

You Are Safe With Us...!



SINCE
1993

RANJEET
MECHATRONICS LTD.

SYSTEM INTEGRATOR

MECHANICAL | | ELECTRICAL | | PLUMBING

AUTO GLOW SIGNAGES PASSIVE FIRE PROTECTION FOAM SYSTEM WATER CURTAIN SYSTEM
SECURITY & SAFETY L V SYSTEM FIRE PROTECTION & DETECTION SYSTEM
FIRE EXTINGUISHERS PUBLIC ADDRESS & VOICE ALARM SYSTEM CCTV SYSTEM
FIRE SPRINKLER SYSTEM HVW & MVW SPRAY SYSTEM
N₂ INJECTION SYSTEM ELECTRONIC SURVEILLANCE & SECURITY SYSTEM ACCESS CONTROL SYSTEM
STP & WTP WATER MIST SYSTEM INTEGRATED BUILDING MANAGEMENT SYSTEM
GASEOUS FIRE SUPPRESSION SYSTEM FIRE HYDRANT SYSTEM



We like to introduce ourselves as India's fastest growing Pipe Fabrication & Jointing Provider (MS, GI, SS, CS, FRP, GRE, DI, CPVC, UPVC, PP, CI, HDPE), Fire Protection Sytem, Safety System, Security & Automation Solution Provider Company with Presence In Almost All Major Cities of India.

Our strong belief is that no one can be too old for this Industry with the technology changing so rapidly and we have to be extremely open and very innovative to utilize it with a great conviction.

We always keep ourselves on the forefront to achieve anything that is new and can add a new dimension to our products, which makes us stand apart from our competitors.

We dedicate ourselves to listen to our Customers to improvise our products line and Implement their input from time to time. We believe that the products we deal are actually meant for the customers and the customers in any case should be able to utilize our products with 100% satisfaction.

We work towards keeping our applications very simple and easy to operate for the end Users benefit. We keep all the technical jargons at our end and work towards leaving Customers with the ease of smile on their faces

We ensure that our Customer's Enjoy absolute ease of use with the Cutting Edge Technologies by integrating Applications right interface right in without becoming cluttered or complicated to use.



Design: We have our in house team of technical designers who strictly follow relevant norms with keeping in mind accurate product specifications with proper application of products while designing the project and as a result through the expertise of our designers we cater our clients with accurate plans and specifications as per norms.

Supply: We have our in house team of highly technical professionals who are continuously looking for Innovative & Cutting Edge Technology products through which we supply highest quality finished products which best suits to our valuable customers.

Installation: We have our in house team of Qualified Engineers & Skilled Labors to meet the high demand of project department to complete the project within or before the time frame given by the client without compromising in Set Quality standards for the installation.

Testing & Commissioning: We have our in house team of Expert Engineers who have been dedicatedly looking after Testing & Commissioning part in our major projects and are quite well Experienced to take care of our Quality Project Testing & Commissioning Practice, as it is most important part of any projects.

Annual Maintenance Contract: We have our in house team to achieve expected service level by our customers, our team ensures that our customers enjoy absolute Smooth & Hazel free Operations at their side; they also ensure that our systems shall be ready all the time to fight any unexpected & unwanted incidents.

Customer Support: We have our in house quick response team to resolve electronic systems trouble shooting within minimum time duration this is how we ensures maximum customer support which makes sure that our customers do not miss any single suspicious event.

Turnkey: In short on the whole we are one company who provides many products & solutions from the single basket including many services starting from Design services to Annual Maintenance Contract services which clearly shows the potential & prove the capabilities of company to undertake any turnkey projects.

This sets RANJEET MECHATRONICS PVT LTD apart from the rest..... Our promise to our customers is that we will continuously provide you with extremely useful and innovative products on regular basis with a never-ending process.

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CREDENTIAL



SIMPLEX INFRASTRUCTURES LIMITED

Ref No: 311050304174/02/14/1468 Date: 20/07/17

To: **M/s. Ranjeet Mechatronics Pvt Ltd.**
Block A 407 & 408, Dev Aurum, Anandnagar Cross Road, Prahladnagar Road, Ahmedabad - 380015, Gujarat (India)

Sub: Work Completion for Fire Fighting works of Construction work Phase 3A of GSI Modernisation Plan at GSI.

We hereby certify that the Fire Hydrant & Fire Detection Systems for Construction work Phase 3A of GSI Modernisation Plan at GSI has been completed satisfactorily and handed over for operation to M/s. Ranjeet Mechatronics Pvt Ltd and handed over for operation to GSI, as per terms and conditions, specifications and within specified time limit.

1) Name of Contractor: M/s. Ranjeet Mechatronics Pvt Ltd
2) Type of Works: Fire Hydrant & Fire Detection Systems
3) Work Order No: 400303025/04/03/130000
4) Work Order Value: 5,75,00,000/-
5) Date of Completion: 20th August 2017
6) Workman Ship: Satisfactory
7) Defect Liability Period: One year

The certificate is being issued on specific request from M/s. Ranjeet Mechatronics Pvt Ltd without any legal or contractual obligation on Simplex.

For Simplex Infrastructures Ltd.
Authorized Signatory:



Ref No: NCC/VMS/59/15/17 Date: 09/03/2017

To: **M/s. Ranjeet Mechatronics Pvt Ltd.**
Ground Floor, Premis Chokker, Group Soc. Vasa Prat Nagar, Shantinagar, Patna - 800 23 Bihar

Sub: Work Completion for Fire Fighting works at (VMS) Varanasi Institute of Medical Science Project.

We hereby certify that the Fire Fighting, Sprinkler system & Suppression Systems for Varanasi Institute of Medical Science Project has been completed satisfactorily and handed over for operation as per terms and conditions, specifications and within specified time limit.

1) Name of Contractor: M/s. Ranjeet Mechatronics Pvt Ltd # 213, Tuli Complex, Navrangpura, Ahmedabad
2) Name of Works: Fire Fighting, Sprinkler System & Suppression Systems
3) Work Order No: NCC/VMS-PHAW/PLC/2016/13-14 PO Amd LD NCC/VMS-PHAW/PLC/2016/13-14
4) Work Order Value: Rs. 9,25,88,756/- (Rs.93,00,756/- + 73,87,500/-)
5) Executed Value: Rs. 10,00,30,150/-
6) Date of Completion: 30.12.2016
7) Any Penalty Imposed: Nil
8) Workman Ship: Satisfactory

The Letter is being issued on specific request from M/s. Ranjeet Mechatronics Pvt Ltd

For NCC Limited
Authorized Signatory

TO WHOM IT MAY CONCERN

This is to certify that M/s. Ranjeet Mechatronics Pvt. Ltd. have executed Fire Fighting Works as our Sub Contractor at New Construction of GMS Medical College Attached 300 Bedded Hospital Works (Phase-3), at Vadnagar Project. Details of the same are as under:

NAME OF THE PROJECT	New Construction of GMS Medical College Attached 300 Bedded Hospital Works (Phase-3), at Vadnagar
AGREEMENT NO	SPL/PL/Headoffice/Fire Fighting Works/16-1708
DATE OF LETTER OF AWARD	16/04/16
CONTRACT PRICE	Rs. 2,07,46,00,750/-
CONTRACT DURATION	18 Months
CONSTITUTION OF THE CONTRACTOR	Nil
COST OF WORK DONE	Rs. 1,37,54,328.87/-
MAJOR SCOPE OF WORKS	Fire Hydrant & Fire Sprinkler Works
NATURE OF WORKS	Item Rate
REMARKS	Completed Works Satisfactory

THIS STATEMENT IS ISSUED ON THE REQUEST OF M/s. Ranjeet Mechatronics Pvt. Ltd. AND SHALL NOT BE USED FOR ANY OTHER PURPOSE INCLUDING IN THE COURT OF LAW OR ARBITRAL TRIBUNAL, EXCEPT FOR RECORDING PURPOSE.

DATE: 09/03/2017

FOR NCC LIMITED
NAME AND DESIGNATION: M. Haseeb Bhagat
Asst. General Manager (Operations)

CONTACT DETAILS: Mangroo Paving & Co., Pvt. Ltd
305-306, J.P. Tower, Vastu Anandnagar,
Jodhpur cross Road, Satellite,
Ahmedabad 380015.

Mangroo Paving and Company Private Limited
Registered Office: Mangroo Paving & Co. Pvt. Ltd.,
305-306, J.P. Tower, Vastu Anandnagar,
Jodhpur cross Road, Satellite, Ahmedabad 380015.
Corporate Identification No: U50200GJ2012PTC036123



NCC
appreciates & thanks
DESTINY ZONE SECURITY SYSTEMS PVT. LTD.
in recognition of your commitment service & support to our team
NCC Limited

CERTIFICATE OF AUTHORISATION

This is to certify that **M/s. RANJEET ELECTRIC PVT. LTD.**
D1, 2ND FLOOR, TULSI COMPLEX, OPP. MIBEE AERODOME CENTRE, NAVRANGPURA, AHMEDABAD
is Retailer for Small Pump Business for the products manufactured at Dewas, Samal & Katiyar plants of the company
(Valid Till 31.03.2020)

KIRLOSKAR BROTHERS LIMITED
A Kirloskar Group Company
Established 1989

This sets RANJEET MECHATRONICS apart from the rest.....

Our promise to our customers is that we will continuously provide you with extremely useful and innovative products on regular basis with a never-ending process.

RANJEET MECHATRONICS LIMITED

CIN No: U31100GJ1993PLC019635.

(FORMELY KNOWN AS : RANJEET ELECTRIC PVT. LTD. || DESTINY ZONE SECURITY SYSTEMS PVT. LTD. || HIMGIRI SOLUTIONS PVT. LTD.)

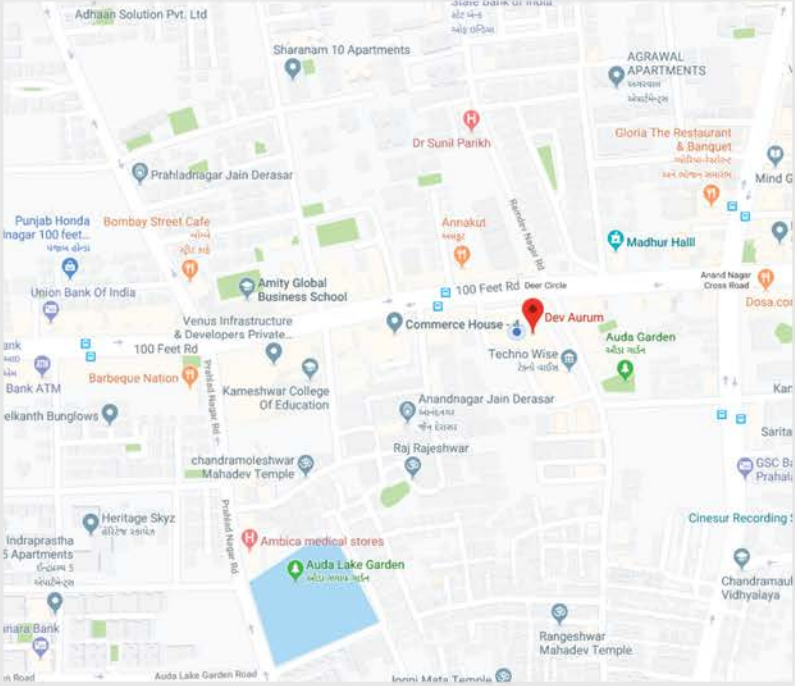
Registered Office:

Block A, 4th Floor 407 "Dev Aurum"
Anandnagar Cross Road,
Prahladnagar Road,
Ahmedabad - 380015.
(Gujarat) India.

Board Line :
+91 79 4000 9390
+91 90 9905 3990

Email:
info@ranjeet.co.in

Web:
www.ranjeet.co.in



OUR NETWORK

HARYANA || PUNJAB || DELHI || UTTAR PRADESH || BIHAR || RAJASTHAN || MAHARSHTRA || GOA || TAMILNADU

PRESTIGIOUS EXECUTED PROJECT PROFILE



Project	MANDAKINI AVADH VIHAR HOUSING
Scope of Work	Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler System (Fire Fighting), Water Curtain, PAVA And Fire Alarm System.
Location	Avadh Vihar, Lucknow, U.P.
Catagory	Residential Township



Project	CHENNAI METRO RAIL LTD.
Scope of Work	Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler System (Fire Fighting) And Plumbing System. (Elevated Stations)
Location	Alandur, Sitco, Gundy, Little Mount & OTA Stations, Chennai
Catagory	Metro Stations



Project	MODERNIZATION PLAN OF GOA SHIPYARD LTD. PHASE 3 A
Scope of Work	Designing, Engineering, Supply, Installation, Testing & Commissioning of Sea Water Hydrant System (Fire Fighting) & Addressable Fire Detection System
Location	Vasco Da Gama , Goa
Catagory	Ministry Of Defence



Project	KALPANA CHAWLA GOVERNMENT MEDICAL COLLEGE & HOSPITAL
Scope of Work	Designing, Engineering, Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler System
Location	Karnal, Haryana
Catagory	Ministry Of Health (Hospital & Medical College)



Project	AIRPORT PASSENGER TERMINAL BUILDING
Scope of Work	Designing, Engineering, Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler, Water Treatment & Sewage Treatment Plant
Location	Nashik
Catagory	Aiport Authority of India (AAI)

PRESTIGIOUS EXECUTED PROJECT PROFILE



Project	INCUBATION CENTRE (GIFT SEZ Limited)
Scope of Work	Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler System
Location	Gandhinagar, Gujarat
Catagory	Comercial (SEZ)



Project	INDIAN INSTITUTE OF MANAGEMENT
Scope of Work	Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler & Deluge System
Location	Naya Raipur, Chattisgarh
Catagory	Institutional



Project	LAKE VIEW
Scope of Work	Designing, Engineering, Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler & Fire Detection System
Location	Vastrapur, Ahmedabad
Catagory	Commercial



Project	MUMBAI MANTRALAYA
Scope of Work	Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler System
Location	Mumbai
Catagory	Government Assembly



Project	INTERNATIONAL CRICKET STADIUM
Scope of Work	Supply, Installation, Testing & Commissioning of External & Internal Hydrant System Along With Sprinkler & Gas Suppression System
Location	Safai, U.P.
Catagory	International Cricket Stadium



You Are Safe With Us...!

CORPORATE INFORMATION

CIN: L31100GJ1993PLC019635

BOARD OF DIRECTORS AND KMP:

NAME OF DIRECTOR	DESIGNATION	DIN NO.
RAKESH VALLABHBHAI SWADIA	CHAIRMAN AND MANAGING DIRECTOR	00356657
DEVARSHIBHAI RAKESHBHAI SWADIA	WHOLE TIME DIRECTOR	00356752
NITABEN RAKESHBHAI SWADIA	EXECUTIVE WOMAN DIRECTOR	00356722
JAYANTA KUMAR PANI	INDEPENDENT DIRECTOR	08038621
KUNAL SUDHIRBHAI SHAH	INDEPENDENT DIRECTOR	08177662

NAME OF KMP	DESIGNATION
UJJAL DUTTA	CHIEF FINANCIAL OFFICER (CFO)
CS FALGUNI MALAY PATEL	COMPANY SECRETARY AND COMPLIANCE OFFICER

AUDITORS:

**M/s. Philip Fernandes & Company,
Chartered Accountants,
Ahmedabad.**

REGISTRAR & TRANSFER AGENT:

**Alankit Assignments Limited.
New Delhi**

REGISTERED OFFICE:

**Block A, Office No: 407,
Dev Aurum, Anand Nagar Char Rasta,
Pralhad Nagar Road,
Ahmedabad Gujarat 380015**

BANKERS:

**HDFC Bank Limited
ICICI Bank Limited**

NOTICE to the 26TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th Annual General Meeting of the members of **RANJEET MECHATRONICS LIMITED** (Formerly known as Ranjeet Mechatronics Pvt. Ltd.) will be held on Saturday, 28th day of September, 2019 at 11:00 A.M. IST at the Registered Office of the Company, situated at **Block A, Office No: 407, Dev Aurum, Anand Nagar Char Rasta, Prahlad Nagar Road Ahmedabad Gujarat 380015** to transact the following business.

ORDINARY BUSINESS:-

Item No.1: Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2019 together with the Report of Board of Directors and Report of Auditors thereon.

Item No.2: Appointment of Director liable to retire by rotation

To appoint a director in place of Ms. Nitaben Rakeshbhai Swadia (DIN: 00356722), who retires by rotation and being eligible, offers herself for re-appointment.

Item No.3: Ratification of Auditors

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

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the Company hereby ratifies the appointment of M/s. Philip Fernandes & Co., Chartered Accountants, Ahmedabad (FRN: 128122W) as the Statutory Auditors of the Company to hold office from the conclusion of this 26th Annual General Meeting till the conclusion of 27th Annual General Meeting (i.e. for a period of one year).

FURTHER RESOLVED THAT the Auditors be paid remuneration of Rs.1,50,000/- (excluding out of pocket expenses and applicable rates of taxes)”

By Order of the Board of Directors
FOR, RANJEET MECHATRONICS LIMITED
Sd/-

Date:-20th August, 2019
Place:- Ahmedabad

Mr. Rakesh V. Swadia
DIN :00356657
Chairman and Managing Director

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights.
2. If a Proxy is appointed for more than fifty members, he shall choose any fifty Members and confirm the same to the Company before the commencement of specified period for inspection. In case the proxy fails to do so, the Company shall consider only the first fifty proxies received as valid.
3. The instrument appointing the proxy (duly completed, stamped and signed) must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. Register of Members and the Share Transfer Books of the Company will remain closed from 21st September, 2019 to 28th September, 2019. (Both days inclusive).
6. The record date for the purpose of determining the eligibility of the Members to attend the 26th Annual General Meeting of Company will be 20th September, 2019.
7. All documents referred to in the accompanying notice will be kept open for inspection at the Registered Office of Company on all working days during business hours prior to date of Annual General Meeting.
8. The Notice of 26th Annual General Meeting and the Annual Report 2018-19 of the Company, circulated to the members of the Company, will be made available on the Company's website at www.ranjeet.co.in.
9. Members/ Proxies/ Representatives are requested to bring the Attendance Slip, enclosed with the Annual Report/ Notice for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
10. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Transfer Agent.

12. Members who have not registered their e-mail address so far are requested to register their e-mail address with depository participant/ Registrar and Transfer Agents for receiving all the communications including Annual reports, Notices etc. In electronic mode.
13. Members holding shares in physical form are requested to immediately get the same dematerialized as it is now mandatory as per the provisions of the Companies Act, 2013 that all shares of the listed entity shall be held in Demat form only. Further, in case of physical shares, no transaction w.r.t transfer/transmission will be carried out by the Company and that the Company shall not be held responsible for such rejection to the application made in this regard by the members holding physical shares.
14. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
15. Non-Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
 - i. Change in their residential status on return to India for permanent settlement.
 - ii. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
16. Electronic copy of the Annual Report for 2018-19 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018-19 is being sent in the permitted mode. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.
17. The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respects of electronic holding with the Depository through their concerned Depository Participants.

IMPORTANT COMMUNICATION TO MEMBERS

Pursuant to Section 101 and 136 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, and under regulation 36 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, Annual Report of the Company has been sent through email to those members whose email ID is registered with the Company/ Depository. In case any member wants a physical copy of the Annual Report he may write to the Company Secretary/ RTA.

MEMBERS WHO HAVE NOT YET REGISTERED THEIR EMAIL ADDRESS ARE REQUESTED TO REGISTER THEIR EMAIL ADDRESS EITHER WITH THE DEPOSITORIES OR WITH THE COMPANY.

18. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 25th September, 2019 at 9.00 a.m. IST and ends on 27th September, 2019 at 05.00 p.m. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant **<RANJEET MECHATRONICS LIMITED.>** on which you choose to vote.

- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Shareholders can also use Mobile app - “m - Voting” for e voting. Shareholders may log in to m-Voting using their e voting credentials to vote for the company resolution(s).
- (xviii) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Details of the Directors seeking Appointment /Re-Appointment in the 26th Annual General Meeting of the Company pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Ms. Nitaben Rakeshbhai Swadia– Director

Date of Birth	04/02/1962
Date of Appointment	15/05/1999
Qualification	Completed First Year Bachelor of Commerce (B.Com) from Gujarat University in the Year 1983.
Expertise in Specific functional areas	19 years of experience in General Administration of Our Company.
Number of shares held in the Company	788680

List of other Companies in which Directorships are held	Nil
Memberships/Chairpersonships of committees of Board	Member in Nomination & Remuneration Committee

By Order of the Board of Directors
FOR, RANJEET MECHATRONICS LIMITED
[Formerly known as Ranjeet Mechatronics Pvt. Ltd.]
Sd/-

Mr. Rakesh V. Swadia
DIN :00356657
Chairman and Managing Director

Date:-20/08/2019
Place:- Ahmedabad

BOARD'S REPORT

To,
The Members,

Your Directors are pleased to present the 26th Annual Report of the Company along with the Audited Financial Statements for the financial year ended on 31st March, 2019.

OVERVIEW OF THE ECONOMY:

According to a recently published report by TechSci Research, “**India Fire and Safety Equipment Market Forecast and Opportunities, 2019**”, the country's fire & safety equipment market has a strong growth potential and market revenues are expected to reach to about USD 4.94 billion by 2019. The demand for fire & safety equipment is rising due to the country's economic growth, rapid industrialization, as well as growing commercial sector and real estate industry.

The fire protection market is highly fragmented and is majorly dominated by large unorganized players with strong regional presence. Presently, there are only a few players in the organized market with pan India presence. The market is also flooded with counterfeit products and cheap imports from China. However, the Indian market has witnessed the advent of global giants from the fire safety industry over the last decade.

“**India Fire and Safety Equipment Market Forecast and Opportunities, 2019**” has analyzed the growth potential of the fire safety equipment in India and provides statistics and information on market structure and consumer behavior trends. The report includes fire safety equipment market projections and demand forecasting. The report is intended to provide cutting-edge market intelligence and help decision makers to take sound investment evaluation. Besides, the report also identifies and analyzes the emerging trends along with essential drivers, challenges and opportunities available in fire & safety equipment market in India.

FINANCIAL SUMMARY:-

The financial highlights are depicted below:

(Amount in Rs.)

Particulars	31/03/2019	31/03/2018
Revenue from operations	32,78,20,156	17,78,18,981
Other Income	53,88,352	25,49,565
Total Revenue	33,32,08,508	18,03,68,546
Expenditure	29,72,85,238	15,05,75,056
Profit / (Loss) before Finance Cost, Depreciation & Amortization and Tax Expenses	3,59,23,270	2,97,93,490

Finance Cost	1,54,35,575	1,36,41,600
Depreciation & Amortization	43,60,766	28,11,532
Profit Before Tax	1,61,26,929	1,33,40,358
Less: Taxation		
Current Tax	42,04,867	37,87,000
Deferred Tax	3,677	5,46,207
Total Tax (i+ii)	42,08,544	43,33,207
Profit after Tax	1,19,18,385	90,07,151
Earning Per Equity Share:		
Basic	2.27	2.17
Diluted	2.27	2.17

Note: The above figures are extracted from the financial statements.

FINANCIAL HIGHLIGHTS AND OPERATIONAL PERFORMANCE:-

The Key highlights pertaining to the business of the Company for the year 2018-19 and period subsequent there to have been given hereunder:

The Total revenue from operations of the Company during the Financial year 2018-19 was higher at **Rs. 33,32,08,508/-** against the total revenue of **Rs. 18,03,68,546/-** in the previous financial year 2017-18.

The Total expenses of the Company during the financial year 2018-19 was **Rs. 31,70,81,579 /-** against the expenses of **Rs. 16,70,28,188 /-** in the previous financial year 2017-18.

The Profit after tax is **Rs. 1,19,18,385 /-** for the financial year 2018-19 as compare to **Rs. 90,07,151/-** in the previous financial year 2017-18.

SHARE CAPITAL:-

The Authorized Share Capital of the Company as on 31st March, 2019 was Rs. 6,70,00,000/- (Rupees Six Crore Seventy Lacs) divided into 67,00,000 (Sixty Seven Lac) Equity Shares of Rs.10/- each.

The Paid up Share capital of the Company as on 31st March, 2019 was Rs. 6,59,99,800/- (Rupees Six Crore Fifty Nine Lacs Ninety Nine Thousand Eight Hundred Only) divided into 65,99,980 (Sixty Five Lac Ninety Nine Thousand Nine Hundred and Eighty) equity shares of Rs.10 each.

DIVIDEND:-

With a view to provide a 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 period under review.

RESERVES:-

During the current financial year (2018-19) our Company's net profit was **Rs. 1,19,18,385 /-** as against the profit of **Rs. 90,07,151 /-** in P.Y. 2017-18, Your Directors have transferred whole amount of Profit **Rs. 1,19,18,385/-** to Reserve to strengthen the financial position of the Company in nearest future.

LISTING OF SECURITIES ON BSE SME PLATFORM:

The Company got its equity shares listed at the BSE SME Platform and the trading in the shares of the Company commenced from 26th September, 2018.

SUBSIDIARY AND JOINT VENTURE COMPANY:

The Company did not have any subsidiary or joint venture company during the year under review.

CHANGE OF REGISTERED OFFICE OF THE COMPANY:-

The Company had changed its registered office from 201 / A, Asavari Towers, B/h, Fun Republic, Off. S. G. Highway, Ahmedabad - 380015 to Block A, 407-4th Floor, Dev Aurum, Anand Nagar Cross Road, Prahladnagar Road, Ahmedabad – 380015 for future growth, expansion and development of the business organization in the meeting of Board of Directors held as on 28th May, 2018.

CHANGE IN NATURE OF BUSINESS:

No changes have been made in the nature of business carried out by the Company during the financial year 2018-19.

MAINTAINANCE OF COST RECORDS:

The Company is not required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013

APPOINTMENT AND RESIGNATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:-

In accordance with the provisions of Section 152(6) of the Companies Act and Articles of Association, Mrs. Nitaben Rakeshbhai Swadia (DIN:- 00356722) Director of the Company, shall retire by rotation and being eligible offers herself for re-appointment at the ensuing Annual General Meeting of the Company.

Further during the year under review the following changes occurred in the composition of Board and Key Managerial Personnel of the Company:

1. Mrs. Manisha Swadia (DIN: 02025882) resigned from the Directorship of the Company w.e.f 28th May, 2018.
2. Mr. Rakesh V. Swadia (DIN: 00356657) and Mr. Devarshi Swadia (DIN: 00356752) were appointed as the Chairman and Managing Director and Whole Time Director of the Company on 28/05/2018 and the shareholders' approval was received in the Extra Ordinary General Meeting held on 4th June, 2018.

3. Appointment of Mr. Jayanta Kumar Pani (DIN: 08038621) in the Annual General Meeting of Board of Directors held on 21st August, 2018 as the Non- Executive & Independent Director of the Company for a consecutive period of five years upto 20th June, 2023.
4. Appointment of Mr. Kunal Sudhirbhai Shah (DIN: 08177662) in the Annual General Meeting held on 21st August, 2018 as the Non- Executive & Independent Director of the Company for a consecutive period of five years upto 11th July, 2023.
5. Company had appointed Ms. Falguni Patel as the Company Secretary & Compliance Officer of the Company in the Board Meeting held on 28th May, 2018.
6. Company had appointed Mr. Ujjal Dutta, as the Chief Financial Officer (CFO) of the Company in the Board Meeting held on 28th May, 2018.

MEETINGS OF THE BOARD OF DIRECTORS:-

The Management is completely focused for the growth and expansion of the Company, it is busy developing new horizons for increasing overall performance. It is further working towards reducing costs by making optimum utilization of resources.

The Board met 23 times during the year on 26th April, 2018, 30th April, 2018, 1st May, 2018, 3rd May, 2018, 4th May, 2018, 9th May, 2018, 10th May, 2018, 15th May, 2018, 18th May, 2018, 28th May, 2018, 5th June, 2018, 21st June, 2018, 29th June, 2018, 12th July, 2018, 23rd July, 2018, 28th July, 2019, 11th August, 2018, 24th September, 2018, 1st November, 2018 and 27th February, 2019 in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes book kept by the Company for the purpose. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Name of Directors	Category	Number of Meetings Attended / Total Meetings held during the year 2018-19	Attendance at the last AGM held on 21st August, 2018.
Mr. Rakesh V. Swadia	Managing Director	23/23	Yes
Mr. Devarshi R. Swadia	Director	23/23	Yes
Mrs. Nitaben R. Swadia	Director	23/23	Yes
Mrs. Manisha D. Swadia	Director	9/23	Yes
Mr. Jayanta Kumar Pani	Independent Director	9/23	Yes
Mr. Kunal Sudhirbhai Shah	Independent Director	7/23	Yes

MEETING OF MEMBERS:

During the year under review, the Company called and convened 7 meetings of the members of the Company including the Annual General Meeting on 4th April, 2018, 28th April, 2018, 2nd May, 2018, 7th May, 2018, 14th May, 2018, 4th June, 2018 and 21st August, 2018 (AGM).

COMMITTEES MEETING:

As on 31st March, 2019 the Board had three committees i.e. Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The Committees were constituted by the Board of Directors of the Company in the meeting held on 12th July, 2018. All the Committees are properly constituted with proper composition of Independent Directors as mentioned in relevant provisions of Companies Act, 2013.

A. AUDIT COMMITTEE AND ITS MEETINGS:

Audit Committee met 2 times during the year under review on 31-10-2018 and 26-02-2019.

Constitution of Audit Committee was as per the following:

Sr. No.	Name of the Director	Status in Committee	Nature of Directorship	Total Meetings Attended/ Total Meetings Held
1.	Jayanta Kumar Pani (DIN: 08038621)	Chariman	Independent & Non-Executive Director	2/2
2.	Kunal Sudhirbhai Shah (DIN: 08177662)	Member	Non-Executive Director	2/2
3.	Rakesh Vallabhbai Swadia (DIN: 00356657)	Member	Independent & Non-Executive Director	2/2

B. NOMINATION & REMUNERATION COMMITTEE AND ITS MEETINGS:

Nomination & Remuneration Committee met 2 times during the year under review on 31-10-2018 and 26-02-2019.

Constitution of Nomination & Remuneration Committee was as per the following:

Sr. No.	Name of the Director	Status in Committee	Nature of Directorship	Total Meetings Attended/ Total Meetings Held
1.	Mr. Kunal Sudhirbhai	Chairperson	Independent & Non-	2/2

	Shah		Executive Director	
2.	Mr. Jayanta Kumar Pani	Member	Non-Executive Director	2/2
3.	Mrs. Nitaben Rakesh Swadia	Member	Independent & Non-Executive Director	2/2

C. STAKEHOLDERS RELATIONSHIP COMMITTEE AND ITS MEETINGS:

Stakeholders Relationship Committee met 2 times during the year under review on 31-10-2018, and 26-02-2019.

Constitution of Stakeholders Relationship Committee was as per the following:

Sr. No.	Name of the Director	Status in Committee	Nature of Directorship	Total Meetings Attended/ Total Meetings Held
1.	Mr. Jayanta Kumar Pani	Chairman	Independent & Non-Executive Director	2/2
2.	Mr. Kunal Sudhirbhai Shah	Member	Non-Executive Director	2/2
3.	Mr. Rakesh Vallabhbbhai Swadia	Member	Independent & Non-Executive Director	2/2

OTHER INFORMATION RELATED TO BOARD COMMITTEES:

Name of the Committee	Composition of the Committee	Highlights of duties, responsibilities and activities
Audit Committee (This disclosure is as per Section 177(8) of the Companies Act, 2013)	Jayanta Kumar Pani (DIN: 08038621) Kunal Sudhirbhai Shah (DIN: 08177662) Rakesh Vallabhbbhai Swadia (DIN: 00356657)	<ul style="list-style-type: none"> All recommendations made by the Audit Committee were accepted by the Board. In accordance with the requirements of the Companies Act, 2013, the Company has formulated the policies including the Vigil Mechanism Policy.
Nomination and Remuneration Committee	Kunal Sudhirbhai Shah (DIN: 08177662) Jayanta Kumar Pani (DIN: 08038621) Nitaben Rakesh Swadia (DIN: 00356722)	<ul style="list-style-type: none"> The Committee oversees and administers executive compensation, operating under a written charter adopted by our Board of Directors.
Stakeholders	Jayanta Kumar Pani (DIN: 08038621)	<ul style="list-style-type: none"> The Committee reviews and

Relationship Committee	Kunal Sudhirbhai Shah (DIN: 08177662) Rakesh Vallabhbhai Swadia (DIN: 00356657)	ensures to redress investor grievances. <ul style="list-style-type: none"> The Committee noted that all the grievances of the shareholders during the year have been resolved.
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INDEPENDENT DIRECTORS' MEETING:

As per Schedule IV of the Companies Act, 2013, a separate meeting of Independent Director was held on 27th February, 2019 at registered office of the company situated at Ahmedabad to discuss the agenda items as required under the Companies Act, 2013.

DECLARATION BY INDEPENDENT DIRECTORS:

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under 149(6) of the Companies Act, 2013 read with Rules issued there under as well as Regulation 16(1) (b) of the Listing Regulations (including any Statutory modification(s) or re-enactment(s) for the time being in force.)

NOMINATION AND REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a Policy for selection, appointment and remuneration of Directors and Key Managerial Personnel, including criteria for determining qualifications, positive attributes and independence of Directors.

The Nomination and Remuneration Policy has been uploaded on the website of the Company at www.ranjeet.co.in.

STATE OF COMPANY AFFAIRS:

The state of your Company's affairs is given under the heading 'Financial Highlights and Operational Performance' and various other headings in this Report and the Management Discussion and Analysis, which forms part of the Annual Report.

PARTICULARS OF EMPLOYEES:-

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company as none of the Employees of the Company has received remuneration above the limits specified in the Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 during the financial year 2018-19.

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is given in the Statement annexed herewith as **Annexure I**.

DIRECTORS' RESPONSIBILITY STATEMENT:-

Pursuant to the requirements of Section 134(3)(c) and (5) of the Companies Act, 2013, it is hereby confirmed:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- that the Directors had 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 at the end of the financial year and the profit or loss of the Company for the period ended 31.03.2019.
- that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- That the Directors had prepared the annual accounts on a going concern basis.
- That 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.
- that 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.

BOARD EVALUATION:

The Companies Act, 2013 states that the formal annual evaluation needs to be made by Board of its own performance and that of its Committees and individual Directors, Schedule IV of the Companies Act, 2013 states that performance evaluation of the Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The evaluation of all the Directors and the entire Board was conducted based on the criteria and framework adopted by the Board. The Board approved the evaluation results as allotted by the Nomination and remuneration committee.

The Companies Act, 2013 states that the formal annual evaluation needs to be made by board of its own performance.

AUDITORS' AND AUDITORS' REPORT:-**STATUTORY AUDITOR**

M/s Philip Fernandes & Co., Chartered Accountants, (Firm Registration No: 128122W), were appointed as the Statutory Auditors of the Company for a consecutive period of 5 years from 22ndAGM till the conclusion of 27thAGM subject to ratification at each AGM.

The members are requested to consider the matter of ratification of appointment of Auditors and also to fix their remuneration.

There is no qualification, reservation, adverse remark or disclaimer by the Statutory Auditors in their report and hence no explanation or comments of the Board is required in this matter.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed Ms. Riddhi Khaneja and Associates, Company Secretaries, Ahmedabad, to undertake the Secretarial Audit of the Company's Secretarial and related records for the year ended on 31st March, 2019. Secretarial Audit Report for FY 2018-19 is enclosed as **Annexure – II** to this report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS:

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

INTERNAL CONTROL SYSTEMS:-

The Company's internal control systems are adequate and commensurate with the nature and size of the Company and it ensures:

- Timely and accurate financial reporting in accordance with applicable accounting standards.
- Optimum utilization, efficient monitoring, timely maintenance and safety of its assets.
- Compliance with applicable laws, regulations and management policies.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extracts of Annual return in form MGT-9, as required under Section 92 of the Companies Act, 2013 is included in this Report as **Annexure III** and forms integral part of this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORTS:

In terms of the Regulation 34(e) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis is set out in this Annual Report as **Annexure IV**.

STATEMENT OF DEVIATION OR VARIATION:

As per the provisions of Regulation 32 of SEBI (LODR) Regulations, 2015, the Board of Directors has provided a statement showing the utilization of issue proceeds. The said statement is annexed to this Annual Report as **Annexure V**.

DEPOSITS:-

The Company has neither accepted/invited any deposits u/s 73 to 76 of the Companies Act, 2013 during the period.

PARTICULARS OF LOANS, GUARANTEES, ADVANCES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:-

The Company has not given any loans or guarantees during the year under review within the purview of Section 186 of the Companies Act, 2013. The details of the investments made by Company are given in the notes to investments in the financial statements.

PARTICULARS OF MATERIAL CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTIES:-

The Company has not entered into any material contract or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:-

No Material changes occurred affecting the financial position of the company occurred between the ends of the financial year to which this Financial Statement relate and the date of the Report.

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

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals that would impact the going concern status and Company's operation in future.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:-

The Company has zero tolerance towards sexual harassment at the workplace and further it 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.

RISK MANAGEMENT:

The Company's approach to addressing business risks is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board and the Audit Committee.

Some of the risks that the Company is exposed to are: Financial Risks, Commodity Price Risk, Regulatory Risk, Human resource Risk, Strategic Risk, etc.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS:-

The Company has pride in the commitment, competence and dedication shown by its employees in all areas of business. The Company has a structured induction process at allocations and management development programs to upgrade skills of managers.

The Company is committed to nurturing, enhancing and retaining top talent through superior learning & Organizational Development. This is a part of Corporate HR function and is a critical pillar to support the organization's growth and its sustainability in the long run.

HEALTH, SAFETY AND ENVIRONMENT:-

The Company is taking continuous steps and also developing environment friendly processes for effective resource management with specific focus to energy, water and basic raw materials. Monitoring and specific review of system regarding health, safety and environment is done on a continuous basis with emphasis and focus given to safety at workplace.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

i. Conservation of Energy:

- a) Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.
- b) No specific investment has been made in reduction in energy consumption.
- c) As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.
- d) Since the Company does not fall under the list of industries, which should furnish this information in Form-A as annexed to the aforesaid Rules, the question of furnishing the same does not arise.

ii. Technology Absorption:

Company's products are manufactured by using in-house know how and no outside technology is being used for manufacturing activities. Therefore no technology absorption is required.

iii. Foreign Exchange Earning and Outgo:

During the period under review the foreign exchange earnings and outflow was as follows:

Year 2018-19	Amount in Rs
Foreign Earnings	Nil
Foreign Outflow	Nil

CORPORATE GOVERNANCE:

Details regarding Corporate Governance Report of the Company , this is to inform you that Regulation 27(2) as per Clause 15 of the Chapter IV of SEBI (LODR) Regulation, 2015 is not applicable as the Company is listed on the **BSE- SME** platform since 26th September, 2018. Whenever this regulation becomes

applicable to the Company at a later date, we will comply with the requirements of those regulations within six months from the date on which the provisions become applicable to our Company.

CORPORATE SOCIAL RESPONSIBILITY:-

Section 135 of the Companies Act, 2013 and framed Rules there under provides that certain Companies are required to spend 2% of its average net profit during 3 preceding years on CSR activities. It also provides formation of CSR committee of the Board. The Rules prescribe the activities qualify under CSR and the manner of spending the amount. The company is not covered under section 135 of the Companies Act, 2013 and the Rules framed there under for the financial year under report. CSR Committee of the Board will be constituted at the time of applicability, of section 135 of the Act. Hence CSR report is not required to be annexed.

INSIDER TRADING REGULATIONS:

The Company has notified and adopted the Code of Prevention of Insider Trading and Fair Disclosure of Unpublished Price Sensitive Information made pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015. The said Codes are published on the website of the Company at <http://yugdecor.com/index.php/codes-policies-other/>. The Company has suitably amended the aforesaid Codes to align them with the amendments introduced by SEBI, w.e.f. 1st April, 2019.

VIGIL MECHANISM:

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil mechanism and Whistle Blower Policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee. Whistle blower policy of the Company has been uploaded on the website of the Company.

APPRECIATION:-

Your Directors wish to convey their gratitude and place on record their appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year.

Your Directors sincerely convey their appreciation to customers, shareholders, vendors, bankers, business associates, regulatory and government authorities for their continued support.

By Order of the Board of Directors

RANJEET MECHATRONICS LIMITED

[Formerly known as Ranjeet Mechatronics Pvt. Ltd.]

Sd/-

(Rakesh V. Swadia)

Chairman and Managing Director

DIN : 00356657

Date: 20/08/2019

Place: Ahmedabad

ANNEXURE I

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

I. The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial year:

SR. NO.	Name of the Director/ KMP and Designation	Remuneration of Director/ KMP for the financial year 2018-19 (in Rs.)	% increase in Remuneration in the Financial Year 2018-19	Ratio of remuneration of each Director to the median employee of the Company
1.	Mr. Rakesh V. Swadia (Managing Director)	32,04,203	40.69%	14:1
2.	Mr. Devarshibhai Swadia (Whole-time Director)	22,77,451	-	10:1
3.	Mr. Ujjal Dutta (Chief Financial Officer)	6,63,646	-	N.A
4.	Ms. Falguni Malay Patel (Company Secretary & Compliance Officer)	1,14,232	-	N.A

- II. The Median Remuneration of the employees of the Company during the Financial Year: Rs.2,32,020/-**
- III. The percentage increase in the median remuneration of employees in the financial year under review: 28.04%**
- IV. The number of existing employees on the rolls of Company:**
The number of employees as on March 31, 2019 was 32.
- V. Average percentage 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 any exceptional circumstances for increase in the managerial remuneration:** Any Increase in the remuneration of employees and managerial personnel are as per the existing Industry Standards.
- VI. Affirmation that the remuneration is as per the Remuneration Policy of the Company:** The Company affirms remuneration is as per the Nomination and Remuneration Policy of the Company.
- VII. The key parameters for any variable component of remuneration availed by the Directors:** N.A.
- VIII. The median ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year:** There is no such employee.
- IX. Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:**

(In Lacs)

Particulars	As at 31/03/2019 (Current Year)	As at 31/03/2018 (Previous Year)
Market Capitalization	1927.19	As the Company got listed at BSE SME Platform on 26 th September, 2018, there is no data available for comparison of previous year.
Price Earnings Ratio	12.86	

Date: 20th August, 2019

Place: Ahmedabad

By Order of the Board of Directors
RANJEET MECHATRONICS LIMITED

Sd/-

RAKESH SWADIA

(DIN: 00356657)

Chairman and Managing Director

Annexure II

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
RANJEET MECHATRONICS LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RANJEET MECHATRONICS 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 our verification of the RANJEET MECHATRONICS LIMITED (books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31.03.2019, 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 RANJEET MECHATRONICS LIMITED ("the Company") for the financial year ended on 31.03.2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and 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 **(Not Applicable during Audit Period)**;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (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;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable during the Audit Period)**; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable during the Audit Period)**;
 - (i) The Securities and Exchange Board of India (Listing Obligations and disclosure Requirement) Regulation, 2015;

(j) Laws specifically applicable to the industry to which the company belongs, as identified by the management, that is to say:

1. The Environment (Protection) Act, 1986
2. Gas Cylinder Rules, 2004 (amended)
3. Labour Welfare Act of respective States.
4. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
5. Explosives Act, 1884 and Rules, 2008.
6. Gujarat Fire Prevention and Life Safety Measures Act, 2013
7. Gujarat Fire Prevention and Life Safety Measures Regulations, 2016.
8. Gujarat Fire Prevention and Life Safety Measures Rules, 2014
9. The Hazardous Wastes (Management and Handling) Rules, 1989
10. The Indian Boilers Act, 1923

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India

(ii) The Listing Agreements entered into by the Company with Stock Exchanges, - BSE Limited, 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 Company had listed its equity shares on the BSE SME Platform w.e.f 26th September, 2018 and thereafter all the laws as mentioned above w.r.t SEBI and Stock Exchange got applicable to the Company along with the provisions (applicable to listed entities) of the Companies Act, 2013 and the rules made thereunder.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

Place: Ahmedabad

Date: 20th August, 2019

Riddhi Pamnani

Proprietor

Riddhi Khaneja & Associates

FCS 10221 C P No.: 17397

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To,
The Members
RANJEET MECHATRONICS LIMITED

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

Auditor's Responsibility is limited to the following:

1. We have followed the audit practices and process as considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification as done on test basis is to reasonably ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
2. In respect of Laws, Rules and Regulations other than those specifically mentioned in our report above, we have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of account of the Company.
3. Wherever required, we have obtained the management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

Disclaimer

1. 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.

Place: Ahmedabad

Date: 20th August, 2019

Riddhi Pamnani
Proprietor
Riddhi Khaneja & Associates
FCS 10221
C P No.: 17397

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014

1. REGISTRATION & OTHER DETAILS:

SR. NO.	PARTICULARS	DETAILS
1	CIN	L31100GJ1993PLC019635
2	Registration Date	10/06/1993
3	Name of the Company	RANJEET MECHATRONICS LIMITED
4	Category / Sub-Category of the Company	Company Limited by Shares Non-Government Company
5	Address of the Registered office and contact details	Block A, Office No:407, Dev Aurum, Anand Nagar Char Rasta, Prahlad Nagar Road Ahmedabad 380015
6	Whether the Company is listed	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Alankit Assignments Ltd Address: 205-208, Anarkali Complex, JhandewalanExtn.,New Delhi, Delhi,110055. Ph: 011 – 42541234/23541234 E-mail: ranjeet_igr@alankit.com

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:

SR. NO.	NAME AND DESCRIPTION OF MAIN PRODUCTS/ SERVICES	NIC CODE OF THE PRODUCT/ SERVICE	% TO TOTAL TURNOVER OF THE COMPANY
1	Technical testing and analysis and Installation of Fire Fighting System	7120	95.16%

2. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

SR. NO.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
N.A.					

3. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):**i) Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
(1) Indian									

a) Individual / HUF	0	522595	522595	95.02%	40,90,380	0	40,90,380	61.98	-33.04
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-total (A)(1)	0	522595	522595	95.02%	40,90,380	0	40,90,380	61.98	-33.04
(2) Foreign									
a)NRIs Individual s	0	0	0	0	0	0	0	0	0
b)Other Individual s	0	0	0	0	0	0	0	0	0
c)Bodies Corp.	0	0	0	0	0	0	0	0	0
d)Banks/FI	0	0	0	0	0	0	0	0	0
e)Any other	0	0	0	0	0	0	0	0	0
Sub- total (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)(1)(2)	0	522595	522595	95.02%	40,90,380	0	40,90,380	61.98%	-33.04
B. Public Shareholding									
1.Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture	0	0	0	0	0	0	0	0	0

Capital Funds									
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	4,26,000	0	4,26,000	6.45%	6.45
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2lakh	0	27,400	27,400	4.98	2,52,000	0	2,52,000	3.82%	-1.16
ii) Individual shareholders holding nominal share capital in excess of Rs. 2lakh	0	0	0	0	13,14,000	1,09,600	14,23,600	21.07%	21.07
c) Any Other (Specify)	0	0	0	0	0	0	0	0	0
Clearing Member	0	0	0	0	12000	0	12000	0.18%	0.18

Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
HUF	0	0	0	0	3,96,000	0	3,96,000	6.00%	6.00
Directors & their relatives	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	27,400	27,400	4.98	24,00,000	1,09,600	25,09,600	38.02%	33.04
Total Public Shareholding (B)=(B)(1) + (B)(2)	0	27,400	27,400	4.98	24,00,000	1,09,600	25,09,600	38.02%	33.04
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	549995	549995	100.00	64,90,380	1,09,600	65,99,980	100 %	0

(ii) Shareholding of Promoters & Promoter Group:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 31-March-2018]			Shareholding at the end of the year [As on 31-March-2019]			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	
1	RAKESH VALLABH SWADIA (HUF)	42000	7.64	0	62,000	0.94%	0	-6.7
2	DEVARSHI R SWADIA HUF	4090	0.74	0	48,360	0.73%	0	-0.01
3	RAKESH VALLABHBHAI SWADIA	230530	41.91	0	16,42,120	24.88%	0	-17.03
4	NITABEN RAKESHBHAI SWADIA	117170	21.30	0	7,88,680	11.95%	0	-9.35

5	MANISHA DEVARSHI SWADIA	33990	6.18	0	3,35,960	5.09%	0	-1.09
6	DEVARSHIBH AI RAKESHBHAI SWADIA	93810	17.06	0	11,21,240	16.99%	0	-0.07
7	SHAILJABEN NIKULBHAI PATEL	1005	0.18	0	58,020	0.88%	0	0.70
8	AHALYA DEVARSHI SWADIA	0	0	0	28,000	0.42%	0	0.42
9	SHRIVIDYA DEVARSHI SWADIA	0	0	0	6000	0.09%	0	0.09

(iii) Change in Promoters' Shareholding (Please specify, if there is no change):

Sr. No.	Name of Shareholder and type of Transaction	Shareholding at the beginning of the Year-2018		Transactions during the Year			Cumulative Shareholding at the end of the Year-2019				
		No. of shares held	% of total shares of the company	Date of transactions	No. of Shares	No. of shares	% of total shares of the company				
1.	RAKESH VALLABH SWADIA (HUF)	42000	7.64	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares		
				1	30/04/2018	Preferential Allotment	15000	57000	6.44		
				2	15/05/2018	Transfer	41500	15500	1.29		
				3	18/05/2018	Bonus	46500	62000	1.29		
				After IPO of 18,00,000 equity shares						62000	0.94
	At the end of the Year	62000	0.94								
2.	DEVARSHI R SWADIA HUF	4090	0.74	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares		
				1	30/04/2018	Preferential Allotment	8000	12090	1.37		
				2	18/05/2018	Bonus	36270	48360	1.01		
				After IPO of 18,00,000 equity shares						48360	0.73
					At the end of the Year	48360	0.73				
3.	RAKESH VALLABHBHAI SWADIA	230530	41.91	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative %		

									of total shares
				1	03/05/2018	Preferential Allotment	180000	410530	46.39
				2	18/05/2018	Bonus	1231590	1642120	34.21
				After IPO of 18,00,000 equity shares				1642120	24.88
	At the end of the Year	1642120	24.88						
4.	NITABEN RAKESHBHAI SWADIA	117170	21.30	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares
				1	30/04/2018	Preferential Allotment	90000	207170	23.41
				2	15/05/2018	Transfer	10000	197170	16.43
				3	18/05/2018	Bonus	591510	788680	16.43
				After IPO of 18,00,000 equity shares				788680	11.95
	At the end of the Year	788680	11.95						
5.	MANISHA DEVARSHI SWADIA	33990	6.18	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares
				1	30/04/2018	Preferential Allotment	50000	83990	9.49
				2	18/05/2018	Bonus	251970	335960	6.99
				After IPO of 18,00,000 equity shares				335960	5.09
	At the end of the Year	335960	5.09						
6.	DEVARSHIBHAI RAKESHBHAI SWADIA	93810	17.06	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares
				1	09/05/2018	Preferential Allotment	135000	228810	19.07
				2	15/05/2018	Transfer	51500	280310	23.36
				3	18/05/2018	Bonus	840930	1121240	23.36
				After IPO of 18,00,000 equity shares				1121240	16.99
	At the end of the Year	1121240	16.99						
7.	SHAILJABEN NIKULBHAI PATEL	1005	0.18	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares
				1	30/04/2018	Preferential Allotment	13500	14505	1.64
				2	18/05/2018	Bonus	43515	58020	1.21
				After IPO of 18,00,000 equity shares				58020	0.88
	At the end of the Year	58020	0.88						

8.	AHALYA DEVARSHI SWADIA	-	-	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares
				1	30/04/2018	Preferential Allotment	7000	7000	0.79
				2	18/05/2018	Bonus	21000	28000	0.58
				After IPO of 18,00,000 equity shares					28000
At the end of the Year		28000	0.42						
9.	SHRIVIDYA DEVARSHI SWADIA	-	-	Sr. No.	Date of Transaction	Particulars	No. of Shares	Cumulative shares	Cumulative % of total shares
				1	09/05/2018	Preferential Allotment	1500	1500	0.17
				2	18/05/2018	Bonus	4500	6000	0.13
				After IPO of 18,00,000 equity shares					6000
At the end of the Year		6000	0.09						

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Shareholding of Top 10 Shareholders	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	SHAH VISMAY AMITKUMAR					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	330000	5%	330000	5%
2.	VAISHALI JIGNESH SHAH					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	300000	4.55%	300000	4.55%
3.	JIGNESH BABULAL SHAH					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	300000	4.55%	300000	4.55%
4.	INDRESH WAGHJIBHAI SHAH					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	126000	1.91%	126000	1.91%
5.	SHAH MOHAK AMITKUMAR					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	114000	1.73%	114000	1.73%
6.	RAJU BIRENDRABHAI MISHRA					
	At the beginning of the year	01/04/2018	27400	4.98%	27400	4.98%
	Changes during the year	18/05/2018	82200	2.28%	82200	2.28%
	At the end of the year	31/03/2019	109600	1.66%	109600	1.66%
7.	KESHA POOJAN SHAH					

	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	96000	1.46%	96000	1.46%
8.	SUNITADEVI HARISHKUMAR BHANSALI					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	66000	1%	66000	1%
9.	PAYAL JAIN					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	60000	0.91%	60000	0.91%
10.	H M SHAH HUF					
	At the beginning of the year	01/04/2018	-	-	-	-
	At the end of the year	31/03/2019	60000	0.91%	60000	0.91%

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Rakesh Vallabbhai Swadia					
	At the beginning of the year	01/04/2018	230530	41.91%	230530	41.91%
	Change during the year	03/05/2018	180000	16.90%	410530	46.39%
		18/05/2018	1231590	25.66%	1642120	34.21%
	At the end of the year	31/03/2019	1642120	34.21%	1642120	24.88%
2.	Nitaben Rakeshbhai Swadia					
	At the beginning of the year	01/04/2018	117170	23.41%	117170	21.30%
	Change during the year	30/04/2018	90000	10.17%	207170	23.41%
		15/05/2018	-10000	0.83%	197170	16.43%
		18/05/2018	591510	12.32%	788680	16.43%
	At the end of the year	31/03/2019	788680	11.95%	788680	11.95%
3.	Devarshibhai Rakeshbhai Swadia					
	At the beginning of the year	01/04/2018	93810	17.06%	93810	17.06%
	Change during the year	09/05/2018	135000	11.25%	228810	19.07%
		15/05/2018	51500	4.29%	280310	23.36%
		18/05/2018	840930	17.52%	1121240	23.36%
	At the end of the year	31/03/2019	1121240	16.99%	1121240	16.99%
4.	Jayanta Kumar Pani					
	At the beginning of the year	-	-	-	-	-
	Change during the year	-	-	-	-	-
	At the end of the year	-	-	-	-	-
5.	Kunal Sudhirbhai Shah					
	At the beginning of the year	-	-	-	-	-
	Change during the year	-	-	-	-	-
	At the end of the year	-	-	-	-	-

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment

[Amount in Lakh]

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the Financial Year				
i) Principal Amount	7,60,27,048	4,55,75,290	-	12,16,02,338
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	7,60,27,048	4,55,75,290	-	12,16,02,338
Change in Indebtedness during the Financial Year				
• Addition				
• (Reduction)	2,21,58,778	2,40,51,076		
Net Change	2,21,58,778	2,40,51,076		4,62,09,854
Indebtedness at the end of the Financial Year				
i) Principal Amount	5,38,68,270	2,15,24,214	-	7,53,92,484
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	5,38,68,270	2,15,24,214	-	7,53,92,484

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sr. No.	Particulars of Remuneration	Total Amount (In `)		
		Mr. Rakesh V. Swadia Managing Director	Mr. Devarshi Swadia Whole-time Director	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	32,04,203	22,77,451	54,81,654
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission - as % of profit - others, specify	0	0	0
5.	Others, please specify	0	0	0
	Total (A)	32,04,203	22,77,451	54,81,654
	Ceiling as per the Act			54,81,654

B. Remuneration to other Directors:

Sr. No.	Particulars of Remuneration	Name of Directors (Independent Directors)			Non- Executive Director	Total Remuneration paid
		Mr.Jayata Kumar Pani	Mr.KunalSud hirbhai Shah	Mrs.Manisha DevarshiSwadia*		
1.	Independent Directors					
	• Fee for attending board committee meetings	0	0	0	0	0
	• Commission	0	0	0	0	0
	• Others, please specify	0	0	0	0	0
	Total (1)	0	0	0	0	0
2.	Other Non-Executive Directors					
	• Fee for attending board committee meetings	0	0	0	0	0
	• Commission	0	0	0	0	0
	• Others, please specify	0	0	0	0	0
	Total (2)	0	0	0	0	0
	Total (B) = (1 + 2)	0	0	0	0	0

*Mrs. Manisha Swadia Resigned w.e.f 28-05-2018

C. Remuneration to Key Managerial Personnel other than MD/ Manager/ WTD:

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Remuneration to KMP
		Mr.Ujjal Dutta (CFO)	Mrs.Falguni Patel (CS)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	6,63,646	1,14,232	7,77,878
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission	0	0	0
	- as % of profit	0	0	0
	- others, specify...	0	0	0
5.	Others, please specify	0	0	0
	Total	6,63,646	1,14,232	7,77,878

Mr. Ujjal Dutta and Mrs. Falguni Patel were appointed w.e.f 28-05-2018

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/COU RT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					

ANNEXURE- IV

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

COMPANY INTRODUCTION AND BUSINESS SEGMENT IN WHICH IT OPERATES:

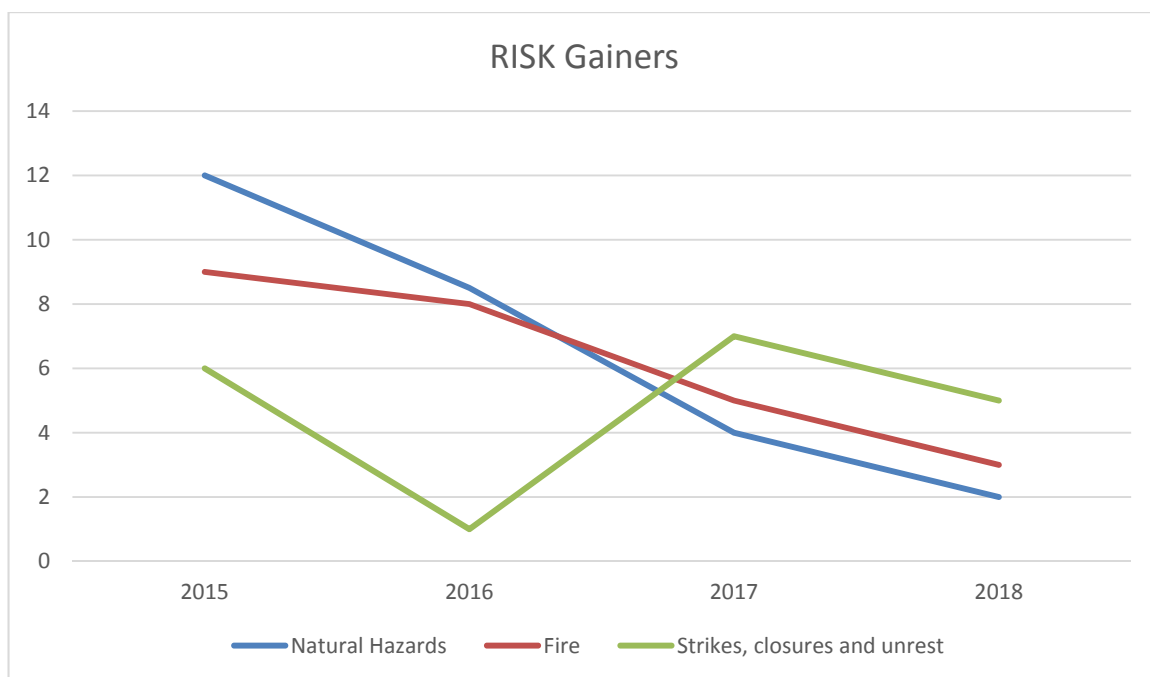
The Company was established in the year 1949 in the name of Ranjeet Electric Limited and were working as an Authorised Dealer/ Distributor for Kirloskar Oil Engines, Kirloskar Brothers and Kirloskar Electric Co. Ltd. providing complete solution for fluid transfer.

Now as **RANJEET MECHATRONICS PVT. LTD.**, we like to introduce ourselves as India's fastest growing Pipe Fabrication & Jointing Provider (MS, GI, SS, CS, FRP, GRE, DI, CPVC, UPVC, PP, CI, HDPE), Fire Protection System, Safety System, Security & Automation Solution Provider Company with Presence in Almost All Major Cities of India.

INDUSTRY STRUCTURE & DEVELOPMENT:

The Global Fire & Safety market is steadily increasing and company expects to gradually increase its market share. There is a definite demand for Fire Protection products worldwide with newer products under development. The Innovation and Product Development are the critical aspects of success in the industry.

Outbreak of fire poses risks to business continuity and operations, and ranks at third position in the India Risk Survey 2018 as per the survey conducted by FICCI. There have been numerous fire accidents in the year 2018, causing significant loss of life and property. Non-compliance with safety norms in factories and high-rises in addition to the under-equipped Fire Services in India has led to an alarming number of accidents year-on-year. While the Government and other regulatory bodies have prescribed norms and fire safety measures, implementation and vigilance continue to be a concern.



Though there is a decline in the number as per the above chart, amongst the Risk factors affecting the corporates in the present scenario, fire comes at the second position after Strikes, Closures etc. Therefore fire safety is of foremost importance for any business in the present times. (Details of the above chart are fetched from the India Risk Survey 2018 by FICCI).

Furthermore Non-compliance to safety norms in factories and high-rises, lack of institutionalized funding and under-equipped fire services in India, has led to an alarming number of accidents in the country. 'Electric Short Circuits' has been rated as the most significant threat under the risk category of Fire.

FINANCIAL:

The Total revenue of the Company during the Financial year 2018-19 was `17,06,33,916/- against the total revenue of `16,20,64,704/- in the previous financial year 2017-18.

The Total expenses of the Company during the financial year 2018-19 was `16,94,15,818/- against the expenses of `15,74,32,497/- in the previous financial year 2017-18.

The Loss after tax is `57,63,630/- for the financial year 2018-19 as compare to `33,23,059/- in the previous financial year 2017-18.

During the year under review, the Loss suffered by the Company is attributable to the increase in overall cost to the Company due to increase in Cost of Goods sold.

The Company has received two reputed and profit making project that's are Lucknow International Airport and Guwahati AIMS which will in a way increase its revenue and also increase the profit and Financial position.

OPPORTUNITIES AND THREATS:

Your Company stood on an advantageous position by availing the opportunity of market penetration with its existing markets. Also the Company has been able to establish a secure market position by maintaining thriving customer relations and service strength.

As in normal and prevalent for any business, the Company is likely to face threat of increased competition from the local and global players operating in India.

RISKS AND CONCERNS:

The Company sometimes provides its service by extending credit to customers with the attendant risk of payment delays and defaults. To mitigate the risk, our team ensures that service to customers are provided after evaluating their ability to meet financial commitments through allotment of specific credit limits to respective customers.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has proper and adequate systems of internal controls commensurate with its size and nature of operations to provide reasonable assurance that all assets are safeguarded, transactions are authorized, recorded & reported properly and to ascertain operating business risks, which are mitigated by regular

monitoring and corrective actions. The internal control systems have been designed so as to ensure that the financial and other records are reliable and reflect a true and fair view of the state of the Company's business.

A qualified and independent Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of Internal Control Systems as well as Internal Financial Controls and suggests improvements for strengthening them. Similarly the Internal Auditors are also monitoring the Internal Control/ Internal Financial Control Systems.

Human Resources:

Employees are the key to achieve the Company's objectives and strategies. Your Company considers human resource to be an important and valuable asset for the organization. Therefore, it constantly strives to attract and retain best "Talents" for the present and future business requirements and growth. The Company thankfully acknowledges their commitment, dedication and passion and sacrifices. And the Company expects their continuous guidance and support in future. The Company inspires and motivates employees and promotes teamwork, trust and confidence for the organizational growth and to attain the organizational goals. The Company is going to provide a meaningful environment which gives boost in their confidence and help to realize their potential and motivation to develop personally and professionally. The Board is reshaping the size of the employees as per the projects and business in hand.

ANNEXURE V
STATEMENT OF DEVIATION OR VARIATION IN THE IPO PROCEEDS

[pursuant to the provisions of Regulation 32 of SEBI (LODR) Regulations, 2015]

RANJEET MECHATRONICS LIMITED has issued 18,00,000 equity shares at a price of Rs.25 per share (including a premium of Rs.15/- per share and face value of Rs.10 each).

Further as required under the provisions of Regulation 32 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby state that there has been no deviation or variation in the utilization of issue proceeds and the funds raised from the above mentioned issue has been utilized for the purpose for which the funds were raised.

**Statement of utilization of money raised through Initial public offer of Equity Shares up to and as at 31st
March, 2019**

(Rs. In Lacs)

Sr. No.	Object as stated in the prospectus	Amount proposed to be utilized	Actual amount utilized	Unutilized Amount
1	Working Capital Requirement	312.00	312.00	0.00
2	General Corporate Purpose	100.00	100.00	0.00
3	IPO Expenses	38.00	38.00	0.00
	Total	450.00	450.00	0.00

RANJEET MECHATRONICS LIMITED

[Formerly known as Ranjeet Mechatronics Pvt. Ltd.]

Sd/-

(Rakesh V. Swadia)

Chairman and Managing Director

DIN : 00356657

Date: 20/08/2019

Place: Ahmedabad

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF RANJEET MECHATRONICS LIMITED
Report on the Audit of the Standalone Financial Statements
Opinion**

We have audited the accompanying standalone financial statements of Ranjeet Mechatronics Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit/loss, and its cash flows for the year ended on that date

Basis for Opinion

We conducted our audit of the standalone 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 the Standalone 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 standalone financial statements under the provisions of the Act and the Rules made thereunder, 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 standalone 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 standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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
1.	<p><i>Accuracy of revenues and onerous obligations in respect of fixed price contracts involves critical estimates</i></p> <p>Estimated effort is a critical estimate to determine revenues and liability for onerous obligations. This estimate has a high inherent uncertainty as it requires consideration of progress of the contract, efforts incurred till date and efforts required to complete the remaining contract performance obligations</p>	<p><u>Principal Audit Procedures</u></p> <p>Our audit approach was a combination of test of internal controls and substantive procedures which included the following:</p> <ul style="list-style-type: none"> • Evaluated the design of internal controls relating to recording of efforts incurred and estimation of efforts required to complete the performance obligations. • Tested the access and application controls pertaining to time recording, allocation and budgeting systems which prevents unauthorised changes to recording of efforts incurred. • Selected a sample of contracts and through inspection

		<p>of evidence of performance of these controls, tested the operating effectiveness of the internal controls relating to efforts incurred and estimated.</p> <ul style="list-style-type: none"> • Selected a sample of contracts and performed a retrospective review of efforts incurred with estimated efforts to identify significant variations and verify whether those variations have been considered in estimating the remaining efforts to complete the contract. • Reviewed a sample of contracts with unbilled revenues to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. • Performed analytical procedures and test of details for reasonableness of incurred and estimated efforts.
2.	<p><i>Evaluation of uncertain tax positions</i></p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p><u>Principal Audit Procedures</u></p> <p>Obtained details of completed tax assessments and demands for the year ended March 31, 2019 from management. We involved our critical evaluation to challenge the management’s underlying assumptions in estimating the tax provision and the possible outcome of the disputes. We also considered legal precedence and other rulings in evaluating management’s position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions to evaluate whether any change was required to management’s position on these uncertainties.</p>

Information Other than the Standalone Financial Statements and Auditor’s Report Thereon

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexures to Board’s Report, Business Responsibility Report, Corporate Governance and Shareholder’s Information, but does not include the standalone financial statements and our auditor’s report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management’s Responsibility for the Standalone Financial Statements

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these standalone financial statements that give a true and fair

view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 standalone financial statement 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. Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone 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 standalone 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 standalone financial statements, including

the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone 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.

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 standalone 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 including Other Comprehensive Income, Statement of Changes in Equity 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 standalone financial statements comply with the Ind AS 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 as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations.
- ii. The Company does not have any long-term contracts including derivative contracts.
- iii. There has been no amounts required to be transferred to the Investor Education and Protection Fund by the Company.

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

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 Ranjeet Mechatronics Limited of even date)

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 **RANJEET MECHATRONICS LIMITED** (“the Company”) as of March 31, 2019 in conjunction with our audit of the standalone 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 respective 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 was 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 controls 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 control 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 controls 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 control 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 generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 control 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, 2019, 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.

For, Philip Fernandes & Co.
Chartered Accountants
FRN : 128122W

Philip Fernandes
Proprietor
M.N.125960
Date : 29-05-2019

Annexure B referred to in paragraph 1 of the section on “Report on other legal and Regulatory requirements of our report of even date

TO THE MEMBERS OF RANJEET MECHATRONICS LIMITED

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets.
- (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- (ii) The inventories have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification.
- (iii) According the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2019 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- (vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause 3(vi) of the order is not applicable to the Company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees’ State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees’ State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory

dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

- (c) Details of dues of Income Tax, Sales Tax, Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2019 on account of dispute are given below:

(d)

Nature of the statute	Nature of dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount ₹
The Income Tax Act, 1961	Income Tax	Income Tax- CPC Bangalore	2014-15	262870
	Income Tax	Income Tax- CPC Bangalore	2015-16	986380
	Income Tax	Income Tax- CPC Bangalore	2016-17	390990
	Income Tax	Income Tax- CPC Bangalore	2017-18	9580

- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of any loans or borrowings from financial institutions, banks and government or has not issued any debentures.
- (ix) According to the information and explanations given by the management, the Company has raised Rs.450 lacs by issuing 18,00,000 equity shares of Rs.10/- each at a premium of Rs.15/- per share, by way of initial public offer or further public offer or debt instruments. Further, term loans were applied for the purpose for which the loans were obtained.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv) During the year, the Company has made preferential allotment of 6,50,000 equity shares of Rs.10/- each at a premium of Rs.37/-per share each during the year.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not

applicable to the Company.

- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Philip Fernandes & Co.**

Chartered Accountants

ICAI Firm Registration Number: 128122W

Philip Fernandes

Proprietor

Membership Number: 125960

Place of Signature: Ahmedabad

Date: May 29, 2019

RANJEET MECHATRONICS LIMITED
Balance Sheet as at 31st March 2019

Particulars		Note	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
I.	EQUITY AND LIABILITIES			
	1 Shareholders' funds			
	(a) Share capital	1	65,999,800	5,499,950
	(b) Reserves and surplus	2	47,359,308	20,390,774
	(c) Money received against share warrants		-	-
	2 Share application money pending allotment		-	-
	3 Non-current liabilities			
	(a) Long-term borrowings	3	34,414,935	59,552,485
	(b) Deferred tax liabilities (Net)		-	-
	(c) Other Long term liabilities		-	-
	(d) Long-term provisions	4	467,545	300,571
	4 Current liabilities			
	(a) Short-term borrowings	5	40,977,549	62,049,853
	(b) Trade payables	6	76,399,908	52,035,247
	(c) Other current liabilities	7	22,603,074	22,647,848
	(d) Short-term provisions	8	351,304	1,715,749
	TOTAL		288,573,423	224,192,477
II.	ASSETS			
	Non-current assets			
	1 (a) Property, Plant and Equipment	9	15,818,689	22,845,591
	(i) Tangible assets		15,818,689	22,845,591
	(ii) Intangible assets		-	-
	(iii) Capital work-in-progress		-	-
	(iv) Intangible assets under development		-	-
	(b) Non-current investments	10	-	250
	(c) Deferred tax assets (net)		1,087	4,764
	(d) Long-term loans and advances	11	982,322	1,491,290
	(e) Other non-current assets		-	-
	2 Current assets			
	(a) Current investments		-	-
	(b) Inventories	12	167,463,879	120,675,229
	(c) Trade receivables	13	72,341,297	51,935,205
	(d) Cash and cash equivalents	14	7,310,513	10,118,053
	(e) Short-term loans and advances	15	2,903,313	596,056
	(f) Other current assets	16	21,752,323	16,526,039
	TOTAL		288,573,423	224,192,477
	Accounting Polices	24		

Notes referred to above are integral part of financial statements
This is the Balance Sheet referred to in our report Of even date

For, Philip Fernandes & Co.
Chartered Accountants
(FRN 128122W)

Philip Fernandes
(Proprietor)
Membership No : 125960

Place : Ahmedabad
Date : 29th May, 2019

For and On Behalf of Board
Ranjeet Mechatronics Limited

Rakesh .V. Swadia Devarshi .R. Swadia
(Managing Director) (Director)
DIN: 00356657 DIN: 00356752

Ujjal Dutta Falguni Patel
(Chief Financial Officer) (Company Secretary)

RANJEET MECHATRONICS LIMITED
Statement of Profit & Loss for the year ending on 31st March 2019

Particulars		Note	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
I.	Revenue from operations	17	327,820,156	177,818,981
II.	Other income	18	5,388,352	2,549,565
III.	Total Revenue (I + II)		333,208,508	180,368,546
IV.	Expenses:			
	Cost of Work Contract Purchase	19	317,115,681	169,765,812
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	(46,788,650)	(40,270,011)
	Employee benefits expense	21	16,050,528	15,084,008
	Finance costs	22	15,435,575	13,641,600
	Depreciation and amortization expense	9	4,360,766	2,811,532
	Other expenses	23	10,907,679	5,995,247
	Total expenses		317,081,579	167,028,188
V.	Profit before exceptional and extraordinary items and tax (III-IV)		16,126,929	13,340,358
VI.	Exceptional items		-	-
VII.	Profit before extraordinary items and tax (V - VI)		16,126,929	13,340,358
VIII.	Extraordinary Items (Profit /Loss on sale on Assets/ Investment)		-	-
IX.	Profit before tax (VII- VIII)		16,126,929	13,340,358
X	Tax expense:			
	(1) Current tax		4,204,867	3,787,000
	(2) Deferred tax		3,677	546,207
	(3) Income tax of Prior Years		-	-
XI	Profit (Loss) for the period		11,918,385	9,007,151
XVI	Earnings per equity share:			
	(1) Basic		2.27	2.17
	(2) Diluted		2.27	2.17

Notes referred to above are integral part of financial statements

This Is The Statement of Profit and Loss Referred To In Our Report Of Even Date

For, Philip Fernandes & Co.
Chartered Accountants
(FRN 128122W)

For and On Behalf of Board
Ranjeet Mechatronics Limited

Philip Fernandes
(Proprietor)
Membership No : 125960

Rakesh .V. Swadia
(Managing Director)
DIN: 00356657

Devarshi .R. Swadia
(Director)
DIN: 00356752

Place : Ahmedabad
Date : 29th May, 2019

Ujjal Dutta
(Chief Financial Officer)

Falguni Patel
(Company Secretary)

RANJEET MECHATRONICS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2019

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Tax (A)	16,126,929	13,340,358
Adjustments for :		
Depreciation & Amortization	4,360,766	2,811,532
Income tax of Prior Years	-	-
Loss/(Gain) on Sale of Fixed Assets	(3,397,546)	-
Interest / Finance Charges	13,518,299	12,097,461
Interest & Dividend Earned	(195,144)	(191,253)
Sub Total (B)	14,286,375	14,717,740
Operating Profit Before Working Capital Changes (A + B)	30,413,304	28,058,098
Adjustments for Changes in Working Capital		
(Increase)/ Decrease in Investments	250	-
(Increase)/ Decrease in Inventories	(46,788,650)	(40,270,011)
(Increase)/ Decrease in Trade Receivable	(20,406,092)	36,813,464
(Increase)/ Decrease in Other Assets	(5,226,284)	(9,280,071)
(Increase)/ Decrease in Short Term Loans and advances	(2,307,257)	548,980
Increase/ (Decrease) in Trade Payables & Non current Liabilities	24,319,887	(9,027,076)
Increase/ (Decrease) Long term provision	166,974	300,571
Increase/ (Decrease) Short term provision	(1,364,445)	(5,224,827)
Sub Total (C)	(51,605,617)	(26,138,970)
Cash Generated from Operations (A + B+ C)	(21,192,313)	1,919,128
Income tax paid during the year (D)	-	-
Net Cash Generated from Operations (A + B+ C + D)	(21,192,313)	1,919,128
CASH FLOW FROM INVESTING ACTIVITIES :		
Advances)	(786,319.00)	(5,013,479)
Proceeds from Sale of Fixed Assets	6,850,000	-
(Increase) / Decrease in Loans & Advances	(3,695,899)	(2,219,996)
(Increase) / Decrease in Bank Balance not considered as cash equivalent	207,290	(2,454,231)
Interest & Dividend Received	195,144	191,253
Net Cash Generated from Investing Activities	2,770,216	(9,496,453)
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Share Capital Issued	48,550,000	-
Proceeds from Share Premium	27,000,000	-
(Net Repayment) / Proceeds from Short Term Borrowings	(21,072,304)	(922,686)
(Net Repayment) / Proceeds from Long Term Borrowing	(25,137,550)	21,635,390
Interest/ Finance Charges Paid	(13,518,299)	(12,097,461)
Net Cash Generated from Investing Activities	15,821,847	8,615,243
Net Increase in Cash and Cash Equivalents	(2,600,250)	1,037,918
Cash and Cash Equivalents at the beginning of the Year	3,362,392	2,324,474
Cash and Cash Equivalents at the end of the Year	762,142	3,362,392

Notes:

- (1) Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3: "Cash Flow Statements".
- (2) Figures in brackets denotes cash outflows
- (3) Previous year's figures have been regrouped/reclassified wherever applicable

This is the Cash Flow Statement referred to in our report of even date.

For, Philip Fernandes & Co.

Chartered Accountants
(FRN 128122W)

Philip Fernandes
(Proprietor)

Membership No : 125960

Place : Ahmedabad

Date : 29th May, 2019

For and on behalf of the Board
Ranjeet Mechatronics Limited

Rakesh .V. Swadia Devarshi .R. Swadia
(MANAGING DIRECTOR) (DIRECTOR)

DIN: 00356657

DIN: 00356752

Ujjal Dutta

(Chief Financial Officer)

Falguni Patel

(Company Secretary)

Note 1**Share capital**

Share Capital	2018-19 Amount (Rs.)		2017-18 Amount (Rs.)	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Authorised				
Equity Shares of Rs.10/- each	6,700,000	67,000,000	620,000	6,200,000
Issued				
Equity Shares of Rs.10/- each	6,599,980	65,999,800	549,995	5,499,950
Subscribed & Paid up				
Equity Shares of Rs 10/- each fully paid	6,599,980	65,999,800	549,995	5,499,950
Total	6,599,980	65,999,800	549,995	5,499,950

Note-1.1

The Company has one class of equity shares having a par value of Rs 10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their share holding.

Company has issued 3599985 equity shares of Rs.10/- each as bonus shares out of securities premium of Rs.2,52,50,018/- and surplus of Rs.1,07,49,833/-

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	2018-19 Amount (Rs.)		2017-18 Amount (Rs.)	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Shares outstanding at the beginning of the year	549,995	5,499,950	549,995	5,499,950
Shares Issued during the year	6,049,985	60,499,850	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	6,599,980	65,999,800	549,995	5,499,950

Shares in the company held by each shareholder holding more than 5 percent shares

Name of Shareholder	2018-19 Amount (Rs.)		2017-18 Amount (Rs.)	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Rakesh V Swadia	1,642,120	24.88%	230,530	41.91%
Nita R Swadia	788,680	11.95%	117,170	21.30%
Devarshi R Swadia	1,121,240	16.99%	93,810	17.06%
Manisha D Swadia	335,960	5.09%	33,990	6.18%
Rakesh V Swadia-HUF	-	0.00%	42,000	7.64%

Note 2**Reserves and surplus**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Securities Premium		
Opening balance	1,200,018	1,200,018
Add : Securities premium credited on Share issue	51,050,000	-
Less : Premium Utilised For Issuing Bonus Shares	(25,250,018)	-
	27,000,000	1,200,018
Surplus		
Opening balance	19,190,756	10,183,605
Less : Utilised For Issuing Bonus Shares	(10,749,833)	-
(+) Net Profit/(Net Loss) For the current year	11,918,385	9,007,151
	20,359,308	19,190,756
Total	47,359,308	20,390,774

Note 3**Long Term Borrowings***Refer: Note 25*

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Secured		
Term Loan		
from banks	-	-
from Non Banking Financial Institutions	12,263,353	12,908,122
Deferred payment liabilities		
Car Loan	627,368	1,069,073
sub-total	12,890,721	13,977,195
Unsecured		
(a) Term loans		
from banks	721,247	5,345,803
from Non Banking Financial Institutions	3,214,508	11,427,168
(b) Loans and advances		
from Directors	17,588,459	26,608,261
from Relative of directors	-	389,500
from Shareholders	-	1,804,558
sub-total	21,524,214	45,575,290
Total	34,414,935	59,552,485

Note 4**Long Term Provisions**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Provision for employee benefits		
Contribution to Gratuity Fund Refer: Note 31	467,545	300,571
Total	467,545	300,571

Note 5**Short Term Borrowings***Refer: Note 25*

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Secured		
(a) Loans repayable on demand		
from banks (cash credit)	40,977,549	44,449,853
from banks (Letter of	-	-
from NBFC (Overdraft)	-	17,600,000
Total	40,977,549	62,049,853

Note 6**Trade payables**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
For Goods	72,922,234	42,046,516
For Capital Goods	593,071	472,199
For Expences	2,873,983	477,089
For Service	10,620	9,039,443
Total	76,399,908	52,035,247

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Other Than Acceptances - Due to micro & small enterprises		
a) Principal	4,856,991	-
b) Interest due thereon remaining unpaid	-	-
c) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the	-	-
d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006.	-	-
e) Interest accrued and remaining unpaid	-	-
f) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small	-	-
Other Than Acceptances - due to others	71,542,917	-
Total	76,399,908	-

The Company has not received any intimation from its vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence, disclosures, if any, required under the said Act have not been made for vendors and therefore the outstandings from such parties have been included in dues other than Micro, Small and Medium Enterprises Development Act, 2006. The company is of the opinion that none of the parties identified as falling under Micro, Small and Medium Enterprises Development Act, 2006 have claimed any interest for late payment hence interest accrued on the outstanding payables have not been provided in the financial records. Above and all it has been contented by the management that the credit periods offered by the parties falling under Micro, Small and Medium Enterprises against their invoices is greater than the credit period as mentioned under the MSME Act.

Note 7

Other Current Liabilities

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
(a) Current maturities of long-term debt	16,264,036	15,831,916
(b) Current maturities of finance lease obligations	441,705	467,632
(c) Interest accrued but no due	363,458	124,416
(c) Other payables		
Provision for expenses	21,300	102,440
Statutory Liabilities	935,431	3,754,045
Advance from Customers	4,577,144	2,367,399
Total	22,603,074	22,647,848

Note 8

Short Term Provisions

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
a) Provision for employee benefits		
Salary & Reimbursements	205,943	1,605,008
Gratuity Fund payable Refer: Note 31	-	2,909
Provident Fund payable	122,829	98,405
ESIC payable	22,532	9,427
b) Income Tax Provision		
	-	-
Total	351,304	1,715,749

Note 10**Non- Current Investments**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
<i>(Unquoted Long Term Investments and fully paid up valued at Cost)</i>		
Investment in Equity Instruments (5 Shares of Democratic Co-op. Hsg. society Ltd. Of Rs.50 each, fully paid up.)	-	250
Total	-	250

Note 11**Long Term Loans and Advances**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Unsecured, considered good		
a. Security Deposits	957,900	1,402,792
b. Advance Taxes	24,422	88,498
(Net of Provisions of Rs.4204867/-) (PY Rs.-1586521/-)		
Total	982,322	1,491,290

Related Party Transaction

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-
	-	-

*Either severally or jointly

Note 12**Inventories** (as physically verified, valued and certified by the management)

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Finished goods*	167,463,879	119,268,988
Work in Progress	-	1,406,241
Total	167,463,879	120,675,229

* Comprises of fire fighting equipments & Installation of Electrical and Electronic security systems.

Note 13**Trade Receivables**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
<i>Unsecured, considered good</i>		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment	15,295,490	4,823,645
Trade receivables outstanding for a period less than six months from the date they are due for payment.	57,045,807	47,111,560
Total	72,341,297	51,935,205

Trade Receivable stated above include debts due by:

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Directors *	-	11,541,073
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-
	-	-

Note 14

Cash and cash equivalents

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
a. Balances with banks This includes:		
Bank balances	52,811	62,402
Bank deposits with more than 12 months maturity	6,548,371	6,755,661
b. Cheques, drafts on hand	-	-
c. Cash on hand	709,331	3,299,990
Total	7,310,513	10,118,053

Note 14.1 Deposits with banks are liened against facility of Letter of Credit or Bank guarantee as the case may be.

Note 15

Short-term loans and advances

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
<i>Unsecured, considered good</i>		
a. Loans and advances to related parties		
Unsecured, considered good	-	-
b. Others Advances		
Advance to Suppliers	2,824,305	547,742
Employee Advances	79,008	48,314
Total	2,903,313	596,056

Related Party Transaction

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-
	-	-

*Either severally or jointly

Note 16

Other Current Assets

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Balances with revenue authorities	9,640,005	12,119,573
Prepaid Expenses	72,914	76,949
Income receivable	158,996	268,950
Claims receivable	668,622	370,432
Withheld amount with clients	11,211,786	3,690,135
Total	21,752,323	16,526,039

Note 9

Property, Plant and Equipment

Particulars	GROSS BLOCK				DEPRECIATION / AMORTIZATION				NET BLOCK	
	As at April 1,2018	Addition during the year	Ded/Adj during the year	As at March 31,2019	Upto March 31, 2018	For the year	Ded/Adj during the year	Upto March 31, 2019	As at March 31,2019	As at March 31,2018
TANGIBLE ASSETS										
Buildings	21,244,946	250,000	7,908,437	13,586,509	8,084,587	1,154,719	4,455,983	4,783,323	8,803,186	13,160,359
Plant And Machinery	622,932	29,750	-	652,682	239,187	69,700	-	308,887	343,795	383,745
Furniture And Fittings	5,246,175	409,839	-	5,656,014	1,228,446	1,043,164	-	2,271,610	3,384,404	4,017,729
Motor Vehicles	7,820,788	-	-	7,820,788	5,430,321	746,626	-	6,176,947	1,643,841	2,390,467
Office Equipment	2,774,134	96,729	-	2,870,864	1,299,934	688,497	-	1,988,431	882,433	1,474,200
Computers And Data Processing Units	1,531,760	-	-	1,531,760	709,432	504,024	-	1,213,456	318,304	822,328
Electrical Installations And Equipment	822,146	-	-	822,146	225,384	154,036	-	379,420	442,726	596,762
Total (a)	40,062,881	786,318	7,908,437	32,940,763	17,217,291	4,360,766	4,455,983	17,122,074	15,818,689	22,845,590
Intangible Assets	-	-	-	-	-	-	-	-	-	-
Total (b)	-	-	-	-	-	-	-	-	-	-
Capital Work In Progress	-	-	-	-	-	-	-	-	-	-
Current Year Total	40,062,881	786,318	7,908,437	32,940,763	17,217,291	4,360,766	4,455,983	17,122,074	15,818,689	22,845,590
Previous Year Total	35,327,351	8,056,178	3,042,699	40,340,830	14,683,708	2,811,532	-	17,495,240	22,845,590	20,643,643

9.1 None of the assets are given on operating lease to others as at the balance sheet date.

9.2 Additions to fixed assets are net off cenvat credit availed during the year.

9.3 Four vehicles are owned by the directors of the company.

Note 17**Revenue from operations**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Work Contract Receipts	327,820,156	177,818,981
Total	327,820,156	177,818,981

Note 18**Other income**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Interest Income	195,144	191,253
Profit of Sale of Fixed Asset	3,397,546	-
Other non operating Income	1,795,662	2,358,312
Total	5,388,352	2,549,565

Note 18.1

Other non operating Income comprise of sundry balance written off Rs. 1795662/- PY Rs.23583

Note 19**Cost of Work Contract Purchase**

	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Work Contract Purchases	317,115,681	169,765,812
Total	317,115,681	169,765,812

Note 20**Changes in inventories of finished goods work-in-progress and Stock-in-Trade**

Particulars	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
<i>(Value at lower of cost and net realisable value)</i>		
Opening Stock :		
Finished Goods	119,268,988	80,405,218
Work in Progress	1,406,241	-
Total	120,675,229	80,405,218
Closing Stock :		
Finished Goods	167,463,879	119,268,988
Work in Progress	-	1,406,241
Total	167,463,879	120,675,229
Total	(46,788,650)	(40,270,011)

Note 21**Employee Benefits Expense**

	2018-19 Amount (Rs.)	2017-18 Amount (Rs.)
Salaries and incentives	14,913,674	13,937,157
Contribution to Gratuity Fund	164,065	303,480
Contribution to Provident Fund	748,158	651,482
Contribution to ESIC Fund	136,331	96,020
Staff welfare expenses	88,300	95,869
Total	16,050,528	15,084,008

Note 22**Finance costs**

Particulars	2018-19Amount (Rs.)	2017-18Amount (Rs.)
Interest expense on Term Loans and cash credit	13,518,299	12,097,461
Interest expense on statutory liabilities and others	364,198	103,367
Other borrowing costs	1,553,078	1,440,772
Total	15,435,575	13,641,600

Note 23**Other expenses**

Particulars	2018-19Amount (Rs.)	2017-18Amount (Rs.)
Electricity Expenses	242,717	273,550
Audit Fees	150,000	85,000
Travelling and conveyance	1,366,075	1,424,123
Donation	-	45,000
Insurance Expenses	253,851	153,909
Repairs & Maintenance Building and others	321,124	280,038
Legal & Professional Fees	1,596,032	986,718
IPO Expenses	4,087,305	-
Rent Expenses	1,596,534	1,437,407
Rent, rates and Taxes	444,474	60,098
Postage and Stationery	154,077	194,639
Telephone Expenses	134,895	214,699
Preliminary Expenses	-	13,500
Miscellaneous Expenses	560,595	826,566
Total	10,907,679	5,995,247

COMPANY OVERVIEW

Ranjeet Mechatronics Limited is a company incorporated on 12th August 2016 and having registered office at Block A, 4th Floor 407 "Dev Aurum" Anandnagar Cross Road, Prahladnagar Road, Ahmedabad, Gujarat 380015. Ranjeet Mechatronics Limited is one of the esteem dealer for Pumps, Valves, Motors, Engines and Fire Safety Equipment & System Integrator Across India. We Like To Introduce Ourselves As India's Fastest Growing System Integrator And Turnkey Project Contractor For Fire Protection And Detection Systems, Electronic Surveillance & Automation Solution Provider Company With Pan India Presence.

The financial statements were authorised for issue in accordance with a resolution of the Board of Directors at its meeting held on May 29, 2019.

24.1 BASIS OF ACCOUNTING:

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP). GAAP comprises of mandatory accounting standards as prescribed u/s 133 of the Companies Act, 2013 ("the Act") read with rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). Accounting policies have been consistently applied except where newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hereto in use.

24.2 USE OF ESTIMATES:

The preparation of the financial statements in conformity with Indian Generally Accepted Accounting Principles (GAAP) requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note no. 2.3. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

24.3 FIXED ASSETS:

Fixed Assets are stated at cost less accumulated depreciation. The cost is inclusive of directly attributable incidental expenditure, expenditure during construction period (including interest and depreciation) allocated to the respective fixed assets on completion of construction period and is adjusted for Cenvat / Input credit available / availed of. W.e.f. 1st April, 2013, exchange difference arising on translation/settlement of Long Term Foreign Currency Monetary Items relating to acquisition of depreciable assets are adjusted to cost of the fixed assets and depreciated over the remaining useful lives of the asset.

24.4 DEPRECIATION:

Depreciation is charged in the accounts on Fixed Assets on written down value method "WDV". Depreciation is provided based on useful life of the assets as prescribed in schedule II of The Companies Act, 2013.

Depreciation on assets added/disposed off during the year is charged on pro-rata basis with reference to the date of addition/disposal.

24.5 INVENTORIES:

Inventories of raw materials including stores, spares and consumables, packing materials, work in progress, semi-finished goods, finished goods and scrap are valued at the lower of the cost and estimated net realisable value. Cost is determined on weighted average basis.

The cost of work-in-progress, semi finished goods and finished goods include the cost of material, labour and manufacturing overheads. Net realisable values are determined by management using technical estimates.

24.6 REVENUE RECOGNITION (SALE OF SERVICES):

Revenue from sales of goods is recognised when significant risks and rewards in respect of ownership of the goods are transferred to the customers, as per the terms of the respective sales order. Sales are recorded exclusive of Sales Tax (VAT) or GST as applicable w.e.f July 01, 2017 and recoveries in the nature of octroi, freight etc. Sales are inclusive of income from services, excise duty, export incentives and exchange fluctuations on export receivables and net of trade discount.

Revenue from services is recognised as per contract terms and does not include recoveries in the nature of service tax. Estimated effort is a critical estimate to determine revenues from fixed price contracts and liability for onerous obligations. This estimate has a high inherent uncertainty as it requires consideration of progress of the contract, efforts incurred till date and efforts required to complete the remaining contract performance obligations.

Interest income is recognized on time proportion basis taking into account the amount outstanding and the applicable interest rate.

Interest income is included under the head "other income" in the statement of profit and loss.

24.7 PROVISIONS AND CONTINGENT LIABILITIES:

- i) Provisions in respect of present obligations arising out of past events are made in the accounts when reliable estimates can be made of the amount of the obligation.
- ii) Contingent liabilities are disclosed by way of a note to financial statement, after careful evaluation by the management of the facts and legal aspects of the matter involved.

24.8 BORROWING COST:

Borrowing cost that are attributable to the acquisition and construction of assets of a qualifying asset are capitalised as part of the cost of such assets until such time as the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use. All other Borrowing costs are recognised as an expense in the period in which they are incurred.

24.9 CUSTOM DUTY:

Liabilities on account of Custom Duty on imported materials in transit or in bonded warehouse are accounted only in the year in which the goods are cleared from the customs.

24.10 OPERATING LEASE:

Assets taken on lease under which all significant risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease payments made under Operating Leases are recognised as expenditure in accordance with respective Lease Agreements.

24.11 INCOME TAX:

- i) The Provision for income tax (including fringe benefit tax) is made on the basis of estimated taxable income for the current accounting year in accordance with the income Tax Act, 1961. The deferred tax for the timing differences, (which are capable of reversal in subsequent period) between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognised subject to consideration of prudence.
- ii) MAT Credit if any is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In accordance with the recommendations contained in Guidance Note issued by the ICAI, the said asset is created by way of a credit to the Profit and Loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date.

24.12 FOREIGN CURRENCY TRANSACTION / TRANSLATION:

- i) Transaction in foreign currency is initially recorded at a rate, which closely approximates the exchange rate prevailing on the date of transaction.
- ii) Year-end balances of monetary items denominated in foreign currency are translated at the year-end rates. The exchange rate difference arising there from and the settlement is recognised as income / expenditure in the respective accounts in the statement of profit and loss for the year..

24.13 INPUT GST CREDIT:

GST Input credits available, as per law, on input materials/ input services / capital goods are deducted from the respective item cost.

24.14 EMPLOYEES BENEFITS:

Gratuity

The Company provides for gratuity, a defined benefit retirement plan (as the Gratuity Plan) covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method.

The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability. Gains and losses through remeasurements of the net defined benefit liability / (asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effect of any plan amendments are recognized in net profit in the Statement of Profit and Loss.

Defined Contribution Plans

The Company makes specified monthly contributions towards Provident Fund and ESIC Fund. The Company's contribution is recognised as an expense in the Profit and Loss Statement during the period in which the employee renders the related service.

Leave encashment

Accumulated leave of employees during a period of 12 months or as the end of the financial year as the case may be is paid to employees and recognised as an expense in the Statement of Profit and loss.

24.15 RELATED PARTY TRANSACTION:

Disclosure of transactions with Related Parties, as required by "Accounting Standard 18- Related Party Disclosure" has been set out in the Notes on Accounts. Related Parties have been identified on the basis of representations made by key managerial personnel and information available with the company.

24.16 IMPAIRMENT OF ASSETS:

The Carrying amounts of tangible fixed assets are reviewed for impairment, if events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. If there are indicators of impairment, an assessment is made to determine whether the asset's carrying value exceeds its recoverable amount. Whenever the carrying value of an asset exceeds its recoverable amount, impairment is charged to the profit & loss account. Recoverable amounts are estimated for individual assets where feasible, otherwise to the relevant cash generating unit.

NOTES FORMING PART OF ACCOUNTS:

Note 25

Details of primary & co-lateral securities for secured loans consisting of Cash Credit are as under:

a) The Cash Credit is Primarily secured by hypothecation of :

- 1) Stock and Book debts and fixed deposits of the company.
- 2) The facilities are further secured by charge of following properties:
 - i) 213/214, Tulsi Shops and Association, 2nd Floor, near Krishna Complex, Mithakhali Six roads, Ahmedabad-380006 registered in the name of Rakesh Swadia
 - ii) Celler No 4,5,6 Tulsi Shop and Offices, Krishna Complex, Mithakhali Six roads, Ahmedabad-380006 in the registered name of Rakesh Swadia.
 - iii) Residential Property A/92, Naranpura, 9th Floor, Near Shanta Nagar, Near Darpan Six roads, Ahmedabad registered in the name of Rakesh Swadia and Devarshi Swadia.
 - iv) Residential Property D-807, River side Park, B/H Vasna APMC, Vasna, Ahmedabad registered in the name of Raju B Mishra
 - v) Residential Plot no.47/A at Radhe Acre, Sheela Gam, B/h Apple Woods B/h SG Highway, Sanand-382423 registered in the name of Rakesh Swadia, Mita Swadia, Manisha Swadia and Devarshi Swadia.
 - vi) Commercial office 4th floor, 407-A, Prahaladnagar Dev Aurum, Prahaladnagar Main Road, Nr. Anandnagar Cross Road, Prahaladnagar -380051 registered in the name of Rakesh Swadia, Mita Swadia, Manisha Swadia and Devarshi Swadia.
 - vii) Lien of fixed deposits of Rs.65.48 Lacs. (Previous Year Rs.67.55 lacs).
- b) The loans are further secured by personal guarantee of directors and others as named hereunder:-
 - i) Rakesh Vallabhai Swadia (Director)
 - ii) Devarshi Rakesh Swadia (Director)
 - iii) Nita Rakesh Swadia (Director)
 - iv) Manish Devarshi Swadia (Director)
 - v) Raju Mishra
- c) Vehicle Loan is secured by hypothecation of vehicle taken on lease.
- d) Term Loan from India Bulls Limited is secured by way of hypothecation of Office Premises.
- e) Terms of repayment of various secured and unsecured long term borrowings as tabulated below.
- f) Overdraft from Bajaj Finserv Limited is secured by hypothecation of residential property- Flat No 201 2nd Floor Ashvari Tower Wide Angel Cinema Theater Sattelite Ahmedabad Pin-380015

Terms of repayment of Long term borrowings					
Particulars	Sanctioned Amount	EMI	No of EMI	EMI Start date	EMI End date
BAJAJ FINANCE LTD	2,290,000	73281	36	02-07-2015	02-06-2018
BAJAJ FINANCE LTD	2,300,000	105838	36	28-02-2018	02-03-2021
DEUTSCHE BANK	5,000,000	167868	36	05-05-2017	05-04-2020
INDIABULLS HOUSING FIANCE LTD	7,829,076	101623	167	05-08-2015	05-06-2029
INDIABULLS HOUSING FIANCE LTD	6,842,667	88819	167	05-08-2015	05-06-2029
RELIGARE	1,187,048	72973	36	01-09-2015	01-08-2018
BAJAJ FINANCE LTD	3,000,000	141621	36	02-07-2016	02-06-2019
CAPITAL FIRST	3,000,000	92624	36	05-05-2017	05-04-2020
CAPITAL FIRST	2,346,000	131535	36	02-05-2018	02-04-2021
EDELWEISS	4,008,455	115665	49	05-04-2017	05-04-2021
MAGMA FINCORP LTD	2,500,000	88512	36	07-05-2017	07-04-2020
RATNAGAR BANK	2,000,000	100090	24	05-05-2018	05-05-2020
HDFC BANK LTD	2,000,000	69821	36	04-05-2017	04-04-2020
HDFC BANK LTD -FORTUNER	3,000,000	39345	60	07-11-2012	07-09-2017
HDFC BANK LTD - I20	500,000	10441	60	05-02-2017	05-01-2022
HDFC BANK LTD - SCORPIO	850,000	18110	60	05-01-2015	05-11-2019
ICICI BANK LTD	2,300,000	80404	36	10-05-2017	10-04-2020
ICICI BANK LTD - CRETA	1,000,000	20810	60	01-02-2017	01-01-2022
INDUSIND BANK LTD	2,500,000	121277	25	04-04-2018	04-05-2020
ADITYA BIRLA CAPITAL	3,000,000	178918	36	05-04-2018	05-04-2021
AVANSE FINANCIAL SERVICE	3,010,000	151000	24	10-04-2018	10-03-2020
INDIA INFOLINE FINANCE LTD	2,500,000	150359	36	03-05-2018	03-04-2021
SHRIRAM CITY UNION FIANCE LTD	2,500,000	124810	24	05-05-2017	05-04-2019
IVL Finance Limited	2,530,083	90490	24	05-05-2018	05-04-2020

Note 26**Other Money for which the company is contingently liable (As per information and explanation provided to us**

- (a) Guarantees given by the bankers on behalf of the company Rs.273.34 lacs/- (As at 31st March, 2018 Rs.249.59 la
 (b) Outstanding Letter of Credit Rs.162.20 lacs/- (As at 31st March, 2018 Rs.70.58 lacs/-)
 (c) Disputed demands in respect of Income Tax Rs.1649820/-
 (d) Other claims against company not acknowledged as debt - amount not ascertained. However the management of the company does not envisages any contingent liability in this regard.

Note 27**Commitments**

Estimated amount of contracts remaining to be executed on capital accounts (Net of Advances): Rs.Nil/-
 (As at 31st March, 2017 Rs. Nil)

Note 28

Deferred Tax:

The breakup of deferred tax assets and deferred tax liabilities into major components at the year end is as below.

Particular of Timing Difference	Liabilities		Assets	
	Rupees		Rupees	
	Current Year	Previous Year	Current Year	Previous Year
Relating to depreciation	-	-	(1,087)	(4,764)
Unpaid Statutory Liabilities	-	-	-	-
Other Expenses on payment basis (U/s 43B)	-	-	-	-
Total Deferred Tax Liability / (Assets)	-	-	(1,087)	(4,764)
Net Deferred Tax Liabilities/ (Assets)	-	-	(1,087)	(4,764)

Note 29**Earnings per share (EPS)**

The following reflects the profit and share data used in the basic and diluted EPS computations:

	Current Year	Previous Year
Total operations for the year		
Profit/(loss) after tax	11,918,385	9,007,151
Less : Dividends on convertible preference shares	-	-
Net profit/(loss) for calculation of basic EPS	11,918,385	9,007,151
Weighted average number of equity shares in calculating basic EPS	5,258,185	4,149,980
Basic and Diluted Earning per Share in rupees (Face value of Rs 10/-each)	2.27	2.17

Basic earning per share is calculated by dividing the profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

Note 30**Director Remuneration**

	Current Year	Previous Year
For Salary	5,150,000	5,820,000
For Bonus	284,886	290,884
For Leave	196,768	168,953
For Gratuity and defined benefit Plans	111,297	-

Note 31**a) Employee Benefits (Defined Benefit Plan):**

The valuation results as at 31-03-2019 are summarised in the tables given below:

The changes in the present value of defined benefit obligation representing

Particulars	Current Year	Previous Year
Net opening provision in books of accounts	303,480	123,414
Transfer in/(out) obligation	-	-
Transfer (in)/out plan assets	-	-
Employee Benefit Expense as per Annexure 2	164,065	180,066
sub total	467,545	303,480
Benefits paid by the Company	-	-
Contributions to plan assets	-	-
Closing provision in books of accounts	4,67,545	3,03,480

Bifurcation Of Liability

Particulars	Current Year	Previous Year
Current Liability	4,941	2,909
Non-Current Liability	462,604	300,571
Net Liability(Asset)	467,545	303,480

Income/Expenses Recognized during the period

Particulars	Current Year	Previous Year
Current service cost	196,937	135,464
Interest on obligation	24,320	8,912
Expected return on plan assets	-	-
Net actuarial loss/(gain)	(79,435)	35,690
Recognised Past Service Cost-Vested	22,243	-
Recognised Past Service Cost-Unvested	-	-
Loss/(gain) on curtailments and settlement	-	-
Total included in 'Employee Benefit Expense'	164,065	180,066
Total Charge to P&L	164,065	180,066

Key Assumptions

Particulars	Current Year	Previous Year
Discount Rate	7.70% p.a	7.50% p.a
Withdrawal Rates	10.00% p.a at younger ages reducing to 2.00% p.a at older ages	10.00% p.a at younger ages reducing to 2.00% p.a at older ages
Salary Growth Rate	7.00% p.a	7.00% p.a

31.(b) Amount recognised as an expense towards Defined Contribution Plan is Rs.884489/- (As at 31st March, 2018 Rs.747502/-

31.(c) Amount recognised as an expense in respect of compensated Leave Absences (Privilege Leave) is Rs.256491/- (As at 31st March, 2018 Rs.221385/-

Note 32**Auditor Remuneration**

	Current Year	Previous Year
For Statutory Audit	100,000	50,000
For Taxation Matters	50,000	50,000
For GST Advisory Services	300,000	225,000

Note 33**Disclosure of related parties related party transactions :**

Holding Companies	Nil
Fellow Subsidiaries	Nil
Associate Companies	Nil
Joint Ventures	Nil
Key Management Personnel	Rakesh V Swadia Devarshi R Swadia Ujjal Dutta Falguni Patel
Enterprise over which Key management Personnel exercise	Himgiri Engineers Shrividya Enginneers Shailja R. Swadia
Relative of the Key Management Personnel	Rakesh V. Swadia -HUF Devarshi R, Swadia -HUF Shrividya Devarshi Swadia Manisha D Swadia Nita R Swadia
(Related party relationship is as identified by the company)	

Transaction	Amount in Rs.		Amount in Rs.	
	Current Year		Previous Year	
Sales				
Himgiri Engineers	-		57,855,217	
Shrividya Enginneers	-			57,855,217
Interest Income	-		-	
Purchase				
Himgiri Engineers	1,030,412		59,720,032	
Shrividya Enginneers	3,443,778	4,474,190	4,064,427	63,784,459
Remuneration (Including Bonus and Incentives if any)				
Rakesh V Swadia	3,204,203		2,277,451	
Nita R Swadia	150,000		769,301	
Devarshi R Swadia	2,277,451		72,493	
Ujjal Dutta	663,646		-	
Falguni Patel	114,232		-	
Shailja R. Swadia	267,337		-	
Manisha D Swadia	767,229	7,444,098	6,121,536	9,240,781
Defined benefit scheme				
Rakesh V Swadia	3,287		-	
Devarshi R Swadia	108,010		-	
Manisha D Swadia	45,354		-	
Ujjal Dutta	9,645		-	
Falguni Patel	1,354		-	
Shailja R. Swadia	11,299	178,949	-	-
Rent				
Rakesh V Swadia	245,500		240,000	
Nita R Swadia	65,500		60,000	
Devarshi R Swadia	65,500		60,000	
Manisha D Swadia	65,500	442,000	60,000	420,000
Loan taken Outstanding				
Rakesh Vallabhbhai Swadia	9,167,244		9,597,890	
Devarshi Rakeshbhai Swadia	7,941,463		10,483,046	
Manishaben Devarshi Swadia	-		2,550,321	
Nitaben R. Swadia	479,753		3,977,005	
Shailja Nikul Patel (Shailja Swadia)	-		532,789	
Rakesh Vallabhbhai Swadia Huf	-		819,749	
Devarshi Rakeshbhai Swadia Huf	-		452,020	

Shrividya Devarshi Swadia	-		84,500	
Ahalya Devarshi Swadia	-	17,588,459	305,000	28,802,319
Outstanding Payables				
Rakesh V Swadia	304,202		300,552	
Nita R Swadia	-		115,680	
Devarshi R Swadia	177,451		297,310	
Ujjal Dutta	32,063			
Falguni Patel	5,082			
Shailja R. Swadia	12,938			
Manisha D Swadia	47,230		166,497	
	-	578,966	-	880,039
Trade Payable	-		-	
Himgiri Engineers	-		1,814,448	
Shrividya Enginneers	-		2,897,712	4,712,160
Trade Receivable				
Himgiri Engineers	-		11,541,073	
Shrividya Enginneers	-		-	11,541,073

Note 34

The Company is mainly engaged in projects for installation of fire fighting equipments, which is a single segment as defined by " Accounting Standard 17 – Segment Reporting". In the opinion of the management there does not exist separate reportable geographical segment.

Note 35

In the opinion of the Board, Sundry Debtors', 'Loans and Advances' and 'Other current Assets' are approximately of the value stated if realised in the ordinary course of business. Confirmation Letters have not been obtained in respect of debtors, creditors, loans taken and loans/advances given. Accordingly such balances are subject to confirmation, reconciliation and consequent adjustments, if any. In the opinion of the Board, provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

Note 36

In the opinion of the Board, all assets other than fixed assets and non current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated.

Note 37

Previous year figures have been reworked ,regrouped, rearranged and reclassified wherever necessary. Accordingly amounts and other disclosures for the preceding year are included as an integral part of the current year's financial statements and are to be read in relation to the amount and other disclosures relating to the current

Note 38

The Figures have been rounded off to the nearest rupees

Note 39

Operating Cycle

The current assets and liabilities have been reflected in the Balance Sheet as per the operating cycle confirmed by the management.

For, Philip Fernandes & Co.

Chartered Accountants

(Proprietor)
Membership No : 125960

Place : Ahmedabad
Date : 29th May, 2019

For, Ranjeet Mechatronics Limited

Rakesh .V. Swadia
(Director)
DIN: 00356657

Ujjal Dutta
(Chief Financial Officer)

Devarshi .R. Swadia
(Director)
DIN: 00356752

Falguni Patel
(Company Secretary)



Registered Office: Block A, Office No: 407, Dev Aurum, Anand Nagar Char Rasta, Prahlad Nagar Road Ahmedabad Gujarat 380015

CIN: L31100GJ1993PLC019635 **Email:** cs.compliance@ranjeet.co.in,

Tel: 079 4000 9390; **Web:** www.ranjeet.co.in

FormNo.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	L31100GJ1993PLC019635
Name of the Company	RANJEET MECHATRONICS LIMITED
Registered office	Block A, Office No: 407, Dev Aurum, Anand Nagar Char Rasta, Prahlad Nagar Road Ahmedabad Gujarat 380015
Name of the member(s)	
Registered address	
E-mail Id	
Folio No	

I/We, being the member(s) of Ranjeet

Mechatronics Limited, holding

_____ shares of the abovenamed Company, hereby appoint

1.	Name	
	Address	
	Email Id	
	Signature	

Or Failing him,

2.	Name	
	Address	
	E-mail Id	
	Signature	

Or Failing him,

3.	Name	
	Address	
	E-mail Id	
	Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Saturday on 28th September, 2019 at 11:00 A.M. at Block A, Office No: 407, Dev Aurum, Anand Nagar Char Rasta, Prahlad Nagar Road Ahmedabad Gujarat 380015 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1.	To receive and adopt Audited Financial Statements for F.Y. 2018-19 and the Reports of the Board of Directors' and Auditors' thereon.
2.	Re-appointment of Mrs. Nitaben Swadia (DIN: 00356722) as a Director of the Company who retires by rotation and being eligible, offers herself for re-appointment.
3.	Ratification of appointment of M/s Philip Fernandes & Co, Chartered Accountant as Statutory Auditors of the Company from the conclusion of this 26 th AGM to the Conclusion of 27 th AGM of the Company i.e. for a period of 1 year.

Signed this.....day of.....2019

Signature of shareholder:

Signature of Proxyholder(s):

<p>Affix Revenue Stamp</p>

Note: 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.
