RITE ZONE CHEMCON INDIA LIMITED

26th September, 2023

To,
The Manager - The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051.

Scrip Symbol: RITEZONE

Dear Sir/ Madam,

Sub: Corrigendum to the Annual Report for FY 2022-23

Ref.: Submission of Annual Report for the Financial Year 2022-23

This is in furtherance to submission of Annual Report for FY 2022-23 along with the Notice of the 8th Annual General Meeting ("AGM") to be held on Thursday, September 28, 2023 at 11.00 a.m. at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane -401107, Maharashtra, India. This is to inform you that certain inadvertent error was noticed in the Annual Report FY 2022-23 at Page no. 56, in Note No. 22 of Other Expenses wherein one line of indirect expenses was missing, due to clerical error which has now been inserted.

In view of the above, we are enclosing herewith the Annual Report of the Company for the FY 2022- 23 along with the Notice of the 8th AGM, after incorporation of the above insertion (other things remaining the same) and it is also available on the website of the Company at www.ritezone.in.

This is for your information and records.

Thanking you.

Yours Faithfully,
For Rite Zone Chemcon India Limited

ARTI BHAVESH BHANDARI
DIRECTOR
DIN: 07082084

RITE ZONE CHEMCON INDIA LIMITED
CIN :U24100MH2015PLC262574
Regd.Office: Row no.11, Beverly Park Row House CHSLtd., Kanakia Rd.,
Opp. N.G. Vikas Buldg. Beverly Park, Mira road East Thane-401107

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www.ritezone.in

2023

RITE ZONE CHEMCON INDIA LIMITED

ANNUAL REPORT

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CORPORATE INFORMATION

BOARD OF DIRECTORS

No.	Name	Designation
1	Mr. Bhavesh Babulal Bhandari	Managing Director & Chairman
2	Mrs. Arti Bhavesh Bhandari	Director
3	Mr. Siddharth Banerjee	Director
4	Ms. Nita Bhagat	Non-executive Independent Director
5	Mr. Devang Nandkishor Trivedi	Non-executive Independent Director
6	Ms. Mirali Kishorbhai Raja	Non-executive Independent Director

KEY MANAGERIAL PERSONNEL

No.	Name	Designation
1	Mrs. Arti Bhavesh Bhandari	Chief Financial Officer
2	Ms. Helly Nilesh Shah	Company Secretary

AUDIT COMMITTEE

No.	Name	Designation
1	Ms. Mirali Kishorbhai Raja	Chairperson
2	Ms. Nita Bhagat	Member
3	Mr. Bhavesh Babulal Bhandari	Member

NOMINATION & REMUNERATION COMMITTEE

No.	Name	Designation
1	Ms. Nita Bhagat	Chairperson
2	Mr. Siddharth Banerjee	Member
3	Mrs. Arti Bhavesh Bhandari	Member

STAKEHOLDER'S RELATIONSHIP COMMITTEE

No.	Name	Designation
1	Mr. Devang Nandkishor Trivedi	Chairperson
2	Mr. Siddharth Banerjee	Member
3	Mrs. Arti Bhavesh Bhandari	Member

IMPORTANT CORPORATE INFORMATION

STATUTORY AUDITOR	Kumbhat & Company Chartered Accountants
SECRETARIAL AUDITOR	Heena Jaysinghani & Company Practising Company Secretaries
REGISTRAR & SHARE TRANSFER AGENT	Skyline Financial Services Private Limited Category I Registrar to Issue & Share Transfer Agents
REGISTERED OFFICE	Row House 11, Beverly Park, Row House Chs. Ltd. Mira Road Thane – 401107
CIN	U24100MH2015PLC262574
Website	www.ritezone.in
Listed on	NSE EMERGE PLATFORM (National Stock exchange of India Limited)
8TH ANNUAL GENERAL MEETING	Day: Thursday Date: 28th September, 2023 Time: 11:00 a.m. Venue: JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road Mira Road East, Thane -401107, Maharashtra, India.

MOMENTS OF LISTING CEREMONY:

The Company came up with the Initial Public Offer (IPO) for 11,95,200 Equity Shares at issue price of INR 75/- per Equity Share with your valuable support and faith on 'Rite Zone Chemcon India Limited. The IPO was oversubscribed by 4.73 times and successfully listed on NSE Emerge Platform on November 11, 2022.





From the Desk of Chairman & Managing Director



Dear Stakeholders,

I hope this message finds you well. As the Chairman of our esteemed organization, I am delighted to address you and share some important insights regarding our journey and future plans.

First and foremost, I want to express my sincere gratitude for your continued support and trust in our company. Your commitment as stakeholders has been instrumental in our success, and I assure you that we remain fully dedicated to maximizing value for all involved.

Last one year has been very eventful for the company, wherein we got it listed on NSE Emerge platform. The listing has been very encouraging and we got good response to our Initial Public Offer and it was oversubscribed by around 4.73 times. It continues and we are writing a new chapter of growth every year, while this year may be regarded as a marvellous start to a new journey. In a domain full of volatility, indecision, intricacy and abstruseness, these triumphs are indeed commendable.

We once again thank all the subscribers and shareholders for this overwhelming success.

We are pleased to inform you that Company has been able to successfully face the challenges appropriately and register respectable growth. The growth of the Company is essentially because of faith by all stakeholders including customers, suppliers, bankers, employees and the shareholders.

As the numbers are satisfactory for the current financial year in line with our performance in the past, at the same time it gives bigger responsibility to perform equally good in the forthcoming financial years also. And we wish to ensure you that the team is ready to undertake the challenge and we expect to produce similarly impressive results in the coming years also.

With best wishes,
Bhavesh Bhandari
Chairman & Managing Director

NOTICE

Notice is hereby given that the Eighth Annual General Meeting of the members of RITE ZONE CHEMCON INDIA LIMITED will be held on Thursday, September 28, 2023 at 11.00 a.m. at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane - 401107, Maharashtra to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2023 and the Reports of Directors' and Auditors' thereon.

2. To appoint a Director in place of Mrs. Arti Bhavesh Bhandari (DIN- 07082084) who retires by rotation, and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Ms. Harshada Rupesh Patil (DIN: 10302027) as a Non-executive Independent Director of the Company:

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 Section 149, 150 and Section 161 of the Companies Act, 2013 and Companies (Appointment And Qualification of Directors) Rules, 2014 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, Ms. Harshada Rupesh Patil who was appointed as an Additional Non-Executive & Independent Director at the board meeting held on September 1, 2023, the approval of the members/shareholders of the Company be and are hereby accorded to the appointment of Ms. Harshada Rupesh Patil, having Director Identification Number: 10302027, be and is hereby appointed as an Independent Director of the Company with effect from September 1, 2023 to hold office for 5 consecutive years for a term up to August 31, 2028.

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof], Ms. Harshada Rupesh Patil be paid such sitting fees as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed by the Company from time to time.

RESOLVED FURTHER THAT Mrs. Arti Bhavesh Bhandari, Director of the Company be and is hereby authorized to complete all the necessary formalities in this respect and to file e- form DIR -12 with the Registrar of Companies, Maharashtra, Mumbai and to complete all the formalities to give effect to this resolution."

By Order of the Board of Directors
For **RITE ZONE CHEMCON INDIA LIMITED**
Sd/-
Bhavesh Bhardari
Chairman
DIN: 07082054

Place: Thane
Date: September 1, 2023

NOTES:

(a) The Statement pursuant to Section 102 of the Companies Act, 2013 (Act), in respect of the business as set out in the Notice is annexed hereto.

(b) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER**. A person can act as a proxy on behalf of members, not exceeding fifty and in the aggregate not more than 10% of the total share capital of the company, carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The proxy forms should be lodged with the Company at its Registered Office at least 48 hours before commencement of the meeting.

(c) With reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB as per SEBI (ICDR) Regulations, 2009 are exempted from e-voting provisions. Your Company is listed on the SME platform of NSE. Therefore, Company is not providing an e-voting facility to its shareholders.

(d) The requirement to place the matter relating to appointment of auditor of ratification by members at every AGM has been done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of Statutory Auditor.

(e) Members are requested to intimate all changes pertaining to their bank details, ECS mandates Nominations, Power of Attorney, Change of Address/name etc. to their Depository Participant only and not to the Company or Company's Registrar and Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and the Registrar & Transfer Agent to provide efficient service to the members.

(f) Relevant documents and registers will be available for inspection by the members at the Registered Office of the Company on the date of AGM.

(g) As per Securities and Exchange Board of India (SEBI) notification, submission of Permanent Account Number (PAN) is compulsorily required for participating in the securities market, deletion of name of deceased shareholder or /transposition of shares. Members holding shares in dematerialized mode are requested to submit PAN details to their Depository Participant whereas Members holding shares in physical form are requested to submit their PAN details to the Company's Registrar & Transfer Agent.

(h) Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit details to the Registrar & Transfer Agents of the Company, in the prescribed Form SH 13 for this purpose.

(i) The instrument 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 AGM. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution or authority as applicable.

(j) Members/Proxy holder/Authorised Representative are requested to bring duly filled Attendance Slip enclosed herewith along with their copy of the Notice to attend the Meeting.

(k) In case of joint holders attending the Meeting, the first holder as per the Register of Members of the Company will be entitled to vote.

(l) The Board of Directors has appointed Ms. Heena Jaysinghani, Company Secretary in Practice (CP No.: 20242) as Scrutinizer for conducting the voting process in a fair and transparent manner.

(m) Electronic copy of the Notice is being sent to all the Members whose email addresses 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 copy of the Notice is being sent in the permitted mode. Members may note that this Notice will also be available on the Company's website i.e. www.ritezone.in.

(n) The route map showing directions to reach the venue of the AGM is annexed and forms part of the Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013:

ITEM NO. 2

Details of the directors seeking appointment/ re-appointment, pursuant to regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2.

Particulars	Retire by rotation
Name of the Director	Mrs. Arti Bhavesh Bhandari
Director Identification Number (DIN)	07082084
Date of Birth	March 23, 1979
Nationality	Indian
Date of Appointment on Board	March 10, 2015
Qualification	She holds Bachelor's degree in Commerce from S.I.W.S.'s Swamy College of Commerce and Economics and Smt. Thirumalai College of Science affiliated with University of Mumbai and a Diploma in Personnel Management from Prin. L.N. Welingkar Institute of Management Development & Research
Shareholding in the Company	62,389
Experience	She had formally worked as project officer at Sightsavers till June, 2022. She managed the execution of the projects in Maharashtra and Gujarat. She had previously worked with Avert Society- More than 10 years of experience of monitoring, budgeting and program planning.
List of Directorship in other companies	Maruti Chemcon Limited

ITEM NO. 3

Ms. Harshada Rupesh Patil (DIN: 10302027) was appointed by the Board Resolution dated September 1, 2023 as an Additional Director (Non-Executive Independent) subject to approval of the Members.

As per the provisions of Section 161 of the Companies Act, 2013, She holds office of Additional Director only up to the date of the forthcoming Annual General Meeting of the Company, and is eligible for appointment as Director. The Company has also received consent in writing from Ms. Harshada Rupesh Patil, to act as Director in Form DIR-2 and intimation in Form DIR-8 to the effect that she is not disqualified u/s 164(2) to act as Director.

In the opinion of the Board, Ms. Harshada Rupesh Patil fulfils the conditions specified in the Companies Act, 2013 and rules made there under for her appointment as an Independent Director. She has consented to the proposed appointment and declared qualified. Ms. Harshada Rupesh Patil possesses requisite knowledge, experience and skills for the appointment of Independent Director as per required criteria under the Act and Rules and Regulations. The Board considers that the Company would be benefited by her experience and guidance. Pursuant to Section 149 of the Companies Act, 2013. Ms. Harshada Rupesh Patil shall hold office of a

Director for a period as mentioned in the accompanying resolution and shall not be liable to retire by rotation. Ms. Harshada Rupesh Patil does not hold any shares in the Company.

The Resolution seeks the approval of Members for the appointment of Ms. Harshada Rupesh Patil as an Independent Director of the Company pursuant to Section 149 and 161 and other applicable provisions of the Companies Act, 2013 and the Rules made hereunder.

No Director or Key Managerial Personnel of the Company and/ or their relatives, except Ms. Harshada Rupesh Patil in her personal capacity for whom the Resolution relates, are interested or concerned in the Resolution.

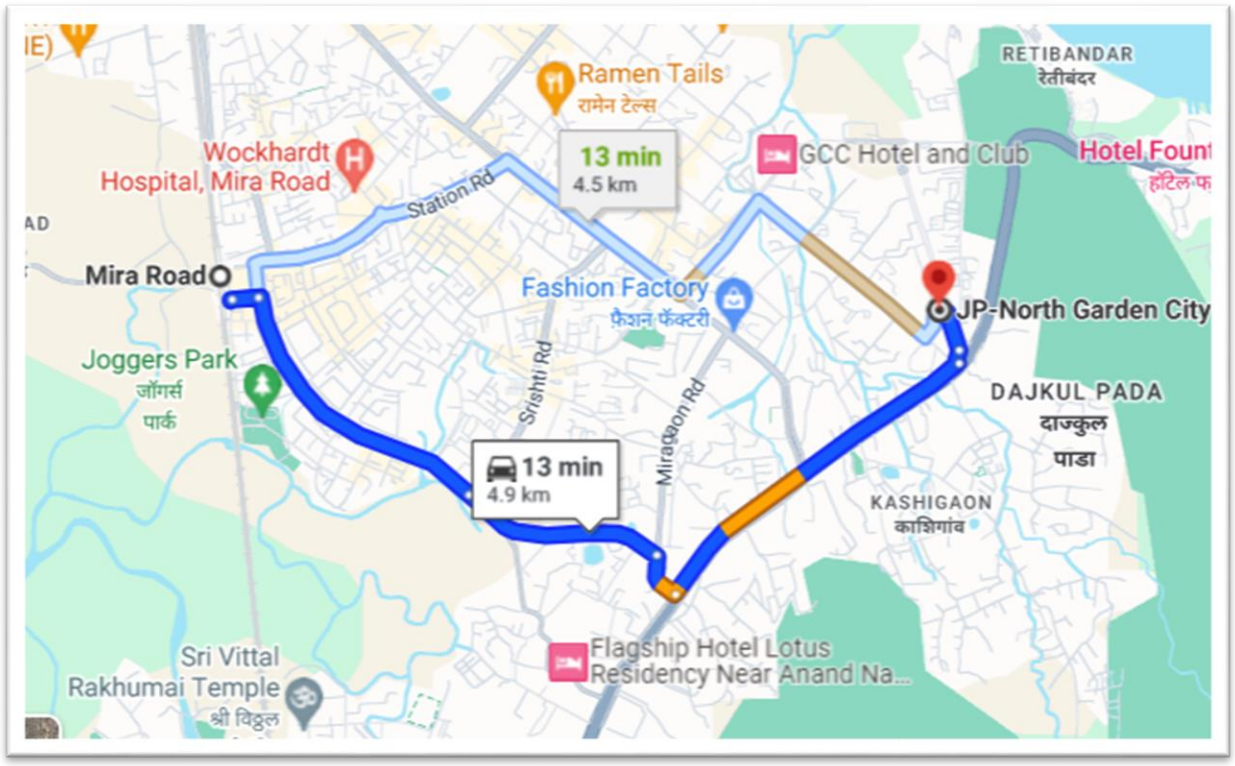
Details of the directors seeking appointment/ re-appointment, pursuant to regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2.

Particulars	Appointment of Non-Executive Independent Director
Name of the Director	Ms. Harshada Rupesh Patil
Director Identification Number (DIN)	10302027
Date of Birth	February 9, 1990
Nationality	Indian
Date of Appointment on Board	September 1, 2023
Qualification	Bachelor's degree in Commerce- Mumbai University Diploma in Computerized Accounts (in Tally software). Diploma in Tax Management (Direct & Indirect tax).
Shareholding in the Company	Nil
Experience	Overall, 10 years of work experience in the field of accounts and finance.
List of Directorship in other companies	Nil

By Order of the Board of Directors
For **RITE ZONE CHEMCON INDIA LIMITED**
Sd/-
Bhavesh Bhardari
Chairman
DIN: 07082054

Place: Thane
Date: September 1, 2022

ROUTE MAP TO THE AGM VENUE



Venue:
JP North Club House, Near Vinay Nagar
Off. Kashimira Road, Mira Bhayander Road
Mira Road East, Thane -401107
Maharashtra

ATTENDANCE SLIP

(To be presented at the entrance)

ANNUAL GENERAL MEETING ON THURSDAY, SEPTEMBER 28, 2023 AT 11.00 A.M. IST

at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane - 401107, Maharashtra.

I hereby record my presence at the Annual General Meeting of the Company held on Thursday, September 28, 2022 at 11.00 a.m. at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane - 401107, Maharashtra.

Folio No.	DP ID No.	Client ID No.	Name of the Member

Signature: _____

Name of the Proxyholder/ Authorised Representative _____

Signature: _____

1. Only Member/Proxyholder/Authorised Representative can attend the Meeting.
2. Member/Proxyholder/Authorised Representative should bring his/her copy of the Notice of the EGM for reference at the Meeting.

PROXY FORM

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

Name of the Member(s):

_____

_____

Registered address:

_____

_____

Folio No.	DP ID No.	Client ID No.	Name of the Member

I/We, being the member(s) of_____ Equity Shares of Rite Zone Chemcon India Limited, hereby appoint:

1. Name: _____
E-mail Id:_____
Address:_____
_____
_____Signature: _____ or failing him

2. Name: _____
E-mail Id: _____
Address:_____
_____
_____Signature: _____
or failing him

3. Name: _____
E-mail Id: _____
Address:_____
_____
_____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 on Thursday, September 28, 2023 at 11.00 A.M. IST at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane -401107, Maharashtra, and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolution	For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2023 and the Reports of Directors' and Auditors' thereon.		
2	To appoint a director in place of Mrs. Arti Bhavesh Bhandari (DIN-07082084) who retires by rotation, and being eligible, offers herself for re-appointment.		
Special Business			
3	Appointment of Ms. Harshada Rupesh Patil (DIN 10302027) as a Non-Executive Independent Director of the Company		

Signed this _____ day of _____2023

Affix Revenue Stamp

Signature of Shareholder _____ Signature of Proxy holder(s) _____

NOTES:

1. This Form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Row House 11, Beverly Park, Row House Chs Ltd Mira Road, Thane - 401107, Maharashtra, not less than 48 hours before the commencement of the Meeting.
2. **This is only optional. Please put a '√' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing proxy does not prevent a member from attending in person if he so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

DIRECTORS' REPORT

To
The Members,
RITE ZONE CHEMCON INDIA LIMITED

Your Directors have pleasure in presenting the Eighth Annual Report of the Company together with the Audited Financial Statement(s) of the Company for the year ended March 31, 2023.

1. **Financial Results:**

INR in lakhs

Particulars	**2022-2023**	**2021-2022**
Gross Income	**2249.19**	**565.74**
Deduction there from:		
Cost of Material consumed	1,780.69	383.30
Increase/Decrease in Stock	-8.55	-
Employee Benefit Expense	72.37	34.37
Finance Cost	10.00	10.30
Depreciation	26.35	23.24
Other Expenses	259.39	62.66
Total Expenditure	**2,140.24**	**513.88**
Profit before tax	**108.94**	**51.86**
Less:		
Prior Period Expenses	-	1.38
Current Tax	29.26	16.00
Deferred Tax	-3.35	11.51
Profit after tax	**83.02**	**22.96**
EPS	**2.37**	**1.34**

2. **Financial Performance:**
   Sales and Other Income for the year ended March 31, 2023 amounted to INR 2,249.19 Lakhs as against INR 565.74 Lakhs in the previous Financial Year. Net Profit for the year under review was INR 83.02 Lakhs as against INR 22.96 Lakhs in the previous Financial Year.

3. **Change in the Nature of Business:**
   During the year there was no change in main business activity and adopted following main business activity.

4. **Change in Share Capital:**
   There is no change in the Authorized Share Capital during the financial year 2022-23. Hence, the Authorized Share Capital of the Company is INR 4,28,00,000 (Rupees Four Crores Twenty-Eight Lakhs only) divided into 42,80,000 (Forty-Two Lakhs Eighty Thousand) Equity Shares of INR 10 each during the year 2022-23. The paid-up share capital of the Company is INR 4,23,02,700 (Rupees Four Crores Twenty-Three Lakhs Two Thousand Seven Hundred only) divided in to 42,30,270 (Forty-Two Lakhs Thirty Thousand Two Hundred Seventy) Equity Shares of INR 10 each.

5. **Dividend:**

The Directors have not recommended dividend on equity shares for the year under review.

6. Initial Public Offer of the Company:

The shares of the Company were listed on EMERGE platform of National Stock Exchange (NSE) on November 11, 2022. The Company had received approval vide letter NSE/LIST/ 1985 dated November 10, 2022 from National Stock Exchange (NSE) for the listing of 11,95,200 Equity Shares on NSE(EMERGE) platform w.e.f. November 11, 2022.

7. Subsidiary Companies and Joint Venture:

During the year, Company do not have any Subsidiary Companies or Joint Venture.

8. Directors and Key Managerial Personnel:

In accordance with the requirements of the Companies Act, 2013 and Articles of Association of the Company Mr. Bhavesh Bhandari, Director of the Company retire at the forthcoming Annual General Meeting and being eligible, offer themselves, for re-appointment as Director liable to retire by rotation.

During the year under review following officials were appointed/resigned:

Sr no.	Name of Director/KMP	Designation	Appointment/ Resignation	Date of change
1	Siddharth Banerjee	Additional Director (Non-Executive)	Appointment	11.05.2022
2	Bhavesh Bhandari	Managing Director	Appointment	02.06.2022
3	Nita Bhagat	Additional Director (Non-Executive Independent)	Appointment	02.06.2022
4	Mirali Kishorbhai Raja	Additional Director (Non-Executive Independent)	Appointment	02.06.2022
5	Devang Nandkishor Trivedi	Additional Director (Non-Executive Independent)	Appointment	02.06.2022
6	Arti Bhavesh Bhandari	Chief Financial Officer	Appointment	01.07.2022
7	Nita Bhagat	Director (Non-Executive Independent)	Change of Designation	07.06.2022
8	Mirali Kishorbhai Raja	Director (Non-Executive Independent)	Change of Designation	07.06.2022
9	Devang Nandkishor Trivedi	Director (Non-Executive Independent)	Change of Designation	07.06.2022
10	Siddharth Banerjee	Director (Non-Executive)	Change of Designation	30.09.2022

9. Number of Board Meetings:

During the year, 8 (Eight) Board Meetings were convened and held in accordance with the provisions of the Companies Act, 2013 and rules made there under and as per the Secretarial Standard I as issued by the Institute of Company Secretaries of India.

Sr. No.	Date of Board Meeting	Name of Director					
		Bhavesh Babulal Bhandari	Arti Bhavesh Bhandari	Siddharth Banerjee	Nita Bhagat	Devang Nandkishor Trivedi	Mirali Kishorbhai Raja
1.	07.03.2022	P	P	-	-	-	-
2.	11.05.2022	P	P	P	-	-	-
3.	13.05.2022	P	P	P	-	-	-
4.	02.06.2022	P	P	P	P	P	P
5.	01.07.2022	P	P	P	P	P	P
6.	08.08.2022	P	P	P	P	P	P
7.	07.11.2022	P	P	P	P	P	P
8.	20.02.2023	P	P	P	P	P	P

10. Details of Committees of the Board:

At present, the Board has following three (3) Committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee

The Composition of the Committees and relative compliances, are in line with the applicable provisions of the Companies Act, 2013 read with the Rules and Listing Regulations.

11. Policy on Directors' appointment and remuneration:

The Nomination and Remuneration Committee is entrusted with the responsibility of identifying and ascertaining the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommending their appointment for the consideration of the Board.

The Company has drawn up Nomination and Remuneration policy in line with the requirement of Section 178 of the Companies Act, 2013. The Policy *inter alia* provides that a person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position. Details of the policy are available on the Company's website www.ritezone.in.

12. Vigil Mechanism / Whistle Blower Policy:

The Company has a Vigil Mechanism cum Whistle Blower Policy ('Vigil Mechanism') in place. The Vigil Mechanism is a system for providing a tool to the employees of the Company to report violation of personnel policies of the Company, unethical behaviour, suspected or actual fraud, violation of code of conduct. The Company is committed to provide requisite safeguards for the protection of the persons who raise such concerns from reprisals or victimization.

The Policy provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Board of Directors affirm and confirm that no employee of the Company has been denied access to the Committee.

Details of the Vigil Mechanism are available on the Company's website www.ritezone.in.

13. Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace:

The Company is committed to provide a healthy environment to all employees and thus does not tolerate any sexual harassment at workplace. The Company has in place, "Policy on Prevention, Prohibition and Redressal of Sexual Harassment.'' The policy aims to provide protection to employees at the workplace and preventing and redressing complaints of sexual harassment and it covers matters connected or incidental thereto.

The Company has not received any complaint of sexual harassment during the financial year 2022-2023.

14. Adequacy of Internal Financial Controls with reference to the Financial Statements.

The Board has adopted adequate policies and procedures for ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

The Company has successfully laid down the framework and ensured its effectiveness. Rite Zone has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. Rite Zone has also well-defined processes for formulating and reviewing long term and business plans. Rite Zone will continue its efforts to align its processes and controls with best practices.

15. Annual Evaluation of Board Performance

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors in their separate meeting who also reviewed the performance of the Board as whole.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure for the performance evaluation of the Board of Directors.

The Board's functioning was evaluated on various aspects, including inter alia degree of fulfillment of key responsibilities, Board Structure and Composition, effectiveness of Board process, information and functioning.

The Directors were evaluated on aspects such as attendance and contribution at Board Meeting and guidance/support to the management outside Board/Committee Meetings. In addition, the Chairman was also evaluated on Key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement of all Board Members. Evaluation of Independent Directors was done by the Entire board.

16. Particulars of Loans, Guarantees and Investments:

Particulars of Loans & Investment as required under Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 are given in Notes forming part of Financial Statements. There is no Guarantees given during the year under review.

17. Particulars of contracts or arrangements with related parties:

The Company does have transactions with related party in terms of Section 188 of the Companies Act, 2013. Hence, the disclosure required to be provided under Section 134(3) (h) of the Companies Act, 2013, in Form AOC – 2 is applicable is furnished as **Annexure I** to this report.

The Disclosures as required under Accounting Standard – 18 (AS-18) ''Related Party Disclosures'' notified under Rule 7 of the Companies (Accounts) Rules, 2014 have been provided in the Notes forming part of the Financial Statements.

18. Declaration of Independent Directors:

The Independent Directors have submitted their disclosures/ declarations to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

19. Directors Responsibility Statement:

The Board of Directors of the Company confirms:

(I) that in the preparation of the annual accounts for the year ended 31st March, 2023 the applicable Accounting Standards have been followed.

(ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 of the profit of the Company for the year under review.

(iii) that the Directors have 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.

(iv) that the Directors have prepared the annual accounts for the year ended 31st March, 2023 on a 'going concern' basis.

(v) that the Directors have laid down internal financial control and that such internal financial control are adequate.

(vi) that the Directors have devised proper system to ensure compliance with the Provisions of all applicable laws.

20. Disclosures Relating to Remuneration of Directors, Key Managerial Personnel and Particulars of Employees:

The information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/ Employees of your Company is appended in **Annexure II** forming part of this Report.

In accordance with provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are set out in the annexure to this report. In terms of provisions of Section 136(1) of the Companies Act, 2013 this report is being sent to the members without this annexure. Members interested in obtaining copy of the annexure may write to the Company Secretary and the same will be furnished on request. The said information is available also for inspection at the registered office of the Company during working hours.

21. Extract of Annual Return:

As required pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return in form MGT 7 will be available at website of the Company at www.ritezone.in.

22. Disclosure of Particulars:

Information's as per the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo is given in **Annexure- III** forming part of this Report.

23. Corporate Governance:

Since the Company's securities are listed on EMERGE SME Platform of NSE, Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, are not applicable to the Company. Hence Corporate Governance does not form part of this Board's Report.

24. Management Discussion and Analysis Report:

A report in the form of Management Discussion and Analysis Report is annexed hereto as **Annexure IV** and forms part of this Report.

25. Auditors

a) Statutory Auditors

Pursuant to Section 139(2) of the Companies Act, 2013 read with rule 6 of Companies (Audit and Auditors) Rules, 2014, M/s. Kumbhat & Co., Chartered Accountants, were appointed for period of 5 years in previous Annual General Meeting and ratification for appointment of auditors is mentioned in notice convening the AGM.

b) Secretarial Auditor and Secretarial Audit Report

The provisions of Section 203 of Companies Act, 2013 is now applicable to Company and Company has appointed M/s. Heena Jaysinghani, Practicing Company Secretaries, to carry out Secretarial Audit for the Financial Year 2023-24.

c) Internal Auditors

The provisions of Section 138(1) of Companies Act, 2013 is now applicable to Company and Company has appointed M/s R G G V and Associates LLP, Practicing Chartered Accountants, to carry out Internal Audit for the Financial Year 2023-24.

26. Material Changes and Commitments, if any, Affecting the Financial Position of the Company:

I. The Shareholders has approved the following resolutions in Extra Ordinary General Meeting dated April 7, 2022:
- Appointment of Statutory Auditor to fill the casual vacancy

II. The Shareholders has approved the following resolutions in Extra Ordinary General Meeting dated May 18, 2022:
- Increasing Borrowing Powers of the Company
- Conversion of company from Private Limited Company to Limited Company

III. The Shareholders has approved the following resolutions in Extra Ordinary General Meeting dated June 7, 2022:
- Appointment of Independent Directors.
- Appointment of Managing Director.
- Issue and allotment of Equity Shares to Public (Initial Public Offer)

IV. Other Material changes during the year under review:
- Formed Audit, Nomination & Remuneration & Stakeholders relationship committee.
- The Company's shares were listed on National Stock Exchange of India (NSE) Emerge Platform on November 11, 2022.

27. Other Disclosures/Reporting:

Your Directors further state that during the year under review:

a) no amount is transferred to General Reserve
b) the Company has not taken any deposits from Public or Shareholders of the Company;
c) there were no significant / material orders passed by the Regulators or Courts or Tribunals impacting going concern status of your Company and its operations in future;
d) there are no qualifications, reservation or adverse remark or disclaimer made by the Statutory Auditors in their Report.
e) Personnel:
Your Company continued to enjoy warm and healthy relations with its employees at all locations. Your Directors take this opportunity to record their appreciation for the significant outstanding contribution made by the employees at all levels.

28. Website:

As per Regulation 46 of SEBI (LODR) Regulations, 2015, the Company has maintained a functional website namely www.ritezone.in containing basic information about the Company. The website of the Company is also containing information like Policies, Financial Results, Annual Reports and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company, etc.

29. Acknowledgement:

Your Directors express their deep gratitude for the co-operation and support extended to the Company by its Members, Customers, Suppliers, Bankers and various Government agencies.

For and on behalf of the Board

RITE ZONE CHEMCON INDIA LIMITED

Sd/-

Bhavesh Babulal Bhandari
Chairman & Managing Director
(DIN: 07082054)

Sd/-

Arti Bhavesh Bhandari
Director
(DIN: 07082084)

Date: September 1, 2023
Place: Thane

ANNEXURE I – RELATED PARTIES TRANSACTIONS

Form No. AOC-2

(Pursuant to *clause (h) of sub-section (3) of section 134 of the Act and* Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a) Name(s) of the related party and nature of relationship: NIL

(b) Nature of contracts/arrangements/transactions: NIL

(c) Duration of the contracts / arrangements/transactions:

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: NIL

(e) Justification for entering into such contracts or arrangements or transactions

(f) Date(s) of approval by the Board:

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: N.A.

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

(a) Name(s) of the related party and nature of relationship:

No.	Name	Relationship
1	Bhavesh Babulal Bhandari	Director
2	Arti Bhavesh Bhandari	Director

(b) Nature of contracts/arrangements/transactions:

No.	Name	Nature	INR in Lakhs
1	Bhavesh Babulal Bhandari	Remuneration	24.00
2	Arti Bhavesh Bhandari	Remuneration	18.00
3	Arti Bhavesh Bhandari	Loan from Director	2.29

(c) Duration of the contracts / arrangements/transactions: N.A.

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A.

(e) Amount paid as advances, if any: NIL

For and on behalf of the Board

RITE ZONE CHEMCON INDIA LIMITED

Sd/-

Bhavesh Babulal Bhandari
Chairman & Managing Director
(DIN: 07082054)

Sd/-

Arti Bhavesh Bhandari
Director
(DIN: 07082084)

Date: September 1, 2023
Place: Thane

ANNEXURE II – MANAGERIAL REMUNERATION

Information as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. **Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the financial year 2022-2023 is as follows:**

Name of the Director	Total Remuneration (In INR)	Ratio of remuneration of director to the Median remuneration
Bhavesh Babulal Bhandari	24,00,000	41.48:1
Arti Bhavesh Bhandari	18,00,000	31.11:1
Siddharth Banerjee	0	0
Nita Bhagat	25,000	-
Devang Nandkishor Trivedi	25,000	-
Mirali Kishorbhai Raja	25,000	-

Notes:

a) The aforesaid details are calculated on the basis of remuneration for the financial year 2022-2023.

b) The remuneration paid to Managing Director includes salary, contribution to Provident Fund, Superannuation Fund, and Perquisites etc.

c) The Non-executive Independent Directors are paid sitting fees for attending Board Meeting/ Audit Committee Meeting/ Stakeholders Relationship Committee Meeting and Remuneration Committee meeting.

2. **Details of percentage increase in the remuneration of each Director, CFO and Company Secretary in the financial year 2022-2023 are as follows:**

Name	Designation	Remuneration (in INR)		Increase (%)
		2021-2022	2022-2023	
Bhavesh Babulal Bhandari	Managing Director	0	24,00,000	100%
Arti Bhavesh Bhandari	Director	6,00,000	18,00,000	300%
Siddharth Banerjee	Director	0	0	0%
Nita Bhagat	Independent Director	0	25,000	100%
Devang Nandkishor Trivedi	Independent Director	0	25,000	100%
Mirali Kishorbhai Raja	Independent Director	0	25,000	100%
Arti Bhavesh Bhandari	CFO	0	--	0%
Helly Nilesh Shah	CS	0	2,20,000	100%

***Notes:**

a) The remuneration paid to Directors includes sitting fees paid to them for the financial year 2022-2023 for attending Board Meeting/ Audit Committee Meeting/ Stakeholders Relationship Committee Meeting.

b) The remuneration paid to Directors and as approved by the Shareholders and is within the overall limits as per the Companies Act, 2013.

c) The remuneration of the Non-Executive Independent Directors comprises of only sitting fees paid to them for attending the meetings of the Board and other committee meetings. Hence, the percentage increase of their remuneration has not been considered for the above purpose.

d) Mr. Siddharth Banerjee was appointed during on May 11, 2022. Hence his salary was paid for that period. The percentage increase/decrease cannot be calculated for the same.

e) Ms. Helly Nilesh Shah was appointed on May 2, 2022 as Company Secretary & Compliance Officer of the Company and has been withdrawing salary from that date.

f) The salary of year 2022-2023 contains figures of part of the year due to which comparison cannot be possible.

g) Mrs. Arti Bhavesh Bhandari was appointed as CFO of the Company w.e.f. July 1, 2022. She is also an Executive Director of the Company and was paid remuneration in the capacity of Director of the Company.

3. **Percentage increase in the median remuneration of all employees in the financial year 2022-2023:**

	2021-2022 (INR)	**2022-2023 (INR)**	**Increase/Decrease (%)**
Median remuneration of all employees per annum	86,858	57,857	(33.39)

4. **Number of permanent employees on the rolls of the Company as on March 31, 2023:**
Total Number of Employees on pay roll during the financial year ended March 31, 2023 is [7].

5. **Comparison of average percentage increase in salary of employees other than the key managerial personnel and the percentage increase in the Key managerial remuneration:**

Particulars	**2021-2022(INR)**	**2022-2023(INR)**	**Increase/Decrease %**
Average salary of all employees (other than Key Managerial Personnel)	1,56,766	1,44,328	(7.98)
Average salary of Managerial Personnel	0	14,73,333	100.00

6. **Affirmation:**

Pursuant to Rule 5(1) (xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration policy of the Company.

For and on behalf of the Board
RITE ZONE CHEMCON INDIA LIMITED

Sd/-
Bhavesh Babulal Bhandari
Chairman & Managing Director
(DIN: 07082054)

Sd/-
Arti Bhavesh Bhandari
Director
(DIN: 07082084)

Date: September 1, 2023
Place: Thane

ANNEXURE III - CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION

(Information pursuant to the Section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rule, 2014 and forming part of the Director's Report to the Members for the year ended March 31, 2023.

	PARTICULARS	REMARKS
	CONSERVATION OF ENERGY	The operations of your company are increasing at better speed. The company has however, taken adequate measures to conserve energy consumption. The impact of these efforts has enhanced energy efficiency. As energy cost forms a very small part of total expenses, the financial impact of these measures is not material and hence not measured.
	The steps taken or impact on Conservation of energy	
i.	Process optimization and automation	
ii.	Optimization of Electrical Equipment	
iii.	Lighting	
iv.	Other Key initiatives for Energy conservation	
	The steps taken by the Company for utilizing alternate sources of energy	
	The Capital Investment on energy conservation equipment	
	TECHNOLOGY ABSORPTION	
	The efforts made by the Company towards technology absorption	The Company has no activity relating to technology absorption.
	The benefits derived like product improvement, cost reduction, product development or import substitution	
	In case of imported technology (imported during the last three years reckoned from the beginning of the Financial year)	The Company has not imported technology during the year.
	The expenditure incurred on Research and Development	
	FOREIGN EXCHANGE EARNINGS AND OUTGO	The Company has no foreign exchange earnings or outgo during the year.

For and on behalf of the Board

RITE ZONE CHEMCON INDIA LIMITED

Sd/-

Bhavesh Babulal Bhandari
Chairman & Managing Director
(DIN: 07082054)

Sd/-

Arti Bhavesh Bhandari
Director
(DIN: 07082084)

Date: September 1, 2023
Place: Thane

ANNEXURE IV - MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of Rite Zone Chemcon India Limited presents the Management Discussion and Analysis (MD&A) of the Company for the year ended on March 31, 2023 and its outlook for the future. This outlook is based on assessment of current business environment. It may vary due to future economic and other developments both in India and Abroad.

It contains financial highlights but does not contain the complete financial statements of the Company. It should be read in conjunction with the Company's Audited Financial Statements for the year ended on March 31, 2023.

GLOBAL ECONOMY:

In FY 2022-23, the global economy continued to grapple with several macroeconomic pressures. The continued war between Russia and Ukraine, the impact of supply chain disruptions and mounting inflationary pressures affected countries globally. The sudden surge of COVID in China dampened growth prospects further, as global inflation remained high at an escalated 8.7%. The global economy demonstrated tentative signs of a soft landing in early 2023. The recent financial sector turmoil and sticky inflation have posed a risk to sustained growth. The slowdown is most pronounced in advanced economies, especially in the Eurozone and the United Kingdom. Moreover, central banks' monetary policies are expected to bear fruit, contributing to a drop in global inflation. The Emerging Markets and Developing Economies (EMDEs), including India, are powering ahead, with growth rates anticipated to witness a significant upsurge this year.

INDIAN ECONOMY:

India sustained its position as the world's fastest-growing major economy after remaining mostly insulated from the gloomy global outlook in FY 2022-23. Throughout this year, the domestic economy demonstrated remarkable resistance to global headwinds. The National Statistical Office's (NSO) second advance estimate reveals that the Indian economy is in a sweet spot and expected to clock a growth rate of 7% in FY 2023-24. Amid global uncertainty, the Indian economy continues to be resilient. In the fiscal year under review, there was a consistent rise in GST collections, electronic toll collections and the volume of E-Way bills generated. Indicators of the services sector (UPI transactions, high credit demand) also point towards sustained expansion.

Notwithstanding the fact that the post-pandemic private investment recovery is still in its nascent stage, there are early signs that suggest that India is well-positioned for a robust investment upcycle in both the manufacturing and services sectors. Overall, India's demand remains conducive to economic growth. India remains bullish about the next fiscal year on the back of its underlying and overall macroeconomic stability. However, it remains cautious about emerging geopolitical and geoeconomic concerns.

BUSINESS OVERVIEW

Incorporated in 2015, Rite Zone Chemcon India Limited is ISO 9001:2015 certified company and deal in range of construction chemicals and concrete products. We offer complete construction solution by supplying a complete range of various chemical products related to civil construction, infrastructure, building & structure including pre-construction or post construction as well supplying all types of concrete required for construction and infrastructure developments. The construction chemicals are chemical compounds used in construction works. They are used to speed up the process or add more sustainability and strength to the

structures. The addition of construction chemicals to various building materials during the construction work improves performance, workability, adds functionality, and protects the basic or customized elements of a structure.

Our range of products includes Concrete Admixture, Water Proofing Systems, Concrete Lubricator, Engineering Grouts, Industrial Flooring, Concrete Repairs, Curing Compound & Mould Release Agent, Surface Treatment, Tiling & Block Products. Our Company also deal in range of concrete products such as slump concrete, flowable concrete, self-compaction concrete (SCC), Light Weight Concrete, Stamp Concrete, Color Concrete, PQC Concrete, Early Strength Concrete, Reinforce Concrete, Shotcrete Concrete, Precast Concrete, Pile Concrete, Air Entrench Concrete, Prestressed Concrete, High Strength Concrete Etc.

SEGMENT WISE PERFORMANCE:

Your company has only one segment that is Supply of Construction Chemicals.

RISKS AND CONCERNS:

Our performance and the growth of our business are necessarily dependent on the health of the overall Indian economy. As a result, any slowdown in the Indian economy could adversely affect our business.

Our results of operations and financial conditions are affected by numerous factors including the following:

- Our reliance on third party for our business, including our products exposes us to certain risks.
- We typically do not enter into long-term agreements with majority of our customers, and an inability to continue to engage with them would have a material adverse effect on our business, results of operations and financial condition.
- The Company is dependent on few numbers of customers and suppliers for sales and purchase and loss of any of these large customer and supplier will significantly affect our revenues and profitability.
- We plan to expand into new geographies and may be exposed to significant liability and could lose some or all of our investment in such regions.
- We have incurred borrowings from commercial banks and an inability to comply with repayment and other covenants in our financing agreements could adversely affect our business and financial condition.

At Rite Zone Chemcon India Limited, risk management is an ongoing procedure that entails identifying, evaluating, and prioritising risks, as well as applying resources in a coordinated and economical way to lessen, monitor and control the likelihood and/or impact of uncertain events or to maximise the realisation of opportunities. Additionally, risk management seeks to detect and control any potential dangers that could have severe consequences. The Board of Directors oversee the Company's risk management framework.

We have been focusing on the increasing network. With large population, increasing urbanization and disposable income, the industries in which we operate provide sustainable growth on a longer-term basis. Robust growth of emerging economies provides large opportunities to the Company. We are a well-established Company in these economies and will continue to focus on the growth, new launches and increasing network strength. In other mature economies, the

market trend is changing favorably. The strategy of the company is to get higher profitability and stable cash flow generations in these markets.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The internal control system is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. They have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transaction with proper authorization and ensuring compliance of corporate policies.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Sales and Other Income for the year ended March 31, 2023 amounted to INR 2,246.45 Lakhs as against INR 493.33 Lakhs in the previous Financial Year. Net Profit for the year under review was INR 83.03 Lakhs as against INR 22.96 Lakhs in the previous Financial Year.

HUMAN RESOURCES / INDUSTRIAL RELATIONS:

Your Company has team of qualified and dedicated personnel who have contributed to the consolidation of the operations of your Company. Your Company's industrial relations continued to be harmonious during the year under review. Your Company has succeeded in attracting and retaining key professional and intends to continue to seek fresh talents to further enhance and grow our business.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, estimates, expectations or projections may constitute "forward looking statements", within the meaning of applicable laws and regulations. The current year's outlook is Management's perception at the time of drawing this report. Actual results may differ materially from those either expressed or implied in the statement. Important factors that could influence the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and international markets, changes in the Government regulations, tax laws economic developments within the country and other factors such as litigation, industrial relations and other statutes and other incidental factors.

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[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,

RITE ZONE CHEMCON INDIA LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Rite Zone Chemcon India 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 Company's 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 March 31, 2023 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

1) The Companies Act, 2013 and the Rules made thereunder;

2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

4) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (**Not applicable to the Company during the Audit Period**);

5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 **(Not applicable to the Company during the Audit Period**);

   (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, 2018;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not applicable to the Company during the Audit Period**);

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);

(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 to the Company during the Audit Period**);

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (**Not applicable to the Company during the Audit Period**); and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i. Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India (ICSI).

ii. Listing Agreements entered into by the Company with National Stock Exchange of India Ltd. (NSE Emerge) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

The Company had installed the SDD Software in January 7, 2023 and accordingly, entries were not made for the period since 11th November, 2022 (Listing date) till 31st December, 2022. Consequently, SDD compliance certificate was also not submitted with NSE emerge, for the quarter ended December, 2022.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Director. 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 was given to all Directors to schedule the Board meetings. Agenda and detailed notes on agenda were sent at least seven days in advance (except for meetings conducted at shorter notice after complying with the necessary provisions) and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board and/or Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or respective Committee of the Board, as the case may be.

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:

1. Change of main object clause of Memorandum of Association vide special resolution passed at the Extra Ordinary General Meeting held on April 7, 2022.

2. The name of Company changed from Rite Zone Chemicals India Private Limited to Rite Zone Chemcon India Private Limited vide special resolution passed at the Extra Ordinary General Meeting held on April 7, 2022.

3. The name of the Company changed from "Rite Zone Chemcon India Private Limited" to "Rite Zone Chemcon India Limited" by deleting the word "private", vide fresh certificate of incorporation consequent upon conversion from Private Company to Public Company dated June 2, 2022 issued by The Ministry of Corporate Affairs, Registrar of Companies, Maharashtra, Mumbai.

4. Alteration in Article of Association and Memorandum of Association in Extra-ordinary General Meeting held on May 18, 2022 for adoption of new set of Articles of Association and Memorandum of Association to incorporate that the name of the company altered from "RITE ZONE CHEMCON INDIA PRIVATE LIMITED" to "RITE ZONE CHEMCON INDIA LIMITED" due to conversion of company from private to public company.

5. The Company has appointed Ms. Helly Nilesh Shah as the Whole-time Company Secretary of the Company with effect from May 2, 2022 vide Board Meeting dated May 11, 2022.

6. Members consent obtained for an Initial Public Offering through a Fresh issue not exceeding 20,00,000 equity shares at such price including premium as may be decided in any mode whether fixed or through Book-Building mechanism vide Extra Ordinary General Meeting dated June 7, 2022.

   The Board made allotment of total 11,95, 200 Equity shares of the face value of Rs.10/- each at issue price of Rs.75/- each per Equity share (including a share premium of Rs.65/- per Equity Share) vide Board Meeting dated November 7, 2022.

   The Company received listing and trading approvals from National Stock Exchange of India Ltd (NSE) on October 18, 2022 and the equity shares were listed on NSE Emerge on November 11, 2022.

7. The Company has appointed Ms. Arti Bhavesh Bhandari as Chief Financial Officer (CFO) of the Company vide Board Meeting dated July 1, 2022.

We further report that:
The Compliance by the Company of the applicable financial laws, like Direct and Indirect tax Laws has not been reviewed in this Audit Since the same have been subject to the review by the Statutory Auditors and other designated professional.

We further report that no other specific event/ action having a major bearing on the company's affairs in pursuance to the laws, rules, regulations, guidelines, etc. referred to above.

For M/s **Heena Jaysinghani & Co**.
Practicing Company Secretaries
UDIN: F011432E000921704
Sd/-
Heena Jaysinghani
Company Secretaries
M.No 11432/ **CP. No**. 20242
Peer Review Cer No:2562/2022

Date: 01/09/2023
Place: Mumbai

To
The Members,
RITE ZONE CHEMCON INDIA LIMITED

The Secretarial Audit Report issued by us dated September 2, 2023, is to be read along with this letter.

1. 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.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to 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.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

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.

5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **M/s Heena Jaysinghani & Co**.
Practicing company Secretaries
UDIN: F011432E000921704
Sd/-
Heena Jaysinghani
Company Secretaries
M.No: 11432 / **CP. No**. 20242
Peer Review Cer No:2562/2022

Date: 01/09/2023
Place: Mumbai

INDEPENDENT AUDITORS' REPORT

To
the Members of
Rite Zone Chemcon India Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Rite Zone Chemcon India Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 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 31st March, 2023 and its profit and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters
Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our Report.

Information Other than the Financial Statements and Auditor's Report Thereon.

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our Auditor's Report thereon.
Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

Responsibility of Management and Those Charge with Governance for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

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 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 the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

Further to our comments in "Annexure A", as required by Section 143(3) of the Act, 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 purpose of our audit.

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

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

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts)

Rules, 2014.

e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

f) The reporting of adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable as the Company has satisfied the exemption criteria as notified by the MCA vide its notification dated 13th June, 2017.

g) 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 which would impact its financial position.

ii. The Company has not entered into any long term contracts including derivative contracts for which there were any material foreseeable losses, as required under the applicable law or Indian Accounting Standards.

iii. There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv.

(a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audits procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (i) and (ii) of Rule 11(e) contain any material misstatement.

v) The Company has not declared or paid any dividend during year and hence no compliance is required with Section 123 of the Companies Act, 2013.

For *KUMBHAT & CO.*
Chartered Accountants
Firm Regn. No. 001609S
Sd/-
Gaurang C. Unadkat
Partner
Mem.No. 131708
UDIN: 23131708BGWGXY1732

Place: Mumbai
Date: May 29, 2023

Annexure "A" to the Independent Auditor's Report

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements"of our report of even date)

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:

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

(B) The Company has maintained proper records showing full particulars of its intangible assets.

b) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management in accordance with the phased programme of verification, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to information and explanation given to us, no material discrepancies were noticed on such verification.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

d) According to the information and explanations given to us and on the basis of our examination of the record of the Company, the Company has not revalued its Property, Plant and Equipment (including right of use asset) or intangible assets or both during the year.

e) According to the Information and explanation given to us and on the basis of our examination of the records of the Company, no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988(as amended in 2016) and rules made thereunder.

(ii)

a) As explained to us, the physical verification of inventory has been conducted by the Management in accordance with the phased programme of verification which, In our opinion, is reasonable and no material discrepancies were noticed on such verification and the discrepancies noticed on physical verification for each class of inventory have been properly dealt with in the books of accounts.
b) The Company has not been sanctioned working capital limits in excess of INR 5 Crore, in aggregate, at any point of time during the year from Banks or Financial Institutions on the basis of security of Current Assets. Hence, Clause 3 (ii)(b) of the order is not applicable.

(iii)

a) According to the information and explanations given to us and on the basis of our examination of records of Company, the Company has not made any investments in or provided guarantee or security and has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership or other parties. Accordingly, Clause 3 (iii) (b), (c), (d), (e) and (f) of the Order are not applicable and hence not commented upon.

(iv) According to the information and explanations given to us, the Company has not granted any loans, made investment or provided guarantee. Hence, reporting under Clause 3(iv) of the Order is not applicable.

(v) According to the information and explanation given to us and on the basis of our examination of the records of the company, the Company has not accepted any deposits or amounts which are deemed to be deposits during the year as per the directives issued by the Reserve Bank of India and within the meaning of the provisions of section 73 to 76 and other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable. Thus, the Clause (v) of paragraph 3 of the order is not applicable to the company.

(vi) The Cost records prescribed under Section 148(1) of the Act is not applicable to the Company and hence Clause 3(vi) of the Order is not applicable.

(vii)

a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally been regular in depositing undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Goods and Services tax, Custom duty, and other statutory dues as applicable with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, Goods and Services tax, Customs Duty and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they become payable.

(b) There were no dues referred to in sub clause (a) which has not been deposited in on account of any dispute except below statutory dues:

(INR In Lakhs)

Name of Statute	**Nature of Dues**	**Amount in INR**	**Period to which the Amount Relates**	**Forum where the dispute is pending**	**Remarks, if any**
GST	GST (Tax and Interest)*	13.25	FY 2018-19	GST Commissioner	-

(viii) According to the information and explanation given to us, and on the basis of our examination of the records of the company, there are no such instances noticed where transactions are not recorded in the books of account have been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961(43 of 1961). There is no previously unrecorded income which was required to be properly recorded in the books of account during the year.

(ix) In our opinion and according to information and explanation given to us, the Company has not defaulted in repayment of its loans and borrowings to financial institutions, bank, government or dues to debentures holders.

(x) (a) The Company has raised money by way of initial public offer during the year. Accordingly, the utilisation and pending utilisation of funds raised for the purpose is given below:

(INR In Lakhs)

Objects as stated in the prospectus	**Projected Utilization of proceeds as per prospectus**	**Actual Utilization of proceeds upto 31/03/2023**	**Variations, if any, upto 31/03/2023**	**Pending utilisation till 31/03/2023**
Working Capital requirements	675.00	-	-	675.00
General Corporate Purpose	50.00	-	-	50.00
Issue Expenses	171.40	171.40	-	-
Total	**896.40**	**171.40**	**-**	**725.00**

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment of shares during the year and the Company has complied with the requirements of Section 42 and Section 62 of the Companies Act, 2013 and have utilised the fund for the purpose for which it was raised.

(xi)

(a) Based on the examination of the books and records of the Company and according to the information and explanation given to us, considering the principal of materiality outlined in the Standard on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of audit.

(b) According to the information and explanations given to us, no Report under sub-Section 12 of Section 143 of the Act has been filed by the Auditor's in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014, with the Central Government.

(c) According to the information and explanations given to us, no whistle blower complaint has been received by the Company during the year.

(xii) As the Company is not Nidhi Company, the reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv)

a. In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.

b. We have considered the internal audit reports of the company issued till date, for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the period the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi)

(a) The Company is not required to be registered u/s 45-IA of Reserve Bank of India Act, 1934. Accordingly, Clause 3(xvi) (a) and (b) of the Order are not applicable.

(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, Clause 3(xvi)(c) and (d) of the Order are not applicable.

(xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the Statutory Auditors of the Company during the year.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub Section (5) of Section 135 of the Act pursuant to any project. Accordingly, Clause 3(xx)(a) and (b) of the Order are not applicable.

For *KUMBHAT & CO.*
Chartered Accountants
Firm Regn. No. 001609S
Sd/-
Gaurang C. Unadkat
Partner
Mem.No. 131708
UDIN: 23131708BGWGXY1732

Place: Mumbai
Date: May 29, 2023

RITE ZONE CHEMCON INDIA LTD.

Balance Sheet as at March 31, 2023

(INR in Lakhs)

	Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I.	**EQUITY AND LIABILITIES**			
(1)	**Shareholders' Funds**			
	(a) Share Capital	**2**	423.03	303.51
	(b) Reserve and surplus	**3**	882.91	198.36
			1,305.93	**501.87**
(2)	**Non-current liabilities**			
	(a) Long -term borrowing	**4**	80.63	94.88
	(b) Deffered Tax Liabilities		1.40	3.14
			82.03	**98.02**
(3)	**Current Liabilities**			
	(a) Short Term Borrowings	**5**	12.87	11.36
	(b) Trade Payables	**6**		
	(i) Due to Micro & Small Enterprises		1.48	3.38
	(ii) Others		437.16	401.37
	(c) Other Current Liabilities	**7**	65.18	89.99
	(d) Short- term Provisions	**8**	14.68	17.68
			531.37	**523.78**
	TOTAL		**1,919.33**	**1,123.66**
II.	**ASSETS**			
(1)	**Non Current Assets**			
	(a) Property, Plants and Equipment			
	(i) Tangible Assets	**9**	187.01	208.89
	(b) Other Non-current Assets	**10**	11.82	0.54
			198.83	**209.42**
(2)	**Current Assets**			
	(a) Inventories	**11**	8.55	-
	(a) Trade Receivable	**12**	956.44	863.50
	(b) Cash and Cash Equivalents	**13**	357.32	36.98
	(c) Short Term Loans and Advances	**14**	11.34	8.63
	(d) Other Current Assets	**15**	386.86	5.13
			1,720.50	**914.23**
	TOTAL		**1,919.33**	**1,123.66**
	Significant Accounting Policies	**1**		
	Notes on Financial Statements	**2-33**		

As per our report of even date attached

For Kumbhat & Co.
Chartered Accountants
FRN: 001609S

Gaurang UnadkatPartner
Membership No. : 131708

Place:- Mumbai
Date:- May 29, 2023

For RITE ZONE CHEMCON INDIA LTD.

Sd/-
Bhavesh Bhandari
(Chairman & Managing Director)
DIN: 07082054

Sd/-
Siddharth Banerjee
(Director)
DIN: 09577578

Sd/-
Helly Shah
(Company Secretary)

Sd/-
Arti Bhandari
(CFO)

Place:- Thane
Date:- May 29, 2023

RITE ZONE CHEMCON INDIA LTD.

Statement of Profit and loss Account for the year ended 31st March 2023

(INR in Lakhs)

	Particulars	Note No.	For the year ended on 31st March 2023	For the year ended on 31st March 2022
I	Revenue from operation	16	2,246.45	493.33
II	Other income	17	2.74	72.40
III	**Total Revenue (I + II)**		**2,249.19**	**565.74**
IV	Expenses			
	Cost of Material consumed	18	1,780.69	383.30
	(Increase)/Decrease in Stock	19	(8.55)	-
	Employee Benefits Expenses Finance	20	72.37	34.37
	Cost	21	10.00	10.30
	Depreciation and Amortisation Cost	9	26.35	23.24
	Other expenses	22	259.39	62.66
	Total Expenses		**2,140.24**	**513.88**
V	**Profit before tax Extraordinary and** Exceptional Items (III - IV)		108.95	51.86
VI	Extraordinary Items And Tax (V- VI)			
	Prior Period Expenses			1.38
VIII	**Profit Before Tax**		108.95	50.47
VII	Tax Expenses			
	Current Tax		29.26	16.00
	Deferred Tax	**26**	(1.73)	11.51
	(2) Reversal of Excess Provision		(1.61)	
VII	**Profit (Loss) for the Year**		**83.02**	**22.96**
VIII	Earning per Equity share :			
	Basic	**25**	**2.37**	**1.34**
	Diluted		**2.37**	**1.34**
	Significant Accounting Policies	**1**		
	Notes on Financial Statements	**2-33**		

As per our report of even date attached

For Kumbhat & Co.
Chartered Accountants
FRN: 001609S

Gaurang UnadkatPartner
Membership No. : 131708

Place:- Mumbai
Date:- May 29, 2023

For RITE ZONE CHEMCON INDIA LTD.

Sd/-
Bhavesh Bhandari
(Chairman & Managing Director)
DIN: 07082054

Sd/-
Siddharth Banerjee
(Director)
DIN: 09577578

Sd/-
Helly Shah
(Company Secretary)
Place:- Thane
Date:- May 29, 2023

Sd/-
Arti Bhandari
(CFO)

Rite Zone Chemcon India Ltd.
Cash Flow Statement For the Year Ended March 31, 2023

(INR In Lakhs)

	31st March, 2023	31st March, 2022
	Amt in INR	Amt in INR
Cash flow from operating activities		
Profit/(loss) before tax	**108.95**	**50.47**
Non-cash adjustments to reconcile profit before tax to net cash flows		
Depreciation	26.35	23.24
Finance Cost	10.00	10.30
Operating profit/(loss) before working capital changes	**145.30**	**84.02**
Movements in working capital:		
Increase/(decrease) in other Long Term borrowings	(14.25)	(229.27)
Increase/(decrease) in short term borrowings	1.51	6.20
Increase/(decrease) in trade payables	33.89	129.61
Increase/(decrease) in other current liabilities	(24.81)	5.81
Increase/(decrease) in short term provision	(3.00)	17.13
Decrease/(increase) in Long Term Loans and Advances	-	-
Decrease/(increase) in Other Non-current Assets	(12.36)	-
Decrease/(increase) in Inventories	(8.55)	-
Decrease/(increase) in trade receivables	(92.94)	(350.15)
Decrease/(increase) in short-term loans and advances	(2.71)	(8.42)
Decrease/(increase) in other Current Assets	(381.73)	(0.94)
Cash generated from Operations	**(359.66)**	**(346.01)**
Direct taxes paid	(26.58)	(16.00)
Net Cash from Operating Activities (A)	**(386.24)**	**(362.01)**
Cash flows from investing activities		
Sale/(Purchase) of Fixed Assets	(4.47)	(19.01)
Net cash flow from/(used in) investing activities (B)	**(4.47)**	**(19.01)**
Cash flow from financing activities		
Acceptance / (Repayment) of Loan		
Increase in share capital	119.52	302.51
Increase in Security Premium	601.52	169.75
Bonus Shares issues	-	(60.00)
Finance Cost	(10.00)	(10.30)
Net cash flow from/(used in) financing activities (C)	**711.04**	**401.96**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	320.33	20.94
Cash and cash equivalents at the beginning of the year	36.98	16.03
Cash and cash equivalents at the end of the year	357.32	36.98
Net decrease in cash and bank balance	**320.34**	**20.94**

As per our report of even date attached

For Kumbhat & Co.
Chartered Accountants
FRN: 001609S

Gaurang UnadkatPartner
Membership No. : 131708

Place:- Mumbai
Date:- May 29, 2023

For RITE ZONE CHEMCON INDIA LTD.

Sd/-
Bhavesh Bhandari
(Chairman & Managing Director)
DIN: 07082054

Sd/-
Siddharth Banerjee
(Director)
DIN: 09577578

Sd/-
Helly Shah
(Company Secretary)
Place:- Thane
Date:- May 29, 2023

Sd/-
Arti Bhandari
(CFO)

Rite Zone Chemcon India Limited
Notes to the financial statements as at March 31, 2023

(INR in Lakhs)

Particulars	As at 31st March 2023	As at 31st March 2022
NOTE NO 2: SHARE CAPITAL		
Authorised	428.00	428.00
42,80,000 Equity Shares of Rs 10 /- each		
(42,80,000 Equity Shares of Rs 10 /- each)		
Issued Subscribed and paid up Share Capital	423.03	303.51
42,30,270 Equity Shares of Rs 10 /- each fully paid up		
(30,35,070 Equity Shares of Rs 10 /- each fully paid up)		
	423.03	**303.51**

NOTE NO 2.1: Reconciliation of No. of shares Outstanding at the beginning & at the end of the reporting period

	March 31, 2023		March 31, 2022	
	No.	INR	No.	INR
At the beginning of the year	3,035,070	303.51	10,000	1.00
Add: Fresh issue of shares under IPO	1,195,200	119.52	2,425,070	242.51
Add: Bonus Shares issued during the year	-	-	600,000	60.00
Outstanding at the end of the year	**4,230,270**	**423.03**	**3,035,070**	**303.51**

NOTE NO 2.2: The details of shareholders holding of more than 5% of the aggregate shares of the Company

	AS AT MARCH 31,2023		AS AT MARCH 31,2022	
Name of the Shareholders	**No. of Shares held**	**%**	**No. of Shares held**	**%**
Bhavesh Bhandari	1,709,788	40.42	2,009,791	66.22
Arti B. Bhandari	62,389	1.47	62,389	2.06
Brijesh Parekh	435,390	10.29	962,890	31.73
Affluence Softtech Solutions Pvt. Ltd.	300,000	7.09	-	-
Total	**2,507,567**	**59.28**	**3,035,070**	**100.00**

NOTE NO 2.3: The details of promotors holding in the Company

	AS AT MARCH 31,2023		AS AT MARCH 31,2022	
Name of the Shareholders	Shares held	%	Shares held	%
Bhavesh Bhandari	1,709,788	68.19	2,009,791	66.22
Arti B. Bhandari	62,389	2.49	62,389	2.06
Total	**1,772,177**	**70.67**	**2,072,180**	**68.27**

Terms/Rights to Equity Shares
The company has only one class of shares i.e. Equity Share
(b) All equity shares rank pari-pasu and carry equal right respect to voting and dividend. In the event of liquidation of the company the equity shares holder shall be entitiled to proportionate share of their holding in the assets remaining after distribution of all preferencial amounts

NOTE NO 3: RESERVES & SURPLUS		
Security premium	-	
Opening	169.75	169.75
Add:- on fresh issue of shares under IPO	776.88	-
Less:- IPO Expenses	(175.36)	-
Closing Balance	**771.28**	**169.75**
Profit and Loss Account		
As per last balance sheet	28.61	65.64
Add : Profit during the year	83.02	22.96
Less: Bonus shares issued	-	(60.00)
Balance at the end of the year	**111.63**	**28.61**
	882.91	**198.36**

Rite Zone Chemcon India Limited
Notes to the financial statements as at March 31, 2023

(INR in Lakhs)

Particulars	As at 31st March 2023	As at 31st March 2022
NOTE NO 4: LONG-TERM BORROWINGS		
Secured Loan		
a) Term Loan from Bank	69.24	71.24
(Secured against Row House No. 11, Beverly ParkCHS,Mira Road (E), Dist. Thane 401107)		
(Secured Loan is taken from ICICI bank at the interest rate of 7.25% p.a. and which is repayable in a period of20 years and the same has been classified as Current and Non-current based on the original tenure of the loan)		
		11.16
(b) Other term loans	7.18	
Secured by way of Hypothecation of Motor Car acquired)		
(Vehicle Loan is taken from Tata Motors Finance Limitedat the interest rate of 9.09% p.a. and which repayable in a period of 7 years the same has been classified as Current and Non-current based on the original tenure ofthe loan)	**76.42**	**82.40**
Maturity profile of secured loan are set out as below:		
Maturity Profile		
1st Year / **2nd Year** / **3rd year & onwards**		
5,99,565 / **6,60,728** / **69,80,079**		
Unsecured Loan :	2.29	3.68
From Related Parties (Refer Note No 30)	1.92	8.80
From Financial Institution	**4.21**	**12.48**
(Unsecured Loan is taken from Financial Institution and interest rate is 18% which is repayable in 6 years and the same has been classified as Current and Non- current based on the original tenure of the loan)		
	80.63	**94.88**
Maturity profile of unsecured loan are set out as below:		
Maturity Profile		
1st Year / **2nd Year** / **3rd year &**		
6,87,655 / **1,91,984** / **Nil**		

Rite Zone Chemcon India Ltd.
Notes to the financial statements as at March 31, 2023

(INR in Lakhs)

Particulars	As at 31st March 2023	As at 31st March 2022
NOTE NO 5 :- SHORT TERM BORROWINGS		
Secured Loan		
a) Term Loan from Banks (Secured against Row House No. 11, Beverly Park CHS, MiraRoad (E), Dist. Thane 401107) (Secured Loan is taken from ICICI bank at the interest rate of 7.25% p.a. and which is repayable in a period of 20 years and the same has been classified as Current and Non-current based on the original tenure of the loan)	2.01	1.87
(b) Other term loans Secured by way of Hypothecation of Motor Car acquired) (Vehicle Loan is taken from Tata Motors Finance Limited at the interest rate of 9.09% p.a. and which repayable in a period of 7 years the same has been classified as Current and Non-current based on the original tenure of the loan)	3.98	3.73
Maturity profile of secured loan are set out as below: **Maturity Profile** **1st Year 2nd Year 3rd year & onwards 5,99,565** **6,60,728 69,80,079**		
Unsecured Loan From Financial Institution (Unsecured Loan is taken from Financial Institution and interest rate is 18% which is repayable in 6 years and the same has been classified as Current and Non-current based on the original tenure of the loan)	6.88	5.75
Maturity profile of unsecured loan are set out as below: **Maturity Profile** **1st Year 2nd Year 3rd year & onwards 6,87,655** **1,91,984 Nil**		
	12.87	**11.36**

Rite Zone Chemcon India Ltd.
Notes to the financial statements as at March 31, 2023

(INR in Lakhs)

Particulars	As at 31st March 2023	As at 31st March 2022
NOTE NO 6 :- TRADE PAYABLES		
For products and Services Dues to MSME (Refer Note No 24)	1.48	3.38
Other Payables	437.16	401.37
Total	**438.64**	**404.75**

Trade Payables ageing schedule: As at 31st March, 2023

	Outstanding for following periods from due date of payment				
Particulars	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	**Total**
MSME	1.48	-	-	-	1.48
Others	437.16	-	-	-	437.16
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-

Trade Payables ageing schedule: As at 31st March, 2022

	Outstanding for following periods from due date of payment				
Particulars	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	**Total**
MSME	3.38	-	-	-	3.38
Others	336.73	24.44	3.46	36.74	401.37
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-

NOTE NO 7 :- OTHER CURRENT LIABILITIES		
Other Current Liabilities		
Audit fees payable	1.80	0.90
Advance from Customers	37.98	74.20
Statutory Dues	6.48	1.25
Professional Fees Payable	1.89	-
Salary and Wages Payable	14.74	10.75
Deposits and Advances	2.29	2.89
	65.18	**89.99**
NOTE NO 8 :- SHORT TERM PROVISIONS		
Professional Fees Payable	-	0.10
Provision for Gratuity	6.00	4.00
Provision for Income Tax (Net off Advance Tax)	8.68	13.58
Total	**14.68**	**17.68**

Rite Zone Chemcon India Ltd.
Notes to the financial statements as at March 31, 2023

NOTE NO: 9 PROPERTY, PLANT AND EQUIPMENT

(INR In Lakhs)

ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 4/1/2022	ADDITIONSDURING THE YEAR	DEDUCTIONS DURING THE YEAR	TOTAL	Accumulated Depreciation Till 31/03/2022	DEDUCTIONSDURING THE YEAR	DEPRECIATION DURING THE YEAR	TOTAL	AS AT 3/31/2023	AS AT 3/31/2022
Furniture	7.31		-	7.31	2.14		1.38	3.53	3.79	5.17
Office Equipment	10.68	3.00	-	13.68	2.44		2.35	4.79	8.89	8.24
Vehicles	22.99		-	22.99	12.21		3.50	15.71	7.27	10.78
Computers	3.47	1.47	-	4.93	2.63		1.01	3.63	1.30	0.84
Building	243.10		-	243.10	59.24		18.10	77.35	165.75	183.86
TOTAL	**287.54**	**4.47**	**-**	**292.01**	**78.66**	**-**	**26.35**	**105.01**	**187.01**	**208.89**
TOTAL AS AT 31-03-2022	**269.42**	**18.12**	**-**	**287.54**	**55.42**	**-**	**23.24**	**78.66**	**208.89**	-

Rite Zone Chemcon India Ltd.
Notes to the financial statements for the year ended 31st March 2023
(INR In Lakhs)

Particulars	As at 31st March 2023	As at 31st March 2022
NOTE NO 10 :- OTHER NON CURRENT ASSETS		
Security Deposit	11.82	0.54
	11.82	**0.54**
NOTE NO 11 :- INVENTORIES		
Stock in Hand	8.55	-
	8.55	**-**
NOTE NO 12 :- TRADE RECEIVABLES		
Unsecured, Considered Good		
Over six months form the due date	384.81	342.13
Others	571.63	521.37
Total	**956.44**	**863.50**

Trade Receivables ageing schedule as at 31 March 2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	**Total**
Undisputed trade receivables - considered good	571.63	61.62	31.15	61.69	138.64	864.74
Undisputed trade receivables - considered doubtful	-	-	-	-	-	-
Disputed trade receivables - considered good	-	1.30	2.29	-	88.12	91.70
Disputed trade receivables -considered doubtful	-	-	-	-	-	-

Trade Receivables ageing schedule as at 31 March 2022

Particulars	Outstanding for following periods from due date of payment					
	Less than 6	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	**Total**
Undisputed trade receivables -considered good	342.13	140.96	65	81	137	766.37
Undisputed trade receivables -considered doubtful	-	-	-	-	-	-
Disputed trade receivables -considered good	-	-	28.14	69.00	-	97.14
Disputed trade receivables - considered doubtful	-	-	-	-	-	-

Rite Zone Chemcon India Ltd.

Notes to the financial statements for the year ended 31st March 2023

(INR In Lakhs)

Particulars	As at 31st March 2023	As at 31st March 2022
NOTE NO 13 :- CASH AND CASH EQUIVALENT		
Cash in Hand	3.53	4.95
Balances with Banks		
Balances in Current Accounts	353.19	32.03
Deposits with Bank	0.60	-
Total	**357.32**	**36.98**
NOTE NO 14 :- SHORT TERM LOANS AND ADVANCES		
Advance tax TDS and TCS	2.68	2.69
Adv. against Gst Appeal F.Y.-18-19	0.73	0.73
Prepaid Expenses	6.44	4.30
Loan to Staff	1.48	0.90
Total	**11.34**	**8.63**
NOTE NO 15 :- Other Current Assets		
Advance given to Suppliers	386.12	3.86
TDS Receivable from	0.74	0.74
NBFCsGST Credit	-	0.53
Total	**386.86**	**5.13**

Rite Zone Chemcon India Ltd.
Notes to the financial statements for the year ended 31st March 2023

(INR In Lakhs)

Particulars	For the yearended 31st March 2023	For the yearended 31st March 2022
NOTE NO 16 :- REVENUE FROM OPERATIONS		
Sales		
- Sale of Product	2,246.45	493.33
Total	**2,246.45**	**493.33**
NOTE NO 17 :- OTHER INCOME		
Interest on Fixed	0.06	0.57
depositRent Income	1.60	1.57
Sundry balance written back	1.08	70.27
Total	**2.74**	**72.40**
NOTE NO 18 :- COST OF MATERIAL CONSUMED		
Purchases		
Opening stock of raw material	-	-
Add: Purchase	1,780.69	390.35
Less: Purchase return	-	7.05
Less: Closing stock of raw material	-	-
Total	**1,780.69**	**383.30**
NOTE NO 19 :- INCREASE/(DECREASE) IN STOCK		
Closing stock	8.55	-
Opening Stock	-	-
Total	**(8.55)**	**-**
NOTE NO 20 :- EMPLOYEE BENEFITS EXPENSES		
Salary	26.64	23.79
Bonus Exp	0.24	0.46
Directors Remuneration	42.00	6.00
Staff Welfare and Conveyance	1.49	0.13
Gratuity Expenses	2.00	4.00
	72.37	**34.37**
NOTE NO 21 :- FINANCE COST		
Interest on Loan	8.64	9.97
Processing Charges Loan	1.18	0.33
Bank Charges	0.18	0.00
	10.00	**10.30**

Rite Zone Chemcon India Ltd.

Notes to the financial statements for the year ended 31st March 2023

(INR In Lakhs)

Particulars	For the yearended 31st March 2023	For the yearended 31st March 2022
NOTE NO 22 :- OTHER EXPENSE		
Direct Expenses		
Transport Charges	52.64	23.38
Drum Washing Charges	5.44	4.08
Material handling Charges	0.73	18.56
Indirect Expenses		
Advertisement Expenses	0.41	-
Audit Fees	2.00	1.00
Bad debts	25.03	-
Brokerage Charges	126.96	-
Business Promotion Expenses	3.54	0.81
Director Sitting Fees	0.75	-
Diwali Expenses	2.35	1.11
Electricity Expense	0.72	0.25
Insurance Charges	1.84	0.23
Internet Charges	0.29	0.13
Rent, Rates and Taxes	4.26	3.88
Miscellaneous Expenses	4.53	0.63
Office Expense	1.88	0.88
Fuel Expense	1.17	1.54
Printing & Stationery	0.30	0.20
Professional Fees	5.71	2.08
Repairs & Maintenance	3.43	1.39
Society and Maintenance	11.23	0.24
Telephone Expenses	0.14	0.06
Tours & Travellling Expenses	4.02	2.10
Testing Lab Expenses	-	0.12
	259.39	**62.66**

Schedules Forming part of Balances Sheet as at 31st March, 2023

Note 1: Corporate Information:

The Company was incorporated on March 10, 2015. The Company is engaged in the business of trading of variety of diverse chemical products linked to civil construction, pre/post-construction buildings/structures and Infrastructure.

Places of Business:

The place of business of the company is at Row House 11, Beverly Park, Row House Chs Ltd, Mira Road E, Thane, Maharashtra, 401107.

Note 2: Significant Accounting Policies:

The significant accounting policies followed by the company are stated as below:

i. Basis of preparation of financial statements

The Company is a Small and Medium Sized Company as defined in the General Instructions in respect of Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company."

Pursuant to the provisions of section 2(40) of the Companies Act, 2013, the Company has presented a cash flow statement.

Accounting policies not specifically referred to otherwise are in consonance with generally accepted accounting principles followed by the Company.

ii. Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and differences between actual results and estimates are recognised in the periods in which the results are known / materialise.

iii. Property, Plant and Equipments and Depreciation

Fixed assets are stated at Cost less Depreciation. Cost comprises of Purchase price and any attributable cost of bringing the assets to working condition for its intended use.

Depreciation on all assets is charged proportionately from the date of acquisition / installation on written down value basis at rates prescribed in Schedule III of the Companies Act, 2013.

iv. Impairment of Assets:-

An asset is considered as impaired in accordance with Accounting Standard 28 on Impairment of Assets when at the balance sheet date there are indications of impairment and the carrying amount of the asset, or where applicable the cash generating unit to which the asset belongs, exceeds its recoverable amount (i.e. the higher of the asset's net selling price and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the Statement of Profit and Loss.

v. Investments

Investments are Long-term, unless stated otherwise and are stated at cost except where there is diminution in value other than temporary, in which case a provision is made to the carrying value to recognize the diminution.

vi. Revenue recognition:

Revenue on such trading of chemicals is accounted on proportionate basis for the period of such contracts entered into by the company.

vii. Inventories

Inventories are valued at the lower of Cost (Generally determined on FIFO Basis) and Net Realizable Value. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.

viii. Employee Benefits

Defined Contribution Plan

As the Company is having staff strength lesser than prescribed limit under the Act, the mandatory compliance pertaining to Employees Provident Act, 1952 and Employees State Insurance Act are not applicable and hence Company and the employees of the Company has not made any contribute in it.

Defined Benefit Plan

Compensated Absences:

The Company does not allow any accumulation of leave and employees are allowed to encash the leave before 31st March of every year.

Contribution to gratuity fund is defined benefit obligation and is provided for on basis of Fifteen days divided by Twenty Six days multiplied by number of years of services completed by the employees.

ix. Foreign Currency Transactions

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of transaction. Foreign Currency denominated assets and liabilities at the balance sheet date is translated at the exchange rate prevailing on the date of balance sheet.

x. Earnings Per Share

Basic earning per share is computed by dividing the net profit after tax attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earning per share is computed by dividing the net profit after tax attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, if any.

xi. Accounting For Taxes on Income

Tax expense comprises of current and deferred tax. Provision for current tax is made, based on the tax payable under the Income-tax Act, 1961. Deferred tax assets and liabilities from timing differences between taxable income and accounting income is accounted for using the tax rates and the tax laws enacted or substantially enacted as on the balance sheet date.

xii. Borrowing Cost

Borrowing costs include interest, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan.

Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities related to construction/development of the qualifying
asset upto the date of capitalization of the asset is added to the cost of assets.

Capitalization of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying asset is interrupted.

xiii. Current and Non Current Classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set-out in the Act. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

xiv. Provision's, Contingent Liabilities and Contingent Assets

The Company recognizes as provisions, the liabilities being present obligation arising out of past events, the settlement of which is expected to result in an outflow of resources which can be measure only by using a substantial degree of estimation.

Contingent liabilities are disclosed by way of notes to the financial statements after careful evaluation by the management of the facts and the legal aspects of the matter involved.

Contingent assets are neither recognized nor disclosed.

xv. Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard 3 on Cash Flow Statements and presents the cash flows by operating, investing and financing activities of the Company.

Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand and unencumbered bank balances

23. There is no capital commitment outstanding at the end of current and previous year.

Contingent liabilities not provided for as on 31st March, 2023:

- Disputed GST matters – INR 13.25 lakhs

  Appeal filed with GST department against the GST demand. Also, advance payment made against the GST Appeal of INR 0.73 lakhs.

24. Dues to Micro & Small Enterprises:

(INR In Lakhs)

Particulars	**For the year ended March 31,2023**	**For the year ended March 31,2022**
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year - Principal amount due to micro and small enterprises	1.48	3.38
The amounts of payments made to micro and small suppliers beyond the appointed day during each accounting year.		

On the basis of information and records available with the company, the above disclosures are made in respect of amounts due to the micro and small enterprises, who have registered with the relevant competent authorities.

25. Earnings per share:

The calculations of earnings per share (basic and diluted) are based on the earnings and number of shares as computed below:

(INR In Lakhs)

	For the year ended March 31,2023	For the year ended March 31,2022
Profit/(Loss) after Tax	83.03	22.96
Weighted no. of equity shares		
- Basic	35,03,326	17,10,671
- Diluted	35,03,326	17,10,671
Earnings per share		
- Basic	2.37	1.34
- Diluted	2.37	1.34

26. Deferred tax is on account of following: (INR in lakhs)

	As on March 31, 2022	(Charge)/Credit during the year	As at March 31,2023
Depreciation	(4.14)	1.23	(2.91)
Provision for Gratuity	1.01	0.50	1.51
Net Deferred Tax	**(3.14)**	**1.74**	**(1.40)**

27. Value of Material Imported and indigenous:

(INR In Lakhs)

Description	Current Year		Previous Year	
	%	Value in INR	%	Value in INR
i) Goods				-
-Imported	-	Nil	-	Nil
-Indigenous	100%	INR 1780.69	100%	INR 383.30

28. Expenditure in foreign currency: Nil (Nil/- in FY 22-23)
29. Earnings in Foreign Currency INR /- NIL
30. Related party Disclosers as required by AS 18 of the Institute of Chartered Accountants of India is as follows:

A) Related Parties and Relationship

i. Directors of the Company

i. Bhavesh Babulal Bhandari
ii. Arti Bhavesh Bhandari
iii. Siddharth Banerjee
iv. Helly Nilesh Shah
v. Nita Bhagat (Non Executive Independent Director)
vi. Devang Trivedi (Non Executive Independent Director)
vii. Mirali Raja (Non Executive Independent Director)

ii. Key Management Personnel:

i. Bhavesh Babulal Bhandari -Managing Director
ii. Arti Bhavesh Bhandari – Chief Financial Officer
iii. Helly Nilesh Shah – Company Secretary

iii. Relatives of the Director/s – Arti Bhavesh Bhandari – Wife of Bhavesh Babulal Bhandari

iv. Enterprise over which Directors is having significant influence

v. Transactions with Related Parties during the period (Amount in Lakhs)

	For the year ended March 31,2023	For the year ended March 31,2022
Company and Firm in which Directors and their relatives are Directors or Partners:		
i) Salary Paid		
a) Bhavesh Babulal Bhandari	24.00	6.00
b) Arti Bhavesh Bhandari	18.00	-
ii) O/s Loan from Directors		
a) Bhavesh Babulal Bhandari	-	0.64
b) Arti Bhavesh Bhandari	2.29	2.29
iii) O/s. Trade Advance	-	-

31. Ratios analysis:

	Particulars	Formula for Computation	Measures (in times / percentage)	For the Year Ended 31 Mar 2023	For the Year Ended 31 Mar 2022
A	Current Ratio	Current assets / Current liabilities	Times	3.24	1.75
B	Debt Equity Ratio	Debt / Net worth	Times	0.07	0.21
C	Debt Service Coverage Ratio	EBITDAE / (Finance costs + Principal repayment of long term borrowings within one year)	Times	6.35	3.94
D	Return on Equity	Profit after tax / Net worth	Percentage	6.36%	4.58%
E	Inventory Turnover Ratio	Cost of goods sold / Average inventory	Times	208.17	-
F	Trade Receivable Turnover Ratio	[Revenue from Sales of products (including excise duty) + Sales of services] / Average gross trade receivables	Times	2.47	0.76

G	Trade Payable Turnover Ratio	Purchases / Average trade payables	Times	4.22	1.18
H	Net Capital Turnover Ratio	Revenue from operations / working capital	Times	1.89	1.26
I	Net Profit Ratio	Profit after tax / Revenue from operations	Percentage	3.70%	4.65%
J	Return on Capital Employed (ROCE)	EBIT / Capital employed	Percentage	10%	15%
K	Return on Investment (ROI)	Not Applicable	Percentage		

32. The company came with an Initial Public Offer of equity shares on 31st October, 2022 and closed on 2nd November, 2022. The initial public offer ("IPO") was for 11,95,200 equity shares of face value of INR 10 each at premium of INR 65 per share aggregating to INR 896.40 lakhs. The shares of the company were listed on the National Stock Exchange of India Limited, Emerge Platform on November 11, 2022.

The details of utilization of IPO Proceeds are as per the table set forth below:

S. No.	Particulars	Planned as per Prospectus (INR In Lakhs)	Utilised (INR In Lakhs)	Pending to be utilised (INR In Lakhs)
1	Working Capital Requirements	675.00	-	675.00
2	General Corporate Purpose	50.00	-	50.00
3	Issue expenses	171.40	171.40	-
	Total Proceeds from the Issue	**896.40**	**171.40**	**725.00**

33. Previous Year's figures have been regrouped /reclassified to conform to the current year's presentation, wherever necessary.

For Kumbhat & Co.
Chartered Accountants
Firm Reg. No. : 001609S

Sd/-

Gaurang C. Unadkat

Partner
Membership No. 131708

Place: Mumbai
Date: May 29, 2023

For Rite Zone Chemcon India Limited

Sd/-
Bhavesh Bhandari
Chairman & Managing Director
DIN: 07082054

Sd/-
Helly Nilesh Shah
Company Secretary

Sd/-
Siddharth Banerjee
Director

DIN: 09577578

Sd/-
Arti B. Bhandari
CFO

CFO CERTIFICATION

To,
The Board of Directors
RITE ZONE CHEMCON INDIA LIMITED

I, the undersigned, in my capacities as Chief Financial Officer of RITE ZONE CHEMCON INDIA LIMITED ('the Company'), to the best of my knowledge and belief certify that

A. I have reviewed financial statements and the cash flow statement for the Financial Year ended March 31, 2023 and that to the best of my knowledge and belief, I state that:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. I further state that to the best of my knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

C. I am responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. I have indicated, based on our evaluation, to the auditors and the Audit committee:

(1) significant changes, if any, in internal control over financial reporting during the year;

(2) significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For RITE ZONE CHEMCON INDIA LIMITED
Sd/-
ARTI BHAVESH BHANDARI
Chief Financial Officer
Date: September 1, 2023
Place: Thane

RITE ZONE CHEMCON INDIA LIMITED

Registered Office:

Row no.11, Beverly Park Row House CHS Ltd., Kanakia Road, Opp. N.G. Vikas Building, Beverly Park, Mira Road East, Thane-401107.

Corporate Office:

T2, JP Imperia Shop No.313, Near Arch Garden, Vinay Nagar, Mira Road, East, Thane-401107.

www.ritezone.in

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