

Particulars	As on 31-03-2021	As on 31-03-2020
Unsecured considered good		
GST Receivable	21,64,227	14,76,418
GST Receivable but not due	-	12,61,776
TDS Receivable	1,43,874	1,86,168
TCS Receivable	15,613	-
Employee Advances	68,380	97,296
Advances to Suppliers / Creditors	30,81,155	31,62,375
Income Tax refund for 2018-19	2,08,402	16,01,540
NSE Fees Refund Receivable	-	42,000
MAT Receivable	13,05,620	8,51,620
	69,87,271	86,79,193

MILIND B. KULKARNI & ASSOCIATES CHARTERED ACCOUNTANTS PARTNER NASHIK

R M DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK

R M Drip and Sprinklers Systems Limited
(Formerly known as R M Drip and Sprinklers Systems Private Limited)
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Notes attached to and forming part of Financial Statements
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19 Other current assets

Particulars	As on 31-03-2021	As on 31-03-2020
Unsecured Considered Good		
Accrued Interest on FDs	78,426	68,741
Prepaid Expenses	20,53,087	19,36,192
Subsidy Receivable	1,16,46,600	1,00,38,600
	1,37,78,113	1,20,43,533

19.1 Under the package scheme of incentives 2013, the annual quantum of incentive is Rs. 55.58 lakh from 2015-16 to 2020-21. Total incentive is claimed amounting to Rs. 333.48 lakhs, out of that Rs.217.01 lakh is actually received. Remaining amount is shown as receiveble.

20 Revenues from operations

Particulars	As on 31-03-2021	As on 31-03-2020
Sale of products	18,21,38,671	23,23,63,582
	18,21,38,671	23,23,63,582

21 Other income

Particulars	As on 31-03-2021	As on 31-03-2020
(a) Interest income		
Interest on Fixed deposits	1,46,297	2,62,841
(b) Dividend income		
Dividend on Shares of Samarth Sahakari Bank	-	60,242
(d) Other non-operating income		
Package Scheme of Incentives - Subsidy	39,24,910	34,54,778
Subsidy Received from MEDA	-	35,000
Other Income	75,499	10,35,801
Gratuity Actuarial assumption gains (Refer note 24.1)	-	-
Provision For Repairs and Maintainace Reversed	1,76,000	-
	43,22,706	48,48,662

MILIND B. KULKARNI & ASSOCIATES CHARTERED ACCOUNTANTS Milind Deshpande PARTNER M.No. 118218 FRN 129975W NASHIK

RM DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK

R M Drip and Sprinklers Systems Limited
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22 Cost of materials consumed

Particulars	As on 31-03-2021	As on 31-03-2020
Opening Stock of Raw materials, Stores, Spares and Components	32,57,747	92,30,984
Add :- Purchases of Raw Materials, Stores, Spares and Components	8,21,68,075	11,05,17,325
Less :- Closing Stock of Raw Materials, Stores, Spares and Components	(37,69,648)	(32,57,747)
	8,16,56,174	11,64,90,562

23 Changes in inventories

Particulars	As on 31-03-2021	As on 31-03-2020
A) Finished Goods		
Opening Inventory of Finished Goods	2,56,82,004	2,38,03,802
Less :- Closing Inventory of Finished Goods	(2,13,95,831)	(2,56,82,004)
Decrease / (Increase) in Inventory Total (A)	42,86,173	(18,78,202)
B) Work-in-Progress		
Opening Inventory of Work-in-Progress	26,91,115	29,58,327
Less :- Closing Inventory of Work-in-Progress	(25,83,165)	(26,91,115)
Decrease / (Increase) in Inventory Total (B)	1,07,950	2,67,212
Total Changes in Inventories of Finished Goods Work-in- Progress (A+B)	43,94,123	(16,10,990)

24 Employee benefit expenses

Particulars	As on 31-03-2021	As on 31-03-2020
A) Labour		
Wages	36,07,739	37,94,042
Bonus	1,20,204	2,37,439
Total (A)	37,27,943	40,31,481
B) Staff		
Salary	1,12,36,147	1,30,63,279
Contribution to Provident Fund	3,84,792	4,24,509
Contribution to ESIC	1,70,123	2,56,371
MLWF Employer Cont	3,312	2,808
Staff Welfare	51,871	46,049
Total (B)	1,18,46,245	1,37,93,016
C) Directors' Remuneration	30,10,000	25,50,000
D) Gratuity Expenses (Refer note 24.1)	58,012	4,73,740
Total Employee Benefit Expenses (A+B+C+D)	1,86,42,200	2,08,48,237

PARTNER
M.No 118218
FRN 120979W
NASHIK

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Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

24.1 Gratuity Expenses:

Details of Gratuity Expenses	As on 31-03-2021	As on 31-03-2020
Change in Present Value of Obligation		
Opening Present Value of Benefit Obligation	13,53,097	8,79,357
Current Service cost	3,88,968	4,29,017
Interest cost	92,011	59,796
Actuarial losses (gains)	(4,22,967)	(15,073)
Closing Present Value of Benefit Obligation	14,11,109	13,53,097
Experience Adjustment on Plan Liabilities		-
Changes in Fair Value of Plan Assets	Not Applicable	Not Applicable
Amount Recognised in Balance sheet		
Liability as at the year end	14,11,109	13,53,097
Fair Value of Plan Assets as at the year end	-	-
Net Obligation as at the year end	14,11,109	13,53,097
Net Gratuity Cost as at the year end		
Current Service cost	3,88,968	4,29,017
Interest cost	92,011	59,796
Actuarial losses (gains)	(4,22,967)	(15,073)
Net Gratuity Cost (gain)	58,012	4,73,740
Assumption used in Accounting for Gratuity Plan		
Discount Rate	6.80%	7.70%
Salary Escalation Rate	7.50%	7.50%

Gratuity expenses are not recognised in respect of employees, who are not governed by provisions of Payment of Gratuity Act, 1972. The estimates of future salary increase, considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

25 Finance costs

Particulars	As on 31-03-2021	As on 31-03-2020
Bank Interest Expenses	72,21,175	74,01,747
Other Interest Expenses	10,34,307	9,85,631
Other Borrowing Costs	12,69,364	12,24,887
	95,24,846	96,12,265

R M Drip and Sprinklers Systems Limited
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Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

26 Other expenses

Particulars	As on 31-03-2021	As on 31-03-2020
A) Manufacturing		
Transport Inward	9,21,324	12,28,824
Packing Charges	16,37,405	20,47,358
Factory Expenses	11,09,995	13,30,936
Water Charges	-	92,500
Laboratory Expenses	71,570	1,86,375
Labour Charges	30,11,038	47,01,623
Drip Installation Expenses	4,18,294	70,34,448
B) Power	66,38,351	98,51,384
C) Rent	7,39,780	8,19,350
D) Repairs		
Warranty Expense	4,54,535	5,79,087
Maintenance Consumables	6,37,136	9,42,157
Factory Maintenance	-	2,37,607
Office Expenses & Maintainace	3,79,721	4,48,583
Vehicle Maintenance	6,26,238	2,86,741
E) Insurance	7,41,931	6,15,882
F) Rates and Taxes		
Others	-	56,861
VAT Asessment Dues FY 2015-16	7,71,167	-
Gram Panchayat property tax	1,90,448	9,100
Disallowed Input Tax Credit of GST	-	1,64,039
G) Printing and Stationery	1,95,795	2,44,951
H) Transportation		
Transport Outward	35,42,276	59,61,736
I) Bad Debts		
Bad Debts and Balances Written off	58,185	2,31,073
J) Professional and Legal Expenses		
Consultancy and Professional Charges	33,37,794	21,16,796
Legal Expenses	2,32,222	1,95,245
K) Miscellaneous Expenses		
Telephone and Internet Charges	1,54,352	1,98,771
Petrol and Diesel Expenses	18,82,629	8,82,768
Travelling Expenses	13,00,967	37,24,572
Marketing Expenses	2,05,024	2,82,429
Business Registration and License Renewal Charges	8,19,193	10,06,836
Advertisement Expenses	15,000	2,11,567

R M Drip and Sprinklers Systems Limited
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Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

26 Other Expenses continued

Particulars	As on 31-03-2021	As on 31-03-2020
Sales Commission Expenses	2,65,90,527	1,17,23,127
Other Installation Charges	1,80,955	-
Other Interest Expenses	97,343	
Other Miscellaneous Expenses	2,66,592	91,910
Profession Tax	2,500	-
L) Payment to Auditors :		
Statutory Audit Fees	2,50,000	2,00,000
Tax Audit Fees	2,00,000	1,50,000
GST Audit Fees	50,000	50,000
for Other Services	20,000	37,621
	5,77,50,288	5,79,42,256

27 Related party disclosures :-

As per Accounting Standard 18 on Related party disclosures as notified under section 188 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 , the related parties of the Company are as follows:

1 Key Managerial Personnel

Vijaykumar Kshirsagar - Chairman
Shyam Sundar Dash - Managing Director
Ajit Kulkarni - Chief Financial Officer
Anita Pagare - Company Secretary

Related Party Transactions: -

Particulars	As on 31-03-2021	As on 31-03-2020
Key Managerial Personnel		
Managerial Remuneration		
Shyam Sundar Dash	30,00,000	25,50,000
Interest on Unsecured Loan		
Shyam Sundar Dash	14,645	20,911
A.R Makani	-	4,611
Emoluments		
Chief Financial Officer	5,72,987	5,72,300
Company Secretary	2,69,717	1,48,819

MILIND M. KULKARNI & ASSOCIATES
Atul Deshpande
PARTNER
M.No. 118218
FRN 128979W
NASHIK
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Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

Related parties transaction Continued:

Particulars	As on 31-03-2021	As on 31-03-2020
Shareholders		
Unsecured Loan Repaid		
Shyam Sundar Dash	16,00,000	11,55,911
A.R Makani	-	7,04,611
Surekha Nivrutti Kedar	-	1,00,000
Vinod Arjun Makani	-	2,50,000
(Unsecured loans repaid of Surekha Kedar and Vinod Makani belongs to F.Y. 2015-16)		
Interest on Unsecured Loan		
Surekha Nivrutti Kedar	-	52,772
Vinod Arjun Makani	-	18,954
(Interest on Unsecured loans repaid of Surekha Kedar and Vinod Makani belongs to F.Y. 2018-19)		
Profession Fees Payable		
Arjun Ramji Makani	-	7,04,461
Nivrutti Pandurang Kedar	-	2,59,005
Vijaykumar Kshirsagar	10,17,297	-
Remuneration Payable		
Vijaykumar Kshirsagar	-	7,83,365
(Amount paid to Vijaykumar Kshirsagar is Remuneration payable F.Y.2017-18 Rs.1,83,365/- & F.Y.2018-19 Rs.6,00,000/-)		
Arjun Ramji Makani	-	1,24,712
(Amount paid to Arjun Makani is Remuneration payable belongs to F.Y.2017-18)		
Consultancy Charges		
Bhairavi Kshirsagar	-	4,05,000
(Amount paid to Bhairavi Kshirsagar is Consultancy charges payable F.Y.2016-17 Rs.2,70,000/- & F.Y.2017-18 - Rs.1,35,000/-		
Sitting Fees Paid		
Mr. Shyam Sundar Dash	32,000	24,000
Mr. Vijaykumar Kshirsagar	12,000	12,000
Mr. Nivrutti Kedar	24,000	18,000
Mr. Arjun Ramji Makani	16,000	12,000
Mr. Kewal Handa	40,000	24,000
Mr. Madhav Ganpule	44,000	27,000
Ms. Ulka Kulkarni	32,000	33,000

R M Drip and Sprinklers Systems Limited
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CIN : L27200MH2004PLC150101

Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

28 Events occurring after Balance sheet date

There are no events subsequent to the balance sheet date, which require adjustment of, or disclosure in the Financial statements.

29 Segment Reporting

The Company is operating only in one segment i.e. Micro Irrigation Systems

30 Earning per share

Particulars	As on 31-03-2021	As on 31-03-2020
Net (Loss)/Profit (considering extra ordinary items, if any)	10,87,481	2,80,47,171
Number of Equity Shares (Weighted Average)	66,90,000	66,90,000
Face Value of Equity	10	10
Basic and Diluted Earning Per share	0.16	4.19

31 Impaired Assets: -

The Board is of the opinion that there is no impairment loss in the Carrying Amounts of all the assets of the company at the Balance Sheet date. Hence during the financial year company has not provided for impairment loss in the carrying amount of assets.

32 Provisions and Contingent Liabilities: -

Provisions involving judgments and estimation in measurement of expenses are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

Contingent Liabilities

Particulars	As on 31-03-2021	As on 31-03-2020
Guarantees given by banks and counter guarantees given by the company	33,00,000	33,00,000
LCs outstanding	74,79,507	88,25,842

MILIND & KULKARNI & ASSOCIATES
Atul Deshpande
PARTNER
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Notes attached to and forming part of Financial Statements
for the year ended 31st March, 2021

33 Previous years figures have been re-grouped, rearranged and reclassified wherever necessary.

34 Financial Impact of Covid-19:
Due to Covid-19 pandemic, the bussiness operations of the company were hit substantially from 22nd March, 2020 and it also affected the businnes activity from month of April to Sept during the year, as a result of strict lockdown across the country. The revenue of company has been hampered till the second quarter of year, but from October onwards, company has taken the effective measures to improve the sales & control the cost & has also managed to surpass the average monthly turnover, as compared to previous year.

Signatures to Notes 1 to 34

As per our report of even date
for Milind M Kulkarni & Associates
Chartered Accountants
FRN 126975W

CA Atul Deshpande
Partner
Membership No: 118218

Place :- Nashik
Date :-August 17, 2021

for and on behalf of the board of directors

Shyam Sundar Dash
Managing Director
DIN : 07502666

Arjun Ramji Makani
Director
DIN : 00385450

Ajit Kulkarni
Chief Financial Officer

Anita Pagare
Company Secretary

Place :- Nashik
Date :- June 28,2021

Fixed Assets Summary

F.Y. 2020-21

Sr. No.	Particulars	Gross Block				Depreciation					Net Block	
		01.04.2020	Additions	Sale/ Written Off/ Adjustment	31.03.2021	01.04.2020	Adjustment	2020-21	Written Back	31.03.2021	31.03.2021	31.03.2020
	Tangible Assets											
1	Land	6,376,914	-	-	6,376,914	-	-	-	-	-	**6,376,914**	**6,376,914**
2	Building	13,333,592	**6,124,344**	-	19,457,937	4,509,962	-	998,001	-	5,507,964	13,949,973	8,823,630
3	Plant and Machinery	88,610,196	11,569,324	-	100,179,520	45,774,727	-	8,443,878	-	54,218,606	45,960,915	**42,835,469**
4	Eletrical Installations	5,964,274	-	-	5,964,274	4,442,328	-	479,030	-	4,921,358	1,042,916	**1,521,945**
5	Furniture	1,033,354	**57,519**	-	1,090,873	634,836	-	116,866	-	751,702	339,171	**398,518**
6	Office Equipments	1,214,811	**14,800**	-	1,229,611	987,275	-	107,823	-	1,095,098	134,513	**227,536**
7	Computers	1,338,973	**56,511**	-	1,395,484	1,175,384	-	110,620	-	1,286,004	109,479	**163,588**
8	Mobile	6,037	-	-	6,037	5,735	-	-	-	5,735	**302**	**302**
9	Vehicles	5,957,414	**616,212**	-	6,573,626	4,088,210	-	903,802	-	4,992,012	1,581,614	**1,869,204**
	Sub-Total	123,835,565	18,438,710	-	142,274,275	61,618,459	-	11,160,020	-	72,778,479	69,495,796	62,217,106
	Intangible Assets											
1	Tally Software	43,200		-	43,200	42,166	-	653	-	42,819	381	**1,034**
2	Website	74,787	-	-	74,787	70,525	-	2,692	-	73,217	1,570	**4,262**
	Trade Mark	210,000	-	-	210,000	132,636	-	48,863	-	181,499	28,501	**77,364**
	SAP Software	1,579,707	-	-	1,579,707	997,743	-	367,568	-	1,365,311	214,396	**581,964**
	Sub-Total	1,907,694	-	-	1,907,694	1,243,070	-	419,776	-	1,662,847	244,847	664,624
	Capital WIP											
1	New Factory Outlet (WIP)											
2	Vehicle - WIP - SML Isuzu Samrat	-	-	-	-	-	-	-	-	-	-	-
3	Trade Mark WIP	-	-	-	-	-	-	-	-	-	-	-
	SAP Software	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total	-	-	-	-	-	-	-	-	-	-	-
	Total	125,743,259	18,438,710	-	144,181,969	62,861,529	-	11,579,796	-	74,441,325	69,740,644	62,881,730
	Previous Year	123,812,079	3,720,886	1,789,707	125,743,259	49,084,558	-	13,776,971	-	62,861,529	62,881,730	74,727,521

MILIND M. KULKARNI & ASSOCIATES Atul Deshpande PARTNER M.No.116216 FRN 123975W NASHIK CHARTERED ACCOUNTANTS

RM DRIP & SPRINKLERS SYSTEMS LIMITED CIN U-27200 MH-2004 PLC-150101 NASHIK