MINUTES OF THE FOURTEENTH (14TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF R M DRIP AND SPRINKLERS SYSTEMS LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY AT GAT NO. 475, VILLAGE GONDE, TALUKA SINNAR, NASHIK-422103, MAHARASHTRA, INDIA ON MONDAY, 03RD SEPTEMBER, 2018 WHICH COMMENCED AT 12.15 P.M. AND CONCLUDED AT 01.30 P.M.

DIRECTORS PRESENT

1. Mr. Vijaykumar Hanmant Kshirsagar - Chairman & Whole-Time Director
2. Mr. Shyam Sundar Dash - Managing Director
3. Mr. Nivrutti Pandurang Kedar - Non-Executive Director
4. Mr. Arjun Ramji Makani - Non-Executive Director

MEMBERS / PROXIES

As per list Attached to these minutes.

CHAIRMAN

Mr. Vijaykumar Hanmant Kshirsagar, Chairman of the meeting, took the Chair. The Chairman extended a warm and healthy welcome to shareholders present at the Annual General Meeting of the Company.

The Chairman after confirming that the requisite quorum was present called the meeting to order.

NOTICE OF AGM:

The Chairman stated that with the permission of the members present, the Notice of the meeting with the explanatory statement annexed thereto, which has been already circulated to them, may be taken as read. The members consented to it and Notice convening the **Fourteenth (14th) Annual General Meeting** was taken as read.

CHAIRMAN'S SPEECH:

The Chairman addressed the members and briefed them about the performance of the Company during the last Financial Year. He further brought to the notice of the members the achievements made by the Company during that period.

The chairman of the company informed the meeting about the absence of Company Secretary AND compliance officer to the meeting due to Maternity leave.

AUDITOR'S REPORT:

The Chairman then requested to the Chief Financial Officer of the company to read the Statutory Auditor's Report and the comments of the Statutory Auditor on the Annual Accounts. The Statutory Auditor's Report and the comments of Statutory Auditor were then read out by the Chief Financial Officer.

AGENDA:

The Meeting then took up for consideration the items on the Agenda:

ORDINARY BUSINESS:

Item No. 1: Adoption of Accounts

The Chairman, Mr. Vijaykumar Hanmant Kshirsagar proposed the following resolution as on ordinary resolution.

This was seconded by Mr. Nivrutti Pandurang Kedar.

"**RESOLVED THAT**, the Audited Balance Sheet as at 31st March, 2018 and the statement of Profit and Loss for the year ended 31st March, 2018 and the Directors' Report and the Auditor's Report thereon be and are hereby received and adopted."

The Chairman then invited, from the members, any clarification on the annual accounts of the Company. Thereafter several members participated in discussion and put forth their queries. The Chairman replied suitably to the questions being asked.

The Chairman put the motion to vote on a show of hands and declared the same passed with requisite majority.

Item No. 2: Appointment of Retiring Director

Item No. 2 of the notice took up for consideration regarding appointment of Mr. Nivrutti Pandurang Kedar (DIN: 06980548), Director of the Company, retiring by rotation and eligible for reappointment and requested the members to propose and second the following resolution as an Ordinary Resolution:

"**RESOLVED THAT**, Mr. Nivrutti Pandurang Kedar (DIN: 06980548), Director of the Company who retires by rotation and being eligible for appointment be and is hereby reappointed as Whole Time Director of the Company."

Mr Shayamsundar Das has proposed the above resolution which was seconded by Mr. Arjun Ramji Makani.

The Resolution then put to vote and on show of hands declared the Resolution was passed with requisite majority.

Item No. 3: Ratification of appointment of Statutory Auditor

The Chairman then took up for consideration Item No. 3 of the Notice Regarding ratification of appointment of M/s. Milind M. Kulkarni and Associates, Chartered Accountants, Nashik (FRN: 126975W) as the Statutory Auditors of the Company and requested the members to propose and second the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force),the Company hereby ratifies the appointment of M/s. Milind M. Kulkarni and Associates, Chartered Accountants, Nashik (FRN: 126975W) as the Statutory Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting at such remuneration as applicable and reimbursement of out-of-pocket expenses in connection with the audit as the Board of Directors may fix in this behalf."

Mr. Nivrutti Pandurang Kedar proposed the above resolution which was seconded by Mr. Arjun Ramji Makani.

The Chairman put the motion to vote on a show of hands and declared the same passed by requisite majority.

VOTE OF THANKS

With all the items of the agenda being transacted, the Chairman thanked the members for making it convenient to attend the Annual General Meeting and also thanked them for their active participation in the Annual General Meeting.

As there being no other business to transact, thereafter, the Chairman declared the meeting as concluded.

Place: Sinnar
Date: 03/09/2018

Vijaykumar Hanmant Kshirsagar
Chairman & Whole-Time Director