

RRP SEMICONDUCTOR LIMITED

(FORMERLY KNOWN AS G D TRADING AND AGENCIES LIMITED)

(CIN: L46521MH1980PLC022672)

11-07-2024

To,
Department of Corporate Relations,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

BSE CODE: 504346

SUBJECT: BOARD MEETING OUTCOME

Dear Sir/Madam,

In pursuant to Regulation 30 and 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that Board Meeting of the Company was held today i.e. on Thursday July 11th, 2024 at 05.00 p.m. at the registered office of the Company, the Board has considered and approved the following:

1. The Board accepted the Resignation of Mr. Avinash R Tiwari (DIN: 05336563) as Director (Non-Executive Independent) of the Company;

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith **Annexure - 1**.

2. Un-Audited Standalone Financial Results of the Company for the quarter ended June 30, 2024 and Limited Review Report thereon;
3. Appointment of Mrs. Sumita Mishra (DIN: 00207928) as an Additional Director designated as Managing Director.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 read with circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-II**.

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4. Appointed Ms. Sejal Nilesh Patel as Chief Financial Officer.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 read with circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-III**.

5. Reconstitution/ composition of board as per provision of SEBI(LODR), Regulations, 2015;

Audit Committee:

1. Nitin Arvind Oza - Chairman
2. Sanghamitra Sarangi – Member
3. Sumita Mishra – Member

Nomination and Remuneration Committee:

1. Sanghamitra Sarangi – Chairman
2. Nitin Arvind Oza - Member
3. Sejal Dattaram Yerapale – Member

Stakeholder Relationship Committee:

1. Nitin Arvind Oza - Chairman
2. Sejal Dattaram Yerapale – Member
3. Sumita Mishra – Member

Corporate Social Responsibility Committee:

1. Nitin Arvind Oza - Chairman
2. Sejal Dattaram Yerapale – Member
3. Ramesh Chadra Mishra – Member

6. Approved the Board Report and other annexure, Management Discussion and Analysis of the company for the Financial year 2023-24.

7. Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule 10(1) of the Companies (Management and Administration) Rules 2014 and as per Regulations 42 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Register of Beneficial Owners / Register of Members and share Transfer Books of the Company will remain closed from Thursday, 22 August, 2024 to Wednesday, 28 August, 2024 (both days inclusive) and Company has fixed Wednesday, 21 August, 2024 as the “Cut-off Date” for the purpose of determining the Members eligible to vote on the

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resolutions set out in the Notice of the Annual General Meeting and to attend the Annual General Meeting ;

8. Decided to provide the e-voting facility to the shareholders of the company for the ensuing 44th Annual General Meeting and for this Bigshare Services Pvt Ltd has been appointed to provide remote e-voting and Voting at the Annual general Meeting (AGM) facility to the shareholders of the Company for the ensuing 44th Annual General Meeting ;
9. Appointed CS Amarendra Mohapatra, Practicing Company Secretary (Membership No. ACS 26257 CP No. 14901) from M/s Amarendra Mohapatra & Associates as a Scrutinizer to Scrutinize the e-voting and submit their report as prescribed under Companies Act, 2013.;
10. Approved the Notice of the 44th Annual General Meeting ("AGM") of the Company, which is scheduled to be held on **Wednesday, 28TH August 2024 at 2:00 p.m.** through Videoconferencing (VC) or other audio visual means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

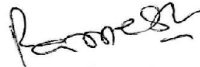
The Meeting of the Board of Directors commenced at **05:00 P.M.** and concluded at **7:15 P.M.**

This is for your kind information and record.

Thanking you,

For RRP SEMICONDUCTOR LIMITED

(Formerly known as G D Trading and Agencies Limited)



Ramesh Mishra

Director

Din: 00206671



RRP SEMICONDUCTOR LIMITED

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(CIN: L46521MH1980PLC022672)

ANNEXURE I


Details under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read along with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Additional Information in case of resignation of an Independent Director (Schedule III - Para A(7B) of Part A of SEBI LODR)

SR NO	PARTICULARS	DETAILS
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Due to Other Professional Commitments and Personal Reasons Mr. Avinash R Tiwari (DIN: 05336563) Director of the Company has resigned from the Company
2	Date of appointment/cessation (as applicable) Term of appointment	Cessation w.e.f 03 rd July, 2024
3	Brief Profile (in case of Appointment)	Not Applicable
4	Disclosure of relationship between directors (In case of Appointment)	Not Applicable

Sl. No.	Particulars	Details
1	Letter of Resignation along with detailed reason for resignation	Enclosed Herewith
2	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	NA
3	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Mr. Avinash Tiwari has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.

For RRP SEMICONDUCTOR LIMITED,
(Previously Known as G D Trading and Agencies Limited)


Ramesh Chandra Mishra
Director
DIN: 00206671



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Avinash R Tiwari

24/9, Model Town CHS Ltd, SVP Road, Andheri
(East), Mumbai-400093.

Date -03/07/2024

To
Board of Directors
G.D.TRADING & AGENCIES LTD
Indian Merchantile Chambers,
3rd Floor, 14 R, Kamani Marg,
Ballard Estate, Mumbai,
Maharashtra, 400001

Dear Members of the Board,

Sub : Resignation as Independent Director

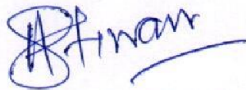
I, Avinash R Tiwari hereby tender my resignation from my position as an Independent Director of M/s G.D.TRADING & AGENCIES LTD with effect from 03rd July, 2024 due to other professional commitments and personal reasons.

I have enjoyed working with the board and management team, and I sincerely appreciate the cooperation and support provided to me during my tenure.

Please let me know if there are any formalities or documentation required from my side to facilitate the completion of this process.

Thank you once again for the opportunity to serve on the board of M/s G.D.TRADING & AGENCIES LTD . I wish the company continued success in all its future endeavours.

Yours sincerely,



AVINASH RAMSHIROMANI TIWARI
Independent Director

DIN No.- 05336563

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ANNEXURE II

Details under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read along with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr.no	Particulars	Details
1	Name of the Director	Mrs. Sumita Mishra
2	Reason for change viz appointment, re-appointment, resignation, removal, death or otherwise	Appointment Reason: to meet / comply provision of Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
3	Date of Appointment & terms of appointment	11.07.2024 Terms of appointment; Tenure- 3 years w.e.f. 11.07.2024 Other terms as mutually agreed between Board of Directors and MD.
4	Brief Profile (in case of appointment)	Mrs. Sumita Mishra have corporate experience at senior level and is conversant with NBFC Works. She is MA Economics, B.Ed, Masters in Career Guidance, Web Designing, PGD in Leadership Management. She has also given Open Offer in Suncity Synthetics Limited to take over management in her personal name.
5.	Disclosure of relationship between Directors (in case of appointment of a Director)	Mrs. Sumita Mishra, Mr. Ramesh Mishra (Director) and Ms. Ira Mishra (Promoter) are relatives. There is no other relationship between the Directors as stated above.

For RRP SEMICONDUCTOR LIMITED
(Formerly known as G D Trading and Agencies Limited)



Ramesh Mishra
Director
Din: 00206671



RRP SEMICONDUCTOR LIMITED

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Annexure-III

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 read with circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sr.no	Particulars	Details
1	Name of the CFO (KMP)	Ms. Sejal Nilesh Patel
2	Reason for change viz appointment, re-appointment, resignation, removal, death or otherwise	Appointment Reason: to meet / comply provision of Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
3	Date of Appointment & terms of appointment	11.07.2024 As mutually agreed between Board of Directors and CFO.
4	Brief Profile (in case of appointment)	Ms. Sejal Nilesh Patel is Graduate in Accounting and Finance from Mumbai University. She has experience of 3 years in Accounting and 2 years experience in Companies Act, 2013 and SEBI Laws. She is CS Executive cleared and pursuing CS Professional.
5.	Disclosure of relationship between Directors (in case of appointment of a Director)	Not Applicable

For RRP SEMICONDUCTOR LIMITED
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Ramesh Mishra
Director
Din: 00206671



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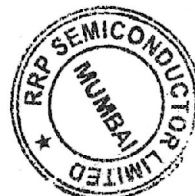
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RRP Semiconductor Ltd					
(Formerly known as G D Trading & Agencies Limited)					
Statement of Standalone Unaudited Financial Results for the Quarter ended 30th June, 2024					
(Rs. In Lakhs)					
Particulars	Standalone				
	Quarter ended			Year ended	
	30.06.2024	30.06.2023	31.03.2024	31.03.2024	
	(Reviewed)	(Reviewed)	(Audited)	(Audited)	
1. Income from operations					
(a) (i) Revenue from operations	511.00	-	38.00	38.00	
(ii) Other Operating Income	-	-	-	-	
Total revenue from operations (i+ii)	511.00	-	38.00	38.00	
(b) Other income					
(i) Net profit arising on financial assets designated at FVTPL	-	-	-	-	
(ii) Other incomes	0.08	-	-	-	
Total income (a+b)	511.08	-	38.00	38.00	
2. Expenses					
(a) Operating expenditure	-	-	-	-	
(b) Cost of materials Consumed	-	-	-	-	
(c) Purchase of stock-in-trade	288.87	-	18.50	18.50	
(d) Change in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	
(e) Employee benefit expense	1.67	0.60	0.60	2.40	
(f) Finance expenses	13.70	2.44	10.18	12.99	
(g) Depreciation and amortisation expense	-	-	-	-	
(h) Professional fees paid	2.11	0.15	-	0.46	
(i) Rent Expenses	-	-	-	-	
(j) Listing fees	6.25	3.84	-	3.84	
(k) BSE fees	-	-	-	-	
(l) Net loss arising on financial assets designated at FVTPL	-	-	-	-	
(m) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	30.96	0.12	0.53	1.52	
Total expenses	343.55	7.15	29.82	39.70	
3. Profit/(Loss) before exceptional items (1-2)	167.53	(7.15)	8.18	(1.70)	
4. Exceptional items	-	-	-	-	

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A handwritten signature in black ink, appearing to be "Ramesh" or similar.

RRP SEMICONDUCTOR LIMITED

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5. Profit /(Loss) before tax (5+6)		167.53	(7.15)	8.18	(1.70)
6. Tax expense					
A. Provision for Current tax		-	-	-	-
B. Current tax expense relating to prior years		-	-	-	-
7. Net Profit / (Loss) for the period after tax (7+8)		167.53	(7.15)	8.18	(1.70)
8. Other comprehensive income (net of tax expense)					
A. (i) Items that will not be reclassified to profit and loss		-	-	-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-	-	-
B. (i) Items that will be reclassified to profit and loss		-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-	-	-
11. Total Comprehensive income for the period		167.53	(7.15)	8.18	(1.70)
12. Paid-up Equity Share Capital (Face value Rs. 10/-)		1,412.40	60.00	60.00	60.00
13. Reserves excluding revaluation reserves		-	-	-	-
14. EPS (Not annualized)					
(a) (i) Basic & Diluted EPS before Extraordinary items		1.19	-	1.36	-
(a) Basic & Diluted		1.19	-	1.36	-
Particulars	Quarter ended 30.06.2024				
B. INVESTOR COMPLAINTS :					
Pending at the beginning of the quarter	NIL				
Received during the quarter	NIL				
Disposed of during the quarter	NIL				
Remaining unresolved at the end of the quarter	NIL				
Notes:					
1	Previous year/period figures have been regrouped/reclassified wherever necessary.				

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Raymond

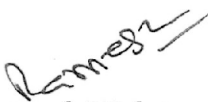
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2	The above results which are published in accordance with Regulation 33 of the SEBI (Listing Obligation & Disclosure Requirements), 2015 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on July 10, 2024. The financial results are in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The current quarter results have been subjected to a limited review by the Statutory Auditors of the Company.
3	The Ind AS compliant corresponding figures of the corresponding quarter of the previous year have been subjected to a limited review. However, the management has exercised necessary due diligence to ensure that such financial results provide a true and fair view.
4	The company operates in two segments and as per IndAS-108 "Operating Segment" since the revenue of trading business segment does not exceed 10% or more of combined revenue including both sales to external customers and intersegment sales and transfers, the operating income from such segment which commenced business from this quarter has been aggregated considering the similar financial performance and economic characteristics.

For RRP Semiconductor Ltd,
(Formerly known as G D Trading & Agencies Limited)


Ramesh Mishra
Director
(DIN: 00206671)




Nitin Oza
Director
(DIN: 03198502)



MAHESHWARI & ASSOCIATES
Chartered Accountants

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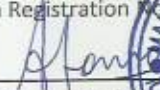
LIMITED REVIEW REPORT

To the Board of Directors

RRP Semiconductor Limited (Formerly known as G D Trading & Agencies Limited)

1. We have reviewed the accompanying statement of unaudited financial results of RRP Semiconductor Limited (Formerly known as **G D Trading & Agencies Limited**) ('the Company') for the quarter ended 30 June 2024, being submitted by the Company Management pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. During the period under audit, companies name was changed from G D Trading & Agencies Limited to RRP Semiconductor Limited. As informed by management, two sales invoice were issued in the name of old company post name change due to technical difficulty faced by management at E – Invoicing site and GST portal.
4. Based on our review, conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results, prepared in accordance with applicable Indian Accounting Standards (IND AS) and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circulars issued from time to time, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Maheshwari & Associates
(Chartered Accountants)
(Firm Registration No. 221008E)


Adityanarayan Somani
Partner

Membership No. 138456
UDIN: 24138456BKCOQC9091



Place: Mumbai
Date: 11th July, 2024

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