

R M DRIP AND SPRINKLERS SYSTEMS LIMITED

(Formerly Known as R M DRIP AND SPRINKLERS SYSTEMS PRIVATE LIMITED)

E-mail ID - rmdrip@gmail.com Website - www.rmdrip.com, Phone - +91 2551 - 218919
CIN - U27200MH2004PLC150101



Date: 30th August, 2019

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra(E),
Mumbai-400051

Dear Sir/Madam,

NSE Symbol: RMDRIP

Sub: Intimation of 15th Annual General Meeting and Record Date and Book Closure pertaining to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. 15TH ANNUAL GENERAL MEETING:

This is to inform you that, pursuant to Section 96 of the Companies Act, 2013 and Regulation 30 and other relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 15th Annual General Meeting (AGM) of the Company will be held on Tuesday, 24th September, 2019 at 12.00 pm at the Registered Office of the Company viz. Gat No. 475, Village Gonde, Taluka Sinnar, Nashik – 422103 in order to transact the businesses as set out in the notice of 15th Annual General Meeting.

A copy of the notice calling 15th Annual General Meeting along with the copy of printed Annual Report which is being sent to the shareholders is enclosed. Both the AGM Notice and Annual Report shall be uploaded on the Company's website.



2. BOOK CLOSURE:

We also inform you that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will be closed from Wednesday, 18th day of September, 2019 to Tuesday, 24th day of September, 2019 (both days inclusive) for the purpose of Annual closing and Annual General Meeting.

3. CUT-OFF DATE:

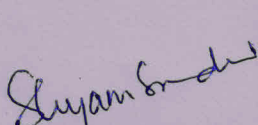
The cut-off date for determining the eligibility of shareholders for attendance at Annual General Meeting is Tuesday, 17th day of September, 2019. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as at close of business on Tuesday, 17th September, 2019 (cut-off) date shall be entitled to exercise voting at the meeting.

Kindly take the same on your record.

Thanking you,

Yours Faithfully,

For R M DRIP AND SPRINKLERS SYSTEMS LIMITED


Shyam Sundar Dash
Managing Director
DIN: 07502666





RM Drip
& Sprinklers Systems Ltd.

**15TH ANNUAL REPORT OF
R M DRIP AND SPRINKLERS SYSTEMS
LIMITED
(Erstwhile known as RM DRIP AND
SPRINKLERS SYSTEMS PRIVATE LIMITED)
FOR F.Y. 2018-19**



RMDrip
A Sprinklers Systems Ltd.

R M DRIP AND SPRINKLERS SYSTEMS LIMITED
(Erstwhile known as RM DRIP AND SPRINKLERS SYSTEMS PVT LTD)
Annual Report F.Y. 2018-2019

NOTICE OF THE 15TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th Annual General Meeting of the members of R M DRIP AND SPRINKLERS SYSTEMS LIMITED (CIN: L27200MH2004PLC150101) will be held on Tuesday, 24th Day of September, 2019 at 12.00 Noon 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 2019 and the Reports of the Board of Directors and the Auditors' thereon.

2. To re-appoint Directors in place of Mr. Arjun Ramji Makani (DIN: 00385450) 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. Arjun Ramji Makani (DIN: 00385450), 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."

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: 29/08/2019
Place: Sinnar

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

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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL 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 received 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 Wednesday, 18th day of September, 2019 to Tuesday, 24th day of September, 2019 (both days inclusive).

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

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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.

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:

Particulars	Mr. Arjun Ramji Makani
DIN No.	00385450
Date of Birth	7 th March, 1955
Date of Appointment on current position	25 th September, 2014
Qualification	4 th Std.
Expertise in specific functional areas	Construction and Land Development
List of other Companies in which directorship is held as on 31st March, 2019	N.A.
Chairman/Member of Committee of other Company	N.A.
Shareholding in the company	547027 Equity Shares

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No of meetings attended during the Financial year	5 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. Arjun Ramji Makani is being made liable to retire by rotation.

13. The route map to reach the venue of the Annual General meeting including prominent land mark for easy location forms part of notice.

14. 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 2 (ordinary business) is annexed hereto and forms part of notice.

EXPLANATORY STATEMENT TO THE NOTICE OF AGM
(Pursuant to Section 102 of the Companies Act 2013)

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. Arjun Ramji Makani, 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. Arjun Ramji Makani.

BRIEF PROFILE OF MR. ARJUN RAMJI MAKANI:

Mr. Arjun Ramji Makani is Resident Indian, his age is 64 years. He is a director in the company having knowledge and experience being specialized in the area of Construction and Land Development.

As on the date of notice, Mr. Arjun Ramji Makani hold 547027 Equity Shares in paid up share capital of the Company in his individual capacity.

Except Mr. Arjun Ramji Makani 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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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. 2018-2019

Particulars	Amount(in Lakh)
Turnover (Net Sales)	2229.09
Operating Profit	(409.29)
Net Profit Before Tax	(542.41)
Debt Equity Ratio	1.12
Current Ratio	1.72
Net Worth	1073.66

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

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: 29/08/2019
Place: Sinnar



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Registered Office:

Gat No. 475, Village Gonde,
Taluka Sinnar, Nashik - 422113,
Maharashtra, India
Email: rmdrip.india@gmail.com/
info@rmdrip.com

Contact: +91 77200 94737

Web: www.rmdrip.com



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ATTENDENCE SLIP

(to be presented at the entrance)

15TH ANNUAL GENERAL MEETING

ON TUESDAY, 24TH DAY OF SEPTEMBER, 2019 AT 12.00 Noon

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

Registered Folio OR DP ID & Client ID (For holders holding shares in DEMAT/ Electronic Form)	
Name and Address of the Shareholder(s) Joint Holder 1 Joint Holder 2	
<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 15th Annual General Meeting of the Company held at Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India, on Tuesday, the 24th Day of September, 2019 at 12.00 Noon</p> <p>Member's/Proxy's Signature:_____</p> <p>Name of proxy :-</p> <p>Note: 1. Please fill in the Folio/DP ID/Client ID No., Name and Sign this Attendance Slip and hand over at the Attendance Verification Counter at the Entrance of the Meeting Hall. 2. Members signature should be in accordance with the specimen signature in the Register of Members of the Company.</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	L27200MH2004PLC150101
Name of Company	R M DRIP AND SPRINKLERS SYSTEMS LIMITED
Registered office	Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India

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

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

1.

NAME	
Address	
E-mail Id	
Signature	

or failing him /her ,

2.

NAME	
Address	
E-mail Id	
Signature	



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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 15th Annual General Meeting/ ~~Extraordinary general meeting~~ of the company, to be held on the **Tuesday, 24th Day of September, 2019 at 12.00 Noon at Gat No. 475, Village Gonde, Taluka Sinnar, Nashik - 422113, Maharashtra, India** and at any adjournment thereof in respect of such resolutions as are indicated below:

ordinary business
Resolutions :-

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2019 and the Reports of the Board of Directors and the Auditors' thereon.
2. To re-appoint Directors in place of Mr. Arjun Ramji Makani (DIN: 00385450) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

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

Signature of Shareholder

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

Affix
Revenue
Stamp of
Rs. 1/-

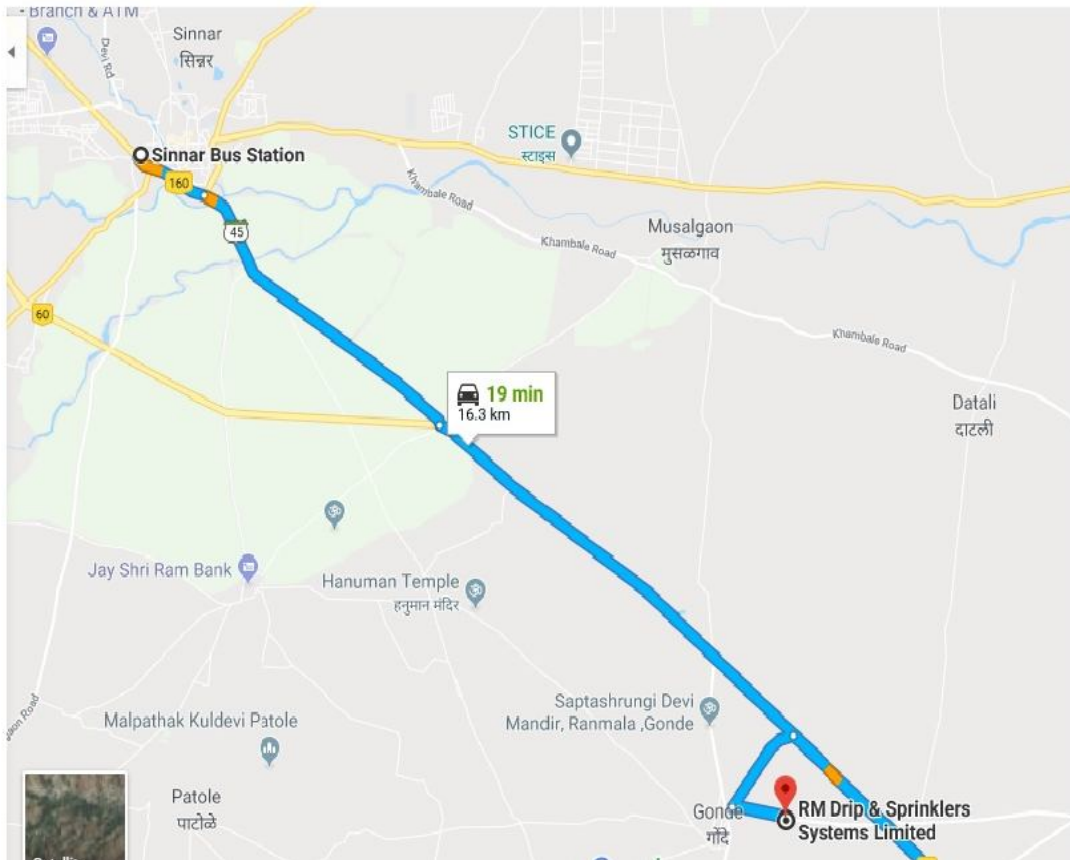
Note:

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

ROUTE MAP OF AGM VENUE & CONTACT INFORMATION



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



Landmark :- Malwadi Road.

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

Registered Office:

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

Contact: +91 77200 94737

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