



**14<sup>TH</sup> ANNUAL REPORT OF  
R M DRIP AND SPRINKLERS SYSTEMS  
LIMITED  
( Erstwhile known as RM DRIP AND  
SPRINKLERS SYSTEMS PRIVATE LIMITED)  
FOR FY- 2017-18**



**R M DRIP AND SPRINKLERS SYSTEMS LIMITED**  
**(Erstwhile known as RM DRIP AND SPRINKLERS SYSTEMS PVT LTD)**  
**Annual Report FY- 2017-18**

### **NOTICE OF THE 14TH ANNUAL GENERAL MEETING**

**NOTICE is hereby given that the 14<sup>th</sup> Annual General Meeting of the members of R M DRIP AND SPRINKLERS SYSTEMS LIMITED (CIN: U27200MH2004PLC150101) will be held on, Monday the 3<sup>rd</sup> Day of September, 2018 at 12.00 Noon at the Registered Office of the Company situated at Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422103, 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 2017-18 together with the Report of the Board of Directors and the Auditors' thereon.

2. To re-appoint Directors 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 (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 re-appointed as director of the company."


3. To ratify the appointment of statutory auditors, M/s. Milind M. Kulkarni and Associates, Nashik (FRN -126975W) as statutory auditors and in this regard, to consider and if thought fit, to pass the following resolution as ordinary resolution;

**"RESOLVED THAT,** pursuant to Section 139(1), 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, approval of shareholders of the company be and is hereby accorded to ratify the appointment of, M/s. Milind M. Kulkarni and Associates, Chartered Accountants, Nashik (FRN -126975W), to hold the office for the three Financial Years commencing from 2018-19 to 2020-21 i.e. till the conclusion of Annual General Meeting to be held for the Financial Year ending on 31<sup>st</sup> March 2021 and that the board of directors of the company be and is hereby authorized to fix such remuneration as recommended by the Audit committee in consultation with the Auditors for the FY 2018-2019."

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

  
**MR. VIJAYKUMAR HANMANT KSHIRSAGAR**  
Chairman & Whole-Time Director  
(DIN: 00816360)  
Add :- Atharva, New Ashwimi Society, Ashwin Nagar,  
CIDCO, Nashik - 422009 Maharashtra, India.

Date: 09/08/2018  
Place: Nashik

**Registered Office:**

Gat No. 475, Village Gonde,  
Taluka Sinnar, Nashik - 422103,  
Maharashtra, India  
Email: [rmdrip.india@gmail.com](mailto:rmdrip.india@gmail.com)/  
[rmdrip@gmail.com](mailto:rmdrip@gmail.com) / [info@rmdrip.com](mailto:info@rmdrip.com)  
Contact: +91 2551-218919  
Web: [www.rmdrip.com](http://www.rmdrip.com)

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY OR PROXIES TO ATTEND AND, TO VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.

The instrument of Proxy in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

2. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday the 28<sup>th</sup> day of August 2018 to Monday the 03<sup>rd</sup> day of September 2018 (both days inclusive).



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3. 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.

4. Members/proxies should bring the attendance slip duly filled in for attending the Meeting.

5. Members are requested to bring their copies of the Annual Report to the Meeting.

6. Members desiring any information on accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready for reply.

7. R M DRIP AND SPRINKLERS SYSTEMS LIMITED is concerned about the environment and utilizes natural resources in sustainable way. The Ministry of corporate Affairs (MCA), Government of India, through its circular nos. 17/2011 and 18/2011 , dated April 21, 2011 and April 29, 2011, respectively, has allowed companies to send official documents to their shareholders electronically as part of its green initiatives in corporate governance.

Recognizing the spirit of the circular pertaining to Green Initiatives, issued by the MCA, we henceforth propose to send documents like the notice convening the general meetings, financial statements, Directors' Report, Auditors' Report etc. to the email address provided by you with your depositories.

We request you to update, your email address with your depository participant to ensure that the annual report and other documents reach you on your preferred email.

8. Members holding shares in physical form are requested to notify to the company's Registrar and share Transfer Agent, M/s. Bigshare Services Private Limited, quoting their folio, any change in their registered address with pin code and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participant.

9. Corporate Members intending to send their authorized representatives under Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the Meeting.

10. In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.

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11. 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.

12. 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:

<b>Particulars</b>	Mr. Nivrutti Pandurang Kedar
DIN No.	06980548
Date of Birth	1 <sup>st</sup> June 1970
Date of Appointment on current position	25 <sup>th</sup> September 2014
Qualification	B.Sc Agriculture
Expertise in specific functional areas	Expert Knowledge in Agronomy & Agronomy support
List of other Companies in which directorship is held as on 31st March, 2018	N.A.
Chairman/Member of Committee of other Company	N.A.
Shareholding in the company	547027 Equity Shares
No of meetings attended during the Financial year	17 Nos.
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 .

13. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to business to be transacted at the Annual General Meeting in respect of item no (item no 2 and 3 ordinary business) is annexed hereto and forms part of notice.



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## **EXPLANATORY STATEMENT TO THE NOTICE OF AGM**

### **ORDINARY BUSINESS :-**

#### **ITEM NO. 2 :-**

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 non-disqualification 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 48 years. He is a B.Sc Agriculture degree holder. He is a director in the company having knowledge and experience being specialized in the area of Agronomy & Agronomy support works.

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.



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**ITEM NO. 3**

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 31<sup>st</sup> March 2021. Their continuance of appointment and payment of remuneration has to be ratified, confirmed and approved in the ensuing Annual General Meeting and hence it is placed before the members for ratification for the three Financial Years commencing from 2018-19 to 2020-21, to the effect that if reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the ordinary resolution set out at Item No. 3 to the Notice for approval of Members.

**A. GENERAL INFORMATION**

**i). Nature of Industry:**

To carry on the business by adopting world class technology, to manufacture & fabricate the HDPE Sprinkler Systems with Fittings & Drip Irrigation Systems producing from the State of the Art Equipments by having latest automation and to supply the world class products to the Indian 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. 2017-18 based on given indicators Particulars ( Amount in Rs. in Lakh)**

<b>Particulars</b>	<b>Amount( Rs in Lakh)</b>
Turnover (Net Sales)	4263.44
Operating Profit	345.68
Net Profit Before Tax	227.24
Debt Equity Ratio	1.01
Current Ratio	2.25
Net Worth	1617.77

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

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

  
**MR. VIJAYKUMAR HANMANT KSHIRSAGAR**

**Chairman & Whole-Time Director**

(DIN: 00816360)

Add:- Atharva, New Ashwimi Society, Ashwin Nagar,  
CIDCO, Nashik - 422009 Maharashtra, India.

Date: 09/08/2018

Place: Nashik

**Registered Office:**

Gat No. 475, Village Gonde,

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Email: rmdrip.india@gmail.com/

info@rmdrip.com

Contact: +91 2551-218919

Web: www.rmdrip.com





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**ATTENDENCE SLIP**

(to be presented at the entrance)

**14<sup>TH</sup> ANNUAL GENERAL MEETING**

**ON MONDAY 03<sup>RD</sup> DAY OF SEPTEMBER, 2018 AT 12.00 Noon**

**At Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422103, Maharashtra, India**

<b>Registered Folio OR DP ID &amp; Client ID ( For holders holding shares in DEMAT/ Electronic Form)</b>	
<b>Name and Address of the Shareholder(s)</b>  <b>Joint Holder 1</b>  <b>Joint Holder 2</b>	
<p>I certify that , I am /We are registered shareholder/ proxy for registered shareholder of the company and hereby record my/our presence at the 14th Annual General Meeting of the Company held at <b>Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422103, Maharashtra, India</b>, on Monday, the 03<sup>rd</sup> Day of September, 2018 at 12.00 Noon</p> <p>Member's/Proxy's Signature:_____</p> <p>Name of proxy :-</p> <p><b>Note:</b></p> <p>1. Please fill in the Folio/DP ID/Client ID No., Name and Sign this Attendance Slip and hand over at the Attendance Verification Counter at the Entrance of the Meeting Hall.</p> <p>2. Members signature should be in accordance with the specimen signature in the Register of Members of the Company.</p>	



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**Form No. MGT-11**

**Proxy form**

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

CIN	U27200MH2004PLC150101
Name of Company	R M DRIP AND SPRINKLERS SYSTEMS LIMITED
Registered office	Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422103, Maharashtra, India

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

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

1.

NAME	
Address	
E-mail Id	
Signature	

or failing him / her,

2.

NAME	
Address	
E-mail Id	



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Signature	
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as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 14th Annual General Meeting/ ~~Extraordinary general meeting~~ of the company, to be held on the **Monday, 03<sup>rd</sup> September, 2018 at 12.00 Noon.** at **Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422103, Maharashtra, India** and at any adjournment thereof in respect of such resolutions as are indicated below:

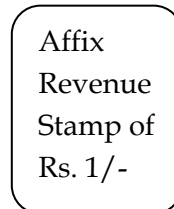
Resolution No:-

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year 2017-18 together with the Report of the Board of Directors and the Auditors' thereon.
2. To re-appoint Directors 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.
3. To ratify the appointment of statutory auditors of M/s Milind M. Kulkarni and Associates, Nashik (FRN -126975W) as statutory auditors.

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

Signature of Shareholder .....

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



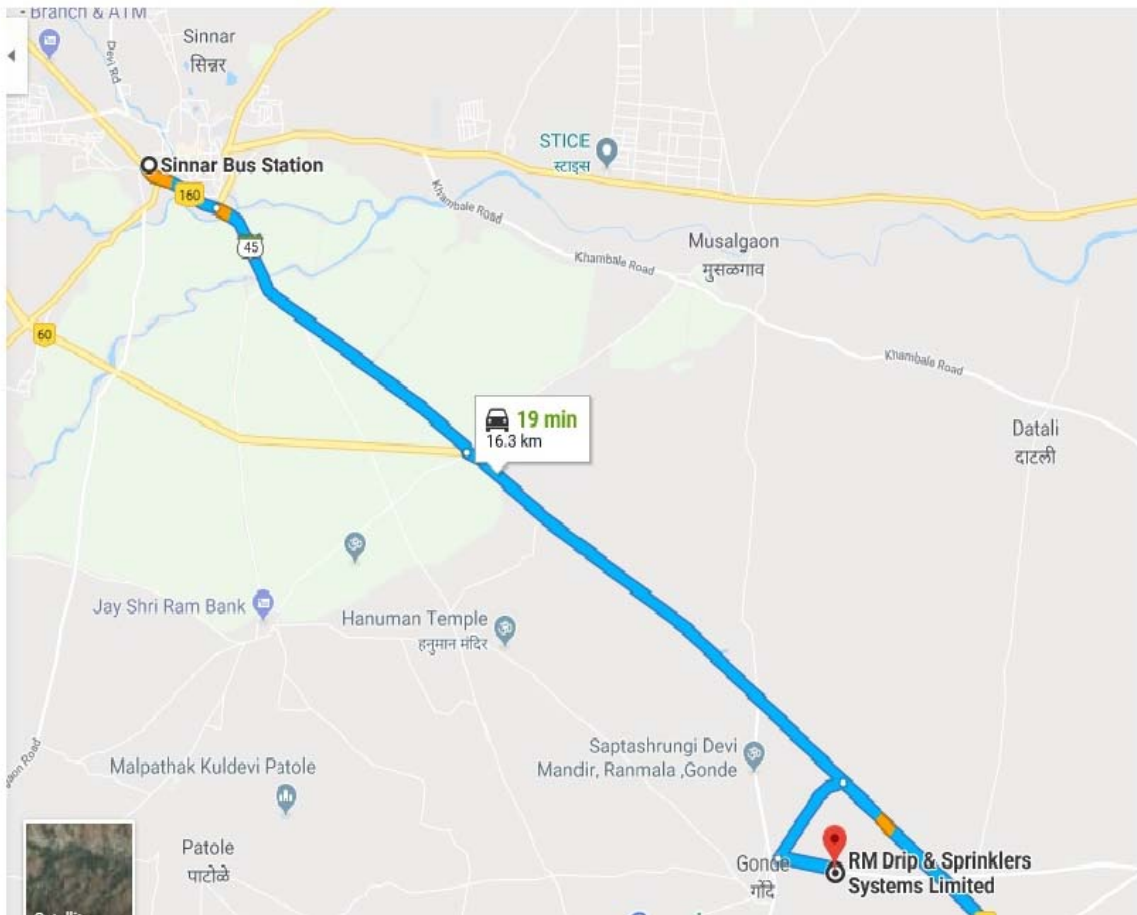
**Note:**

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

[Route Map & Contact Information](#)



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



Landmark :- Malwadi Road.



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**[Route Map & Contact Information](#)**

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**Contact:** +91 2551-218919

**Email:**

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