



Annual Report 2018-19

RIDDHI STEEL AND TUBE LIMITED



<p>Board of Directors:</p> <p>Shri Rajesh R. Mittal Managing Director</p> <p>Smt. Preeti R. Mittal Director & CFO</p>	<p>Bankers:</p> <p>City Union Bank Ltd. HDFC Bank Ltd.</p>
<p>Independent Directors:</p> <p>Mr. Paras Kumarpal Shah Mr. Saurin Shailesh Shah Mr. Kirankumar Mushaddilal Agarwal</p>	<p>Registered Office 83/84, Village - Kamod, Piplaj Pirana Road, Post –Aslali Ahmedabad – 382427 Gujarat E-mail: info@riddhitubes.com Website: http://www.riddhitubes.com</p>
<p>Company Secretary & Compliance Officer</p> <p>Mr. Devansh G Gala</p>	<p>Secretarial Auditor Mr. Siddharth N. Maniar Practicing Company Secretary Ahmedabad</p>
<p>Statutory Auditor Jigar Shah and Associates Chartered Accountants Ahmedabad</p>	<p>Registrar & Transfer Agent Karvy Fintech Private Limited Hyderabad, India Tel: +91-40-67162222 Website: www.karisma.karvy.com SEBI Registration No: INR000000221</p>
<p>Audit Committee Mr. Paras K. Shah, Chairman Mr. Kirankumar M. Agarwal, Member Mr. Saurin S. Shah, Member</p>	<p>Stock Holder Relationship Committee Mr. Paras K. Shah, Chairman Mr. Kirankumar M. Agarwal , Member Mr. Saurin S. Shah, Member</p>
<p>Nomination And Remuneration Committee</p> <p>Mr. Paras K. Shah, Chairman Mr. Kirankumar M. Agarwal, Member Mr. Saurin S. Shah, Member</p>	<p>Corporate Identification Number L27106GJ2001PLC039978 Scrip Code: RSTL/540082 ISIN : INE367U01013</p>



INDEX

Sr. No.	Particulars	Page. No
1	Notice of AGM	3-7
2	Boards Report	8-16
3	Annexures to Board Report	17-31
4	Auditors Report	32-39
5	Balance Sheet	40
6	Statement of Profit & Loss	41
7	Cash Flow Statement	42
8	Notes forming part of Fin. Statement	43-49
9	Accounting Policies	50-51
10	Additional Notes	52-53
11	Proxy Form	54-55
12	Polling Paper	56
13	Attendance Slip	57
14	Route Map	58



RIDDHI STEEL AND TUBE LIMITED

CIN: L27106GJ2001PLC039978

83/84, Village Kamod, Piplaj-Pirana Road, Ahmedabad 382427

Tel. No.– 079-29700922 Website: www.riddhitubes.com email: Info@riddhitubes.com

NOTICE of 18th Annual General Meeting

NOTICE is hereby given that the 18th Annual General Meeting of RIDDHI STEEL AND TUBE LIMITED will be held on Monday, September 30, 2019 at 04.00 P.M. at the Registered office of the company at 83/84, Village Kamod, Piplaj-Pirana Road, Ahmedabad 382427, to transact the following business:

=====

ORDINARY BUSINESS

1. To receive, consider and adopt Audited Financial Statements for the Financial Year ended on 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.
2. To Re-appoint a Director Mrs. Preeti R. Mittal (DIN 01594555) who retires by rotation and being eligible offers herself for Re-appointment.
3. To pass the following Resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s Jigar Shah & Associates, Chartered Accountants, (FRN 128263W) be and are hereby appointed as Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this 18th Annual General Meeting till the conclusion of the 23rd Annual General Meeting to be held in the year 2024, at such remuneration plus out-of-pocket expenses and applicable taxes, as may be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS

4. To pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 (3) and all other applicable provisions of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. Mayur C. Undhad & Co., Cost Accountants in practice, having Firm Registration Number 103961 appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2019-20, being Rs 22,000/- (Rupees Twenty Two Thousand Only) plus taxes applicable and reimbursement out of pocket expenses incurred by them, in connection with the aforesaid audit are and is hereby ratified and confirmed.”

For and on behalf of the Board
For **Riddhi Steel and Tube Limited**

RajeshKumar Mittal
Managing Director
DIN 00878934

Date: September 04, 2019
Place: Ahmedabad



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights.

2. 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 proxy for any other person or shareholder.

3. INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 83/84, VILLAGE KAMOD, PIPLAJ-PIRANA ROAD, AHMEDABAD 382427, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE ANNUAL GENERAL MEETING.

Proxy/ Representation letter submitted on behalf of the Companies, Body Corporates Societies etc. must be supported by an appropriate resolution/authority, as applicable. A Proxy Form is attached herewith.

4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

5. Members, Proxies and Authorised Representatives are requested to carry to the meeting, the attendance slips enclosed herewith duly completed and signed mentioning therein details of their DP ID and client ID/ Folio No.

6. In case of Joint-holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

7. The related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item no. 4 of the Notice, is annexed hereto.

8. The Company's Registrar & Share Transfer Agents (RTA) are:

Karvy Fintech Pvt. Ltd.

Karvy Selenium Tower B, Plot Nos. 31 & 32 Financial District

Nanakramguda, Serilingampally Mandal, Hyderabad - 500032

Phone: +91 040 67162222 Email: kishore.bv@karvy.com | Website: www.karvyfintech.com

All the correspondence with regard to transfer of shares etc. shall be addressed to them directly.

9. The Register of Members and Share Transfer Books will remain closed from 21st September 2019 to 30th September 2019 (both days inclusive) for the purpose of 18th AGM and enforcement thereof.

10. As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and XC as per SEBI (ICDR) Regulation, 2009 will be exempted from E-Voting provisions. Your Company is covered under Chapter XB and listed on SME platform of BSE Limited. Therefore Company is not providing E-Voting facility to its shareholders.

11. Pursuant to the provision of Section 72 of the Companies Act, 2013, members can avail facility for nomination in respect of shares held by them. All the members are holding shares in electronic form are, therefore, requested to contact their respective Depository Participant for availing this facility.

12. Members are requested to bring their copy of Annual Report and the Attendance Slip which is duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. with them at the Annual General Meeting as a measure of economy as the same will not be supplied again at the meeting.

13. All documents mentioned in the accompanying notice are open for inspection at the registered office of the Company between 10 am to 4 pm on all working days except Saturday and Sunday up to and including the date of this Annual General Meeting.



14. To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards the Greener Environment and to receive all documents, Notices, including Annual Reports and other communications of the Company, investors should register their Email Address with RTA if shares are held in physical mode or with the depository participants if the shares held in electronic mode.

15. Electronic Copy of the Notice of the 18th Annual General Meeting (AGM) along with Attendance slip, Proxy Form, and Annual report for F.Y. 2018-19, is being sent to all the members whose email ids are registered with the Company/ Depository Participant(s)/ RTA for communication purposes, unless any member has requested for a physical copy of the same.

For members who have not registered their email address, physical copy of the Annual Report for F.Y.2018-19 and Notice of AGM are being sent in the permitted mode. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same. For any communication, the shareholders may also send request to the Company's investor email id: compliance@riddhitubes.com.

Shareholders are requested to please note that all the queries should be given in writing to the company at compliance@riddhitubes.com before 48 hours of the annual general meeting.

16. Members may also note that the notice of the 18th AGM and the Annual Report for the Financial year 2018-19 will also be available on the Company's website www.riddhitubes.com for download from 6th September, 2019 onwards. The physical copy of the aforesaid documents will be available at the Company's registered office in Ahmedabad for inspection during normal business hours on all working days except Saturday, upto and including the date of AGM.

17. Members are requested to notify any change in their postal/ mail or email address:
To their depository participants (DP's) in respect of the shares held in demat form
To the Registrar and Share Transfer Agent (RTA), aforesaid mentioned address.

18. Members may please note that no gifts, gift coupons, or cash in lieu of gifts will be distributed at meeting.

19. Route Map showing directions to reach the Venue of the 18th Annual General meeting is annexed herewith.

20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company.

21. Voting procedure-

a) The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting will be able to exercise their right at the meeting through ballot paper. The record Date for determining the members who are entitled to vote through ballot Paper process will be as per the data available with NSDL and CDSL at the end of business hours on 20th September 2019, only Members as on the record date would be entitled to vote at the meeting.

b) CA Mr. Rathin Majmudar, Proprietor of Rathin Majmudar & Co., Chartered Accountants, has been appointed as the Scrutinizer to scrutinize the voting in a fair and transparent manner.

c) The Scrutinizer shall after the conclusion of voting at the general meeting, will count the votes cast at the meeting in the presence of at least two witnesses and shall make, within a period not exceeding 48 hours from the conclusion of meeting, a Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

d) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the shares of the Company are listed.

e) The Chairman shall, at the end of discussion on the resolutions in AGM on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM.



**Annexure to Notice Explanatory Statement.
(Pursuant to Section 102(1) of the Companies Act, 2013)**

Item No. 4

The Board of Directors, at its meeting held on 04th September, 2019, on recommendation of the Audit Committee meeting held on 04th September, 2019, approved the appointment of M/s Mayur C. Undhad & Co., Cost Accountants (Firm Registration No. 103961) as the Cost Auditors of the Company for the financial year 2019-20 at remuneration of Rs.22,000/- (Rupees Twenty Two Thousand only) plus Service Tax & reimbursement of out-of-pocket expenses for conducting the audit of the cost accounting records of the Company for issuing the compliance report on cost accounting records maintained. Section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014 ("the Act"), requires the Board to appoint an individual, who is a cost accountant in practice or a firm of cost accountants in practice, as cost auditor on the recommendations of the Audit committee, which shall also recommend remuneration for such cost auditor and such remuneration shall be considered and approved by the Board of Directors and ratified subsequently by the shareholders.

Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for audit of cost records of the Company for the financial year 2018-19 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Resolution set out at Item No. 4 of the Notice for approval by the Members to be passed as an Ordinary Resolution.

For and on behalf of the Board
For **Riddhi Steel and Tube Limited**

RajeshKumar Mittal
Managing Director
DIN 00878934

Date: September 04, 2019
Place: Ahmedabad



Annexure to the Item No. 3 of the Notice

Details of the Directors seeking Appointment / Re-appointment in the Forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

Name of Director	Mrs. Preeti Mittal
Date of Birth	23rd January 1973
Nationality	Indian
Qualifications	Under Graduate
Expertise in Specific functional areas	Expertise in the business and industry
Date of Appointment on Board	08/01/2016
Directorship held in other companies	Riddhi Procon Private Limited
	Riddhi Spinners Private Limited
	Riddhi Tradelink LLP
Memberships/Chairpersonships of committees of Board	No Memberships / Chairmanships of Committees of other Companies
Number of shares held in the Company	2957004 Shares



Directors Report

To,
The Members
Riddhi Steel and Tube Limited
83/84, Village Kamod, Piplaj-Pirana Road,
Ahmedabad - 382427, Gujarat.

Your Directors are pleased to present their Eighteenth Boards Report with the Audited Financial statements for the year ended on 31st March, 2019.

I. Financial summary or highlights of performance of the Company:

(Amt in Rs.)

Particulars	2018-19	2017-18
Total Revenue	3,78,36,96,993	2,70,17,25,888
Profit/(Loss) before Depreciation and Tax	21,09,17,656	16,64,17,837
Less: Finance Cost	11,77,63,979	8,53,07,536
Less: Depreciation	3,51,21,407	3,28,19,216
Profit/(Loss) before Tax and Extra Ordinary Items	5,80,32,270	4,82,91,085
Less: Extra Ordinary Items	-	-
Less: Current Tax	1,80,00,000	1,59,66,482
Deferred Tax	(97,34,072)	9,57,377
Prior Period Tax	-	-
Add/Less: MAT credit Entitlement	-	-
Profit/(Loss) After Tax	4,97,66,342	3,13,67,226
Balance Carried to Balance Sheet	4,97,66,342	3,13,67,226
Paid up Capital	82902520	82902520
Reserves and Surplus	33,91,44,432	28,93,78,090

2. Certification ISO 9001:2015

Your Company has obtained the Quality Management Systems Certifications ISO 9001:2015 for manufacture and supply of ERW Pipes and Tubes, Hollow Sections and Allied products.

3. Share Capital:

The Paid up equity capital as on March 31, 2019 was Rs. 829.03 Lacs during the year under review. The Company has not issued any shares with differential rights as to dividend, voting or otherwise.

4. Dividend:

With a view to conserve resources and expansion of business, your Directors have thought it prudent not to recommend any dividend for the financial year under review.

5. State of Company's Affairs:

Your Company has achieved the Total Turnover of Rs. 3,78,36,96,993 during Financial Year 2018-19 as against the Turnover of 2017-18 Rs. 2,70,17,25,888 showing an increase of 40% over the Previous Year. The management puts continuous efforts to increase the efficiency and turnover. Similarly, the Net Profit of your Company during Financial Year 2018-19 is Rs. 4,97,66,342 as against the Net Profit of 2017-18 Rs. 3,13,67,226 showing hike of 58.60% over the Previous Year.



6. Deposits:

The Company has neither accepted nor renewed any deposits within the meaning of Companies (Acceptance of Deposits) Rules, 2014.

7. Transfer to Reserves:

Your company has not transferred any amount to reserves during the year under consideration.

8. Change in Nature of Business:

There was no change in nature of business during the year under review.

9. Internal Financial Controls

Adequate internal control systems commensurate with the nature of the Company's business, its size, and complexity of its operations are in place and have been operating satisfactorily. Internal control systems comprising policies and procedures are designed to ensure reliability off financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

10. Extracts of Annual Return

Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of companies (Management and Administration) Rules, 2014, the extract of Annual Return in the prescribed form i.e. Form MGT-9 is annexed herewith as "Annexure – C", which form part of annual report.

11. Declaration by Independent Directors:

The Company has received and takes on record the declarations received from the Independent Directors of the Company in accordance with the Section 149(6) of the Companies Act, 2013 confirming their independence and Regulation 25 of the Listing Regulations.

12. Details of the Directors and Key Managerial Personnel:

During the year under review following were the changes during the year.

1. Resignation of Mr. Shankar Prasad Bhagat w.e.f. 07.04.2019 from the post of Independent Director of the Company.
2. Appointment of Mr. Kirankumar Agarwal as the Independent Director of the Company w.e.f. 07.04.2019.

Further none of the Directors of the Company are disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

13. Conservation of Energy, Technological Absorption, Foreign Exchange Earnings and Outgo:

(a) Conservation of energy:

- Steps taken/ impact on Conservation of energy, with special reference to the following:
- Steps taken by the Company for utilizing alternate sources of energy - The Company has started for setting up of a Solar Panel at factory, in order to generate and use the electricity in the Factory. - Capital investment on energy conservation – as per the Financial Statements.



(b) Technology Absorption:

No new technology is absorbed by the company as company is equipped in well manner with all the required technologies and machineries that it requires in order to have smooth functioning of business operations.

The Company believes that technological obsolescence is a reality. Only progressive research and development will help us to measure up to future challenges and opportunities. We invest in and encourage continuous innovation. During the year under review, expenditure on research and development is not significant in relation to the nature size of operations of your Company.

(c) Foreign exchange Earnings and Outgo:

- Foreign Exchange earned in terms of actual Inflows during the year - Nil
- Foreign Exchange outgo during the year in terms of actual Outflows - Nil

14. Corporate Social Responsibility (CSR)

Since the Company's net worth does not exceed Rs. 500 crores or Company's turnover does not exceed Rs. 1000 crores or the Company's net profit does not exceed Rs. 5 crore in any financial year, hence the provisions of section 135 of the Companies Act, 2013 are not applicable.

15. Risk Management:

Apart from normal business risk, no major risk is foreseen that in the opinion of the Board may threaten the existence of the Company. During the Year, the Board has decided that Audit Committee shall identify risk, assess, monitor, review and report the risk engaged in the business and shall also carry out the role of Risk Management.

16. Material Changes and Commitments Affecting the Financial Position of the Company:

There are no material changes and commitments affecting the financial position of the company have occurred between the ends of the financial year of the company.

17. Investor Services:

The Company and its Registrar, M/s. Karvy Fintech Private Limited, who is looking after the physical as well as Demat work and also shareholders correspondence in terms of SEBI direction for having a common Registrar and Share Transfer Agent, endeavored their best to service the Investors satisfactorily. Your Company has constituted a Committee comprising of 3 Independent Directors of the Company to redress the Investor grievances.

18. Directors Responsibility Statement:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2019, the Board of Directors hereby confirms that:

I. That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.

II. That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the Company for that period.



III. That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.

IV. That the Directors had prepared the annual accounts on a going concern basis and that the directors had laid down internal financial control to be followed by the company and that such internal financial control is adequate and were operating effectively.

V. That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19. Particulars of Contracts and Arrangements with Related Party:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the company had not entered into any contract or arrangement or transactions with related parties which could be considered 'material' (i.e. transactions exceeding ten percent of the annual turnover as per the last audited financial statements entered into individually or taken together with previous transactions during the financial year) according to the policy of the Company on materiality of Related Party Transactions. Accordingly, there are no transactions that are required to be reported in form AOC-2. However, you may refer to Related Party transactions, as per the Accounting Standards, in Note No. 21.5 of the Financial Statements.

20. Subsidiary, Associate or Joint Company:

The Company does not have any subsidiary, joint venture or associate companies within the meaning of Section 2(6) and 2(87) of the Companies Act, 2013. As such, a report in the prescribed Form AOC -I as per first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 and Rules made thereunder is not required to be attached and a policy for determining material subsidiary is not required to be framed by the Company.

21. Evaluation of Performance of Board:

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the individual Directors and the Board. The framework of performance evaluation of the Independent Directors captures the following points:

- I. Key attributes of the Independent Directors that justify his/her extension / continuation on the Board of the Company.
- II. Participation of the Directors in the Board proceedings and his/her effectiveness. The evaluation was carried out by means of the replies given / observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions amongst them and its effectiveness.

22. Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company ensures that there is a healthy and safe atmosphere for every woman employee at the workplace. Further there was no case filed during the year under the sexual harassment of woman at workplace.



23. Board Meetings:

Five Meetings of the Board of Directors were held during the year viz. on 07.04.2019, 30.05.2018, 30.08.2018, 14.11.2018 and 21.02.2019. In respect of such meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes book maintained for the purpose. No circular resolutions were passed by the Company during financial year under review.

Name	Designation	No of Board Meeting Attended
RajeshKumar Mittal	Managing Director	5/5
Preeti Mittal	Director	5/5
Paras K Shah	Independent Director	5/5
Kirankumar Agarwal*	Independent Director	4/4
Saurin S. Shah	Independent Director	5/5
Shankar P. Bhagat*	Independent Director	1/1

* Mr. Shankar Bhagat resigned w.e.f. from 07.04.2018.

* Mr Kirankumar Agarwal were Appointed on 07.04.2018.

24. Audit Committee:

The Audit committee comprise of three Directors out of which majority directors are Independent Directors. The audit Committee met Four times during the year viz. on 30.05.2018, 30.08.2018, 14.11.2018 and 21.02.2019.

The composition, Role, terms of reference as well as power of the Audit Committee are in accordance with the provisions of Regulation 18 of the Securities Exchange Board of India (Listing obligations and Disclosures Requirement), Regulations 2015 and section 177 of the Companies Act, 2013 and rules framed there under. The details of all related party transactions are placed periodically before the Audit Committee. And the recommendation made by the Audit Committee were accepted by the Board.

Name	Designation	No of Board Meeting Attended
Paras K Shah	Independent Director - Chairman	4/4
Kirankumar Agarwal	Independent Director – Member	4/4
Saurin S. Shah	Independent Director - Member	4/4
Shankar P. Bhagat*	Independent Director – Member	N.A.

* Mr. Shankar Bhagat resigned w.e.f. from 07.04.2018.

* Mr Kirankumar Agarwal were Appointed on 07.04.2018.

25. Nomination and Remuneration Committee:

In compliance with section 178 of the Companies Act, 2013, your Company has in place 'Nomination and Remuneration Committee. The powers, role and terms of reference of the Nomination and Remuneration Committee cover the areas as contemplated under regulation 19 of Securities and Exchange Board of India (Listing obligation and Disclosure Requirement) Regulations, 2015 and section 178 of Companies Act, 2013 and Rules and Regulations framed thereunder, besides other terms as may be referred by the Board of Directors.

The committee comprise of three Directors out of which all are Independent Directors. The NRC Committee met one time during the year viz. on 07.04.2018.



Name	Designation	No of Board Meeting Attended
Paras K Shah	Independent Director – Chairman	1/1
Kirankumar Agarwal	Independent Director – Member	N.A.
Saurin S. Shah	Independent Director - Member	1/1
Shankar P. Bhagat*	Independent Director – Member	1/1

* Mr. Shankar Bhagat resigned w.e.f. from 07.04.2018.

* Mr Kirankumar Agarwal were Appointed on 07.04.2018.

26. Stakeholder Relationship Committee:

The committee comprise of three Directors out of which all are Independent Directors. The SRC Committee met four time during the year viz on 07.04.2019, 30.05.2018, 14.11.2018 and 21.02.2019.

Name	Designation	No of Board Meeting Attended
Paras K Shah	Independent Director – Chairman	4/4
Kirankumar Agarwal	Independent Director – Member	3/3
Saurin S. Shah	Independent Director - Member	4/4
Shankar P. Bhagat*	Independent Director – Member	1/1

* Mr. Shankar Bhagat resigned w.e.f. from 07.04.2018.

* Mr Kirankumar Agarwal were Appointed on 07.04.2018.

27. Annual General Meeting:

Details of the Last Three Annual General Meetings is as under:

Sr. No	AGM Date	Place
1	17th AGM - 27.09.2018	Registered Office
2	16th AGM - 09.09.2017	Registered Office
3	15th AGM - 30.09.2016	Registered Office

28. Vigil Mechanism / Whistle Blower Policy:

The Company has formulated Whistleblower Policy in conformity with the provisions of Section 177 (9) of the Companies Act, 2013 and Listing Regulations to provide a mechanism for any concerned person of the company to approach the Ethics Counselor/ Chairman of the Audit Committee of the Company for the purpose of dealing with instance of fraud and mismanagement, if any and also ensure that whistleblowers are protected from retribution, whether within or outside the organization.

29. Details of Loan, Guarantee and Investment by the Company:

The details of Loan, Guarantee and Investment by the Company is given in the Notes to the Accounts.

30. Auditors and Auditors' Report:

Statutory Auditor:

M/s. Y. J. Malkani & Co., Chartered Accountants (FRN:143143W), have resigned as auditors of the Company w.e.f. 09.05.019 and in whose place M/s. Jigar Shah and Associates (FRN 128263W) were appointed as the auditors of the company up to the ensuing AGM of the company.

Thus the Company shall place the matter relating to such appointment of Auditors by members at this Annual General Meeting for appointment of M/s. Jigar Shah and Associates as the Auditors of the Company.



Hence the members are requested to consider the appointment of Auditors and also to fix their remuneration.

Statutory Auditor's Observations in Audit Report:

The notes on financial statement referred to in the auditor's report are self-explanatory. There is no qualification, reservation or adverse remarks or disclaimer made by the auditors in their report and do not call for any further explanation / comment from the board.

Internal Auditor:

Pursuant to the provision of section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Company has re-appointed M/s C.P. Shah and Co., Chartered Accountants, Proprietor – Chetan P. Shah as an Internal Auditor of the Company for the Financial Year 2019-20 by the Board of Directors, upon recommendation of the Audit committee.

Cost Auditor:

In terms of provisions of Section 148 of the Companies Act, 2013 and in accordance with notification issued by the Ministry Of Corporate Affairs, F. No. 52 /26/ CAB - 2010 dated 24th January, 2012, M/s Mayur Chhaganbhai Undhad, Cost Accountants, Ahmedabad, were appointed as Cost Auditor of the Company for the financial year 2018-19 by the Board as recommended by the Audit Committee and they have offered themselves for reappointment for the Financial year 2019-20.

Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors based on the recommendations of Audit Committee have appointed M/s. Siddharth N Maniar a Practising Company Secretaries in Practice based in Ahmedabad to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2019 and further the Secretarial Auditor has offered themselves for reappointment for the financial year 2019-20. The Secretarial Audit Report for the financial year 2018-19 does not contain any qualification, reservation or adverse remark. The Secretarial Audit Report is annexed here to as "Anexure-A" and forms part of this Report.

Secretarial Auditor's Observations in Secretarial Audit Report:

There is no qualification, reservation or adverse remarks or disclaimer made by the auditors in their report and do not call for any further explanation by the Board.

31. Particulars of Employees and Related Disclosures:

Disclosure with respect to remuneration of Directors and employees as required under Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Board's Report (Annexure -B).

Details of employee remuneration as required under provisions of Section 197 of the Companies Act, 2013 and Rule 5 (2) and 5 (3) of Rules are available at the Registered Office of the Company.

32. Report on Corporate Governance:

As per SEBI circular no. Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulation, 2015 No. SEBI/LAD-NRO/GN/2015-16/013 dated September 2, 2015



Company's paid up capital is less than Rs. 10 Crores and Net Worth is also less than Rs. 25 Crore or Company listed on SME Platform Company was not required to comply with the norms of the corporate Governance. Since the Company was listed on SME Exchange only as on Financial Year ending 31st march 2019, therefore the provisions relation to Corporate Governance is not applicable to the Company.

33. Management Discussion and Analysis:

The Management Discussion and Analysis Report on the operations of the Company have been provided in a separate section which forms part of this Annual Report.

34. Research & Development

The Company believes that technological obsolescence is a reality. Only progressive research and development will help us to measure up to future challenges and opportunities. We invest in and encourage continuous innovation. During the year under review, expenditure on research and development is not significant in relation to the nature size of operations of your Company.

35. Prevention of Insider Trading:

In January 2015, SEBI notified the SEBI (Prohibition of insider trading) Regulations, 2015 which came into with effect from 15th May, 2015. Pursuant there to, the Company has formulated and adopted a new Code for Prevention of Insider Trading. The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Directors and the designated employees have confirmed compliance with the Code.

36. Transfer of Unclaimed Dividend To Investor Education And Protection Fund:

In terms of Section 125 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof, there was no unpaid/unclaimed dividend declared paid last year.

37. Insurance:

The Company has taken adequate insurance cover on all movable and immovable assets to recover various types of risks.

38. Policies:

The Company has formulated various policies as required under various Rules and Regulations duly approved by the Board.

39. Disclosures:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:



- I. Details relating to deposits covered under Chapter V of the Act.
- II. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- III. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- IV. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

As per the requirement under The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with rules made there under, your Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

40. Acknowledgement:

The Board of Directors also wish to place on record their gratitude and appreciation to all the Members and Stakeholders for their trust and confidence shown in the Company.

For and on behalf of the Board
For **Riddhi Steel and Tube Limited**

Sd/-
RajeshKumar Mittal
Managing Director
DIN 00878934

Date: September 04, 2019
Place: Ahmedabad



Management Discussion and Analysis

The Economic Scenario:

The Indian economy started the FY2019 with a healthy 8.2% growth in the first quarter on the back of domestic resilience. Growth eased to 7.3% in the subsequent quarter due to rising global volatility, largely from financial volatility, normalized monetary policy in advanced economies, externalities from trade disputes, and investment rerouting. Further, the INR suffered in the wake of the crude price, and conditions exacerbated as recovery in some advanced economies caused faster investment outflows. Despite softer growth, the Indian economy remained one of the fastest growing and possibly the least affected by global turmoil. In fact, the effects of such external shocks were contained in part by our country's strong macroeconomic fundamentals and responsive policy changes. The improving macroeconomic fundamentals have been further supported by the implementation of reform measures, which facilitated an environment to boost investments and ease banking sector concerns. The RBI has lowered its policy interest rate twice by 25 basis points to 6.00 % during its April 2019 meeting; it was the second straight interest rate cut so far this year. Together, these augur well for a resurgent growth path for the economy. Although growth projections for India vary for different global economic institutions, all of them predict higher or same growth rates going forward.

The Steel Pipes and Tubes industry in Our country holds enormous growth potential which is as yet untapped. It has gathered momentum on the strength of a domestic boom led by infrastructure and significant growth spurts from sectors like Oil & Gas, Petrochemicals, Water, Irrigation, Sewage, Fertilizers, Power and Energy. Quality assurance is a major demand driver in the international market. We have worked hard to ensure quality products for our clients. Easy port connectivity from Mundra ports gives our company the advantage of logistics and low transportation costs to keep prices competitive. After establishing ourselves as one of the leading product manufacturers in our country, we are attempting to make our presence felt in countries like, Qatar, UAE etc.

'Make in India' initiative of the Government of India has had a positive effect on both the quantum and speed of projects approved. The initiative has also provided a boost to the local industry especially the steel sector. For Information all tenders arising from the Ministry of Steel now have the clause of minimum 15% Domestic Value Addition, those arising from the Ministry of Petroleum & Natural Gas have a PPLC (Purchase Preference with Local Content) of minimum 20% for Indian suppliers. This has helped to curb international competition, especially from the Chinese players, and has greatly improved prospects of Indian companies.

The industry is humming with news of high-visibility investments and exciting opportunities emerging in all segments. With new capacities and facilities, your company is fully equipped to exploit the upcoming prospects.

Risks And Concerns:

The Company follows a well-defined and exhaustive risk management process, which is integrated with its operations. This enables the company to identify, categorize and prioritize operational, financial and strategic business risks. Across the organization, there are teams responsible for these processes who report to the management.



The risks are prudently evaluated and necessary preventive steps or actions are taken to mitigate these probable risks. In the context of the steel operations, although our country has rich and abundant resources of the key inputs for steel making, namely iron ore and coal, the mining sector in the country has witnessed severe obstacles in the past few years on account of regulatory and environmental issues, which has severely affected the development and opening up of new mines. The biggest challenges before any steel company remain to be the tie up of interrupted supplies of coal and iron are on one hand and the fear of glut of cheap imports from countries like China, Korea and Japan on the other.

Internal Control System And Their Adequacy:

The Company has a well-established internal control framework, which is designed to continuously assess the adequacy, effectiveness and efficiency of financial and operational controls. The management is committed to ensure an effective internal control environment, commensurate with the size and complexity of the business, which provides an assurance on compliance with internal policies, applicable laws, regulations and protection of resources and assets. The Audit Committee of the Board oversees the adequacy of the internal control environment through regular reviews of the audit findings and monitoring implementations of internal audit recommendations through the compliance reports submitted to them. The Statutory Auditors of your Company have opined in their report that your Company has adequate internal controls over financial reporting. Material developments in human resources/industrial relations front, including number of people employed.

The Company takes significant steps to ensure that the career aspirations of its employees are met through professional growth. Therefore, it organizes various training and skill development activities to enrich employee knowledge and make them future ready



Annexure I

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended March 31, 2019

[Pursuant To Section 204(1) Of The Companies Act, 2013 And
Rule No.9 Of The Companies (Appointment And Remuneration Personnel) Rules, 2014]

Without Prejudice

Secretarial Audit Report

For The Financial Year Ended March 31, 2019

**To,
The Members,
RIDDHI STEEL AND TUBE LIMITED**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Riddhi Steel and Tube Limited (hereinafter called the company). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon. Based on my verification of the Company books, papers, 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, I hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on March 31, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under.
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under.
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under.
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
 - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.
 - iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
 - iv. 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.
- v. The Factories Act, 1948
- vi. The Employees' Provident Fund and Miscellaneous Provisions Act, 1952
- vii. The Contract Labour (Regulation & Abolition) Act
- viii. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- ix. Water (Prevention and Control of Pollution) Act, 1974
- x. Air (Prevention and Control of Pollution) Act, 1981



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

Secretarial Standards issued by The Institute of Company Secretaries of India.

The Listing Agreements entered into by the Company with BSE Limited (SME Platform) Stock Exchange;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned. I/we further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

I 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.

Date: 4th September, 2019

Place: Ahmedabad

For, Siddharth N. Maniar
Company Secretaries

Sd/-
SIDDHARTH MANIAR
(Proprietor)
ACS NO. : 11080
COP NO. : 3560



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

Annexure – A

To,

RIDDHI STEEL AND TUBE LIMITED

My report of even date is to be read along with this letter.

- I. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit;
- II. I have followed the audit practices and process 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. I believe that the process and practices, I followed provide a reasonable basis for my opinion;
- III. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company;
- IV. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
- V. 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 procedure on test basis;
- VI. 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

Date: 4th September, 2019
Place: Ahmedabad

For, Siddharth N. Maniar
Company Secretaries

Sd/-
SIDDHARTH MANIAR
(Proprietor)
ACS NO. : 11080
COP NO. : 3560



Annexure-B

Information Pursuant To Section 197 Of The Companies Act, 2013 Read With Rule 5(1) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014

- I. The ratio of the remuneration of each director to the median employee's remuneration for the Financial year and such other details as prescribed are as given below:

Name	Ratio
Rajesh Ramkumar Mittal (Managing Director)	6.76
Preeti Rajesh Mittal (Chief Financial Officer)	6.09

- II. For this purpose, sitting fees paid to the directors has not been considered as remuneration. The percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year

Name	Designation	% of Increase
Rajesh Ramkumar Mittal	Managing Director	No Increase
Preeti Rajesh Mittal	Director / CFO	No Increase

- III. The number of permanent employees on the rolls of company: 24

- IV. Comparison of the each remuneration of the KMP against the performance of the Company:

Name	Remuneration of KMP (Rs. Lacs)	Performance of the Company – PAT as on 31st March, 2019 (Rs. lacs)
Rajesh Ramkumar Mittal	6.00 P.A	497.66
Preeti Rajesh Mittal	5.40 P.A	

- V. The key parameters for any variable component of remuneration availed by the directors:
There is no variable component in the remuneration of the Key Managerial Personnel.

- VI. If remuneration is as per the remuneration policy of the company: Yes

For and on Behalf of the Board of Directors

**Date: 04 September, 2019
Place: Ahmedabad**

**Sd/-
Managing Director**



Annexure - C
Form MGT-9
Extract of Annual Return

As on Financial Year Ended 31st March, 2019
[Pursuant To Section 92(3) Of The Companies Act, 2013 And Rule 12(1) Of The
Companies (Management and Administration) Rules, 2014]

I. Registration and Other Details:

I.	CIN	L27106GJ2001PLC039978
II.	Registration Date	07/09/2001
III.	Name of the Company:	RIDDHI STEEL AND TUBE LIMITED
IV.	Category/ Sub- category of Company	Public Company Limited by Shares/ Non-Government Company
V.	Address of the Registered office and contact details:	83/84, Village - Kamod, Piplaj Pirana Road, Post - Aslali, Ahmedabad Gujarat 382427 India. Tel: +91-079-29700922/923. E-mail: compliance@riddhitubes.com Website: http://www.riddhitubes.com /
VI.	Whether Listed Company	Yes
VII.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower B, Plot Nos. 31 & 32 Financial District Nanakramguda, Serilingampally Mandal, Hyderabad - 500032 Phone: +91 040 67162222 Email: kishore.bv@karvy.com Website: Wwww.Karisma.Karvy.Com SEBI Registration No: INR000000221

II. Principal Business Activities of the Company:

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
i.	Manufacture of tubes, pipes and hollow profiles and of tube or pipe fittings of cast iron / cast-steel	24311	100

III. Particulars of holding, subsidiary and associate companies –

Sr. No.	Name and Address of the Company	CIN/ GLN	Holding / Subsidiary / Associate	%of Shares held	Applicable Section
	N. A.				



I. Share Holding Pattern (Equity Share Capital Breakup As Percentage Of Total Equity):

(I) Category – Wise Share Holding

Sr. No	Category of Share Holder	No. Of Shares Held At The Beginning Of The Year				No. Of Shares Held At The End Of The Year				% Change During The Year
		Demat	Physical	Total	% Of Total Shares	Demat	Physical	Total	% Of Total Shares	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(A)	PROMOTER AND PROMOTER GROUP									
(1)	INDIAN									
(a)	Individual /HUF	5688632	0	5688632	68.62	5688632	0	5688632	68.62	0.00
(b)	Central Government/State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A(1) :	5688632	0	5688632	68.62	5688632	0	5688632	68.62	0.00
(2)	FOREIGN									
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A(2) :	0	0	0	0.00	0	0	0	0.00	0.00
	Total A=A(1)+A(2)	5688632	0	5688632	68.62	5688632	0	5688632	68.62	0.00
(B)	PUBLIC SHAREHOLDING									
(1)	INSTITUTIONS									
(a)	Mutual Funds /UTI	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Financial Institutions /Banks	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00



(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(1) :	0	0	0	0.00	0	0	0	0.00	0.00
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	512555	261620	774175	9.34	936066	261620	1197686	14.45	5.11
(b)	Individuals									
	(i) Individuals holding nominal share capital up to Rs.1 lakh	318445	0	318445	3.84	314934	0	314934	3.80	-0.04
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	1506000	0	1506000	18.17	1041000	0	1041000	12.55	-5.61
(c)	Others									
	CLEARING MEMBERS	0	0	0	0.00	45000	0	45000	0.54	0.54
	NRI NON-REPATRIATION	3000	0	3000	0.04	3000	0	3000	0.04	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(2) :	2340000	261620	2601620	31.38	2340000	261620	2601620	31.38	0.00
	Total B=B(1)+B(2):	2340000	261620	2601620	31.38	2340000	261620	2601620	31.38	0.00
	Total (A+B):	8028632	261620	8290252	100.00	8028632	261620	8290252	100.00	0.00
(C)	Shares held by custodians, against which									
	Depository Receipts have been issued									
(1)	Promoter and Promoter Group									
(2)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	GRAND TOTAL (A+B+C) :	8028632	261620	8290252	100.00	8028632	261620	8290252	100.00	0.00

(ii) Shareholding of Promoters

	Name Of Shareholder	No. Of Shares Held At The Beginning Of The Year I.E 01.04.2018			No. Of Shares Held At The End Of The Year I.E 31.03.2019			% Change During The Year
		No. Of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered To total shares	No. Of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered To total shares	
1	Rajesh Mittal	429350	5.18	-	429350	5.18	-	-
2	Preeti Mittal	2957004	35.67	-	2957004	35.67	-	-



3	Rajesh Mittal HUF	546502	6.59	-	546502	6.59	-	-
4	Riddhi Mittal	341238	4.12	-	341238	4.12	-	-
5	Rajat Mittal	1414538	17.06	-	1414538	17.06	-	-

(iii) Change In Promoters' Shareholding (Please Specify, If There Is No Change)

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. Of shares	% of total shares of the company	No. Of shares	% of total shares of the company
1.	At the Beginning of the Year	5688632	68.62	5688632	68.62
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity Etc.) :	-	-	-	-
3.	At the end of the year	5688632	68.62	5688632	68.62

IV. Shareholding Pattern Of Top Ten Shareholders (Other Than Directors, Promoters And Holders Of GDR And ADR):

Sr. No.	Name of Top 10 Shareholders	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. Of shares	% of total shares of the company	No. Of shares	% of total shares of the company
1. Mayur Babubhai Patel						
	At the beginning of the year	01/04/2018	423000	5.10	423000	5.10
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	NO CHANGES				
	At the end of the year	31/03/2019			423000	5.10
2. Vivid Offset Printers Private Limited						
	At the beginning of the year	01/04/2018	225000	2.71	225000	2.71
	Purchase	20/04/2018	3000	0.04	228000	2.75
	Purchase	25/05/2018	12000	0.14	216000	2.61



Purchase	01/06/2018	27000	0.33	243000	2.93
Purchase	15/06/2018	21000	0.25	264000	3.18
Purchase	13/07/2018	12000	0.14	252000	3.04
Sale	03/08/2018	3000	0.04	249000	3.00
Sale	24/08/2018	21000	0.25	270000	3.26
Sale	12/10/2018	3000	0.04	267000	3.22
Purchase	19/10/2018	6000	0.07	261000	3.15
Purchase	08/02/2019	33000	0.40	294000	3.55
Purchase	29/03/2019	12000	0.14	282000	3.40
At the end of the year	31/03/2019			282000	3.40
3. Advance Multitech Ltd					
At the beginning of the year	01/04/2018	211620	2.55	211620	2.55
Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	NO CHANGES				
At the end of the year	31/03/2019			211620	2.55
4. Darshan Orna Limited					
At the beginning of the year	01/04/2018	132000	1.59	132000	1.59
Purchase	17/08/2018	114000	1.38	246000	2.97
Sale	23/11/2018	18000	0.22	228000	2.75
Sale	04/01/2019	39000	0.47	189000	2.28
Sale	08/02/2019	12000	0.14	177000	2.14
Sale	29/03/2019	9000	0.11	168000	2.03
At the end of the year	31/03/2019			168000	2.03
5. Ketan Rasiklal Shah					
At the beginning of the year	01/04/2018	129000	1.56	129000	1.56
Sale	31/08/2018	129000	1.56	0	0.00
At the end of the year	31/03/2019			0	0
6. Beeline Broking Limited					
At the beginning of the year	01/04/2018	112324	1.35	112324	1.35
Purchase	13/04/2018	3000	0.04	114000	1.38
Sale	22/06/2018	3000	0.04	111000	1.34
Sale	29/06/2018	6000	0.07	105000	1.27
Sale	06/07/2018	3000	0.04	102000	1.23
Sale	17/08/2018	102000	1.23	0	0.00
Purchase	22/02/2019	3000	0.04	3000	0.04
Sale	29/03/2019	3000	0.04	0	0.00
At the end of the year	31/03/2019			0	0
7. Keshav Vijay Biyani					
At the beginning of the year	01/04/2018	90000	1.09	90000	1.09
Sale	24/08/2018	39000	0.47	51000	0.62



Sale	31/08/2018	51000	0.62	0	0.00
At the end of the year	31/03/2019			0	0
8. Advance Synthetic					
At the beginning of the year	01/04/2018	50000	0.60	50000	0.60
Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	NO CHANGES				
At the end of the year	31/03/2019			50000	0.60
9. Mahesh Sohanlal Jhawar					
At the beginning of the year	01/04/2018	45000	0.54	45000	0.54
Sale	17/08/2018	30000	0.36	15000	0.18
Sale	31/08/2018	15000	0.18	0	0.00
At the end of the year	31/03/2019			0	0
10. NIYATI KETAN SHAH					
At the beginning of the year	01/04/2018	45000	0.54	45000	0.54
Sale	31/08/2018	45000	0.54	0	0
At the end of the year	31/03/2019			0	0

V. Indebtedness (Indebtedness of the Company Including Interest Outstanding / Accrued But Not Due For Payment)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits (shareholder + Director)	Total indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
Principal Amount	602017905	226483385	-	828501290
Interest due but not paid			-	
Interest accrued but not due			-	
Total (i+ii+iii)	602017905	226483385	-	828501290
Change in Indebtedness during the financial year			-	
Addition	3988843264	879446617	-	4868289881
Reduction	3870965678	790585974	-	4661551652



Net Change	117877586	88860643	-	206738229
Indebtedness at the end of the financial year				
Principal Amount	719895491	315344028	-	1035239519
Interest due but not paid			-	
Interest accrued but not due			-	
Total (i+ii+iii)	719895491	315344028	-	1035239519

VI. Remuneration of Directors And Key Managerial Personnel

A. Remuneration To Managing Director, Whole-Time Directors, Other Non-Executive Director And / Or Manager :

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager/other Executive Director		Total Amount (in Rs.)
		Rajesh Mittal (M.D.)	Preeti Mittal (C.F.O.)	
1.	Gross salary	6,00,000	5,40,000	11,40,000
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	6,00,000	5,40,000	11,40,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission as % of profit	0	0	0
5.	Other Allowances	0	0	0
	TOTAL (A)	6,00,000	5,40,000	11,40,000



B. Remuneration to Other Directors:

Sr. No.	Name of Director	Particulars of Remuneration			Total Amount (in Rs.)
		Fee for attending board/ committee meetings	Commission	Others, please specify	
1.	Independent Directors				
	Paras K Shah	-	-	-	-
	Kirankumar Agarwal	-	-	-	-
	Saurin S Shah	-	-	-	-
	Total	-	-	-	-
2.	Non – Executive Director	-	-	-	-
	Total (2)	-	-	-	-
	TOTAL (1+2)	-	-	-	-
	Overall ceiling as per the Act	One Lac per Board / Committee Meeting			

C. Remuneration To Other Key Managerial Personnel:

Sr. No.	Particulars of Remuneration	Nikhil Vadera - C.S.	Total Amount (in Rs.)
1.	Gross salary	3.00 Lacs	3.00 Lacs
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission as % of profit	-	-
5.	Other Allowances	-	-
	TOTAL (A)	3.00 Lacs	3.00 Lacs



II. Penalties / Punishment/ Compounding of Offences:

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



INDEPENDENT AUDITORS' REPORT

To,
The Members
RIDDHI STEEL AND TUBE LIMITED

Report on Financial Statements

We have audited the accompanying financial statements of **RIDDHI STEEL AND TUBE LIMITED (“the Company”)**, which comprises Balance Sheet as at 31st March 2019, the Statement of Profit and Loss, Statement of changes in equity and the statement of Cash flow Statement for the year ended, and a Summary of significant accounting policies and other explanatory information.

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2019;
- b) In the case of the Statement of Profit and Loss, of the **Profit** for the year ended on that date;
- c) the case of the Cash Flow Statement, of the Cash Flow 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 thereunder, 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 Matter

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.

OTHER INFORMATION

The company's board of the director is responsible for the preparation of the other information, the other information comprises of the information included in the management discussion and analysis, board's report including annexures to board's reports, business responsibility report, corporate governance and shareholder's information but does not include the standalone financial statements and our auditor's report there on. Our opinion on the standalone financial statement does not cover the other information and we do not express any form of assurance, conclusion thereon. In connection with our audit of the standalone financial statements our responsibility is to read the other information and in doing so consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. On the basis of work we have performed, we conclude that there are no material misstatements.



Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 materials misstatement, whether due to fraud or error.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provision of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedure selected depends on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We are also responsible to 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 entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause an entity to cease to continue as a going concern



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Materiality is the magnitude of misstatements, that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (I) planning the scope of our audit work and in evaluating the results of our work; and (II) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant 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 to those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and 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 we 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, 2016 (the Order) issued by the Central Government in terms of Section 143 (11) of the Act, we enclosed in the annexure A, a statement on matters specified in paragraph 3 & 4 of the said order.
2. As required by Section 143 (3) of the Act, based on our Audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 Cash flow Statement dealt with by this Report are in agreement with the 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, except specified in accounting policies attached with financial statements.
 - e) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
 - f) On the basis of the written representations received from the directors as on 31st March 2019 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2019 from being appointed as a directors in terms of section 164(2) of the Act.



- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, Report on the Internal Financial Controls under Clause (1) of Sub-section 3 of section 143 of the companies Act, 2013 (“the Act”)- is enclosed an annexure B to this report.
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. As informed to us the Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For, JIGAR SHAH & ASSOCIATES
Chartered Accountants
Firm Reg. No.: 128263W

Date: 18.06.2019
Place: Ahmedabad

Sd/-
CA JIGAR M SHAH
Proprietor
M. NO.: 075778



ANNEXURE A– Report under the Companies (Auditor’s Report) Order, 2016

Referred to in of our report of even date

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

1. In respect of Fixed Assets:

- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets on the basis of available information.
- (b) As per the information and explanations given to us, the management at reasonable intervals during the year in accordance with a programme of physical verification, physically verified the fixed assets and no material discrepancies were noticed on such verification as compared to the available records.
- (c) The Company does not hold the immovable property. Therefore the provisions of Clause 3(i) (c) of the said Order are not applicable to the Company.

2. In respect of Inventories :

As explained to us, the inventory has been physically verified at reasonable intervals during the year by the management. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on physical verification during the year.

3. In respect of Loans and Advances granted during the year:

- (a) The Company has not granted unsecured loan to wholly owned subsidiary company covered in the register maintained under section 189 of the Act. In our opinion and according to the information and explanation given to us, the terms and condition of loans are not prejudicial to the company’s interest, having regards to management’s representation that the loans are given to such parties considering the company’s economic interest and long term trade relationship with such parties.
- (b) In respect of loans granted to parties covered in the register maintained under section 189 of the Companies Act, 2013, loans are repayable on demands and are interest free. Management has not demanded repayment of loan. Accordingly, there has been default on the part of the parties to whom the money has been lent.

4. Loans, Investments & Guarantees:

According to information and explanation given to us, the company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under section 185 and 186 of the Companies Act, 2013. Therefore, the provisions of clause 3(iv) of the said order not applicable to the company.



5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits in contravention of Directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable . No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
6. It has been explained to us that the maintenance of cost records has not been prescribed under section 148(1) of the Act.
7. **In respect of statutory dues:**
 - (a) According to the records of the company the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, Cess and other material statutory dues applicable to it.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, Service Tax, GST, sales tax, custom duty, excise duty and Cess were in arrears, as at 31-Mar-2019 for a period of more than six months from the date they became payable.
 - (c) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, excise duty and Cess which have not been deposited on account of any dispute.
8. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion, the company has not defaulted in repayment of dues to a financial institution, bank, Government or dues to debenture holders.
9. The company has not raised moneys by way of initial public offer or further public offer (including debt instrument) and term loans.
10. Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit that causes the financial statements to be materially misstated.
11. The Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. The company is not a Nidhi Company hence this clause is not applicable.
13. Based upon the audit procedures performed and according to the information and explanations given to us, All transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.



15. The company has entered into non-cash transactions with directors or persons connected with him and the provision of section 192 of Companies Act, 2013 has been complied with.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For, **JIGAR SHAH & ASSOCIATES**
Chartered Accountants
Firm Reg. No.: 128263W

Date: 18.06.2019
Place: Ahmedabad

Sd/-
CA JIGAR M SHAH
Proprietor
M. NO.: 075778

ANNEXURE-B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **RIDDHI STEEL AND TUBES LIMITED** as of 31-Mar-2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.



Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31-Mar-2019.

For, JIGAR SHAH & ASSOCIATES
Chartered Accountants
Firm Reg. No.: 128263W

Date: 18.06.2019
Place: Ahmedabad

Sd/-
CA JIGAR M SHAH
Proprietor
M. NO.: 075778



STANDALONE BALANCE SHEET

As at March 31, 2019

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018
<u>EQUITY AND LIABILITIES</u>			
(I) Shareholders' Funds			
(a) Share Capital	1	8,29,02,520	8,29,02,520
(b) Reserves & Surplus	2	33,91,44,432	28,93,78,090
(2) Share Application Money Pending Allotment		-	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	3	52,66,14,199	41,63,13,052
(b) Deferred Tax Liabilities (Net)		30,36,026	1,27,70,098
(4) Current Liabilities			
(a) Short-Term Borrowings	4	50,86,25,320	41,21,88,237
(b) Trade Payables	5	5,74,82,981	10,10,16,937
(c) Other Current Liabilities	6	1,84,59,265	1,03,87,776
(d) Short-Term Provisions	7	1,83,02,054	1,59,66,482
Total		1,55,45,66,797	1,34,09,23,191
<u>II ASSETS</u>			
(I) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	8	26,52,17,707	26,46,91,963
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress	8(A)	3,47,06,513	3,47,06,513
(2) Current Assets			
(a) Inventories	9	44,28,55,688	34,61,32,198
(b) Trade Receivables	10	65,25,54,204	54,59,05,334
(c) Cash and Cash Equivalents	11	74,17,533	15,58,465
(d) Short-Term Loans and Advances	12	15,18,15,151	14,79,28,719
Total		1,55,45,66,797	1,34,09,23,191
Significant Accounting Policies	20		
Additional Notes to Financial Statement	21		

As per our report of even date For
For Jigar Shah and Associates
Chartered Accountants

Sd/-
C.A. Jigar M Shah
[Proprietor]
FRN: 128263W/ M. No.075778
Place: Ahmedabad
Date: 18.06.2019

For Riddhi Steel and Tube Limited

Sd/-
Rajesh Mittal
Managing Director

Sd/-
Devansh Gala
Company Secretary

Sd/-
Preeti Mittal
Director / CFO



STATEMENT OF PROFIT AND LOSS

For the year ended March 31, 2019

Particulars	Note No.	For the year ended 31.03.2019	For the year ended 31.03.2018
(I) REVENUE			
Revenue from Operations	13	3,76,53,97,393	2,69,53,37,361
Other Income	14	1,82,99,600	63,88,527
(II) Total Revenue		3,78,36,96,993	2,70,17,25,888
(III) EXPENSES			
Cost of Material Consumed	15	3,44,51,26,697	2,38,84,39,409
(Increase) / Decrease in Stock	16	4,56,14,247	1,95,97,824
Employee Benefits Expense	17	1,47,01,159	1,20,44,204
Financial Charges	18	11,77,63,979	8,53,07,536
Administrative and Selling Expenses	19	6,73,37,234	11,52,26,615
Depreciation and Amortisation expense	8	3,51,21,407	3,28,19,216
(IV) Total Expenses		3,72,56,64,723	2,65,34,34,803
(V) Prior Period Items		-	-
(VI) Profit / (Loss) Before Exceptional items and Tax (II-IV)		5,80,32,270	4,82,91,085
(VII) Exceptional items		-	-
(VIII) Profit/(Loss) before Taxes - PBT (VI-VII)		5,80,32,270	4,82,91,085
(IX) Tax Expense:			
Current tax		1,80,00,000	1,59,66,482
Deferred tax		(97,34,072)	9,57,377
Prior Income Tax		-	
(X) Profit/(Loss) for the period after tax		4,97,66,342	3,13,67,226
(XI) Earnings per share			
- Basic EPS		6.00	3.78
- Diluted EPS		6.00	3.78
- Nominal value of shares		10.00	10.00
Significant Accounting Policies	20		
Additional Notes to Financial Statement	21		

As per our report of even date For
For Jigar Shah and Associates
Chartered Accountants

Sd/-
C.A. Jigar M Shah
[Proprietor]
FRN: 128263W/ M. No.075778
Place: Ahmedabad
Date: 18.06.2019

For Riddhi Steel and Tube Limited

Sd/-
Rajesh Mittal
Managing Director

Sd/-
Devansh Gala
Company Secretary

Sd/-
Preeti Mittal
Director / CFO



CASH FLOW STATEMENT

For the year ended March 31, 2019

Particulars	Amount	Amount
Cash Flow From Operating Activities :		
Net Profit before tax as per Profit and Loss statement	5,80,32,270	
Add: Non Cash and Non Operating Expenses		
Depreciation	3,51,21,407	
Preliminary Expenses Written off	-	
Interest Expense & Bank Charges	11,77,63,979	
Less: Non Operating Income		
Profit on Sale of Property, Plant & Equipments	3,51,221	
Interest Income	1,55,88,123	
Cash Flow before change in working capital	19,49,78,312	
Decrease in Trade Payable	(4,35,33,956)	
Decrease in Short term borrowings	9,64,37,083	
Increase in Other Current Liabilities	80,71,489	
Increase in Short Term Provisions	3,02,054	
Increase in Short Term Loans & Advances	(38,86,432)	
Increase in Inventories	(9,67,23,490)	
Increase in Trade Recievable	(10,66,48,870)	
Cash Flow Before Tax	4,89,96,190	
Less: Tax Paid	1,59,66,482	
Cash Flow From Operating Activities		3,30,29,708
Cash Flow From Investing Activities:		
Interest Income	1,55,88,122	
Sale of Fixed Assets	5,75,000	
Purchase of Fixed Assets	(3,58,70,930)	
Cash Flow From Investing Activities		(1,97,07,808)
Cash Flow From Financing Activities:		
Equity Shares Capital Issued	-	
Interest on Loan & Bank Charges	(11,77,63,979)	
Procurement of Long Term Loans	11,03,01,147	
Cash Flow From Financing Activities		(74,62,832)
Net Cash Flow During the year		58,59,068
Cash & Cash Equivalents at the beginning of the Year		15,58,465
Cash & Cash Equivalents at the end of the Year		74,17,533
Net Increase/(decrease)		58,59,068

As per our report of even date For
For Jigar Shah and Associates
Chartered Accountants

Sd/-
C.A. Jigar M Shah
[Proprietor]
FRN: 128263W/ M. No.075778
Place: Ahmedabad
Date: 18.06.2019

For Riddhi Steel and Tube Limited

Sd/-
Rajesh Mittal
Managing Director

Sd/-
Devansh Gala
Company Secretary

Sd/-
Preeti Mittal
Director / CFO



**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED
MARCH 31, 2019**

NOTE NO. 01 - SHARE CAPITAL		Amt in Rs.		
Particulars	As at 31.03.2019		As at 31.03.2018	
Authorised Shares				
85,00,000 Equity Shares of Rs.10/- each	8,50,00,000	8,50,00,000	8,50,00,000	8,50,00,000
Issued, Subscribed and Paid up shares				
82,90,252 Equity Shares of Rs.10/- each fully paid up	8,29,02,520	8,29,02,520	8,29,02,520	8,29,02,520
a. Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period:				
	Nos.	Rupees	Nos.	Rupees
Equity Shares:				
At the beginning of the period	8,29,02,520	8,29,02,520	8,29,02,520	8,29,02,520
Shares Issued during the year as fully paid	-	-	-	-
Outstanding at the end of the period	8,29,02,520	8,29,02,520	8,29,02,520	8,29,02,520
b. Details of Shareholders holding more than 5% shares in the company:				
Particulars	As at 31.03.2019		As at 31.03.2019	
	No. of Shares	%	No. of Shares	%
Equity Shares of Rs.10/- each fully paid				
Mr. Rajesh R Mittal HUF	5,46,502	6.59%	5,46,502	6.59%
Smt. Preeti R. Mittal	29,57,004	35.67%	29,57,004	35.67%
Mr. Rajat R Mittal	14,14,538	17.06%	14,14,538	17.06%
Mr. Rajesh R Mittal	4,29,350	5.18%	4,29,350	5.18%
Mr. Mayur B Patel	4,23,000	5.10%	4,23,000	5.10%

NOTE NO. 02 - RESERVES & SURPLUS		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	
Share Premium			
Balance as per the last financial statement	1,35,00,000	1,35,00,000	
Add: Amount transferred to share premium account	6,55,20,000	6,55,20,000	
Less: Amount transferred From share premium account	-	-	
Closing Balance	7,90,20,000	7,90,20,000	
Surplus / (deficit) in the Statement of Profit and Loss			
Balance as per the last financial statement	21,03,58,090	17,89,90,864	



Add: Profit for the period	4,97,66,342	3,13,67,226
Less: Depreciation in respect of Assets whose useful life is over	-	-
Add: DTA in respect of Assets whose useful life is over	-	-
Closing Balance	26,01,24,432	21,03,58,090
Total of Reserves and Surplus	33,91,44,432	28,93,78,090

NOTE NO. 03 - LONG TERM BORROWINGS		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	
Secured Loan:			
From Term Loan Account	20,68,83,352	18,47,57,044	
From Kotak Mahindra Prime Ltd	33,41,108	49,45,707	
From ICICI Bank Loan	10,45,711	1,26,916	
	21,12,70,171	18,98,29,667	
Unsecured Loan:			
From Directors	2,62,84,816	5,65,39,899	
From Shareholders, Relative & Others	28,90,59,212	16,99,43,486	
	31,53,44,028	22,64,83,385	
Total	52,66,14,199	41,63,13,052	

NOTE NO. 4 SHORT TERM BORROWINGS		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	
Secured Loan:			
From Bank Cash Credit A/C (Secured against Movable And Immovable Property & Personal guarantee of Promoters.)	50,86,25,320	41,21,88,237	
Total	50,86,25,320	41,21,88,237	

NOTE NO. 05 - TRADE PAYABLES		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	
Creditors For Goods & Expenses	2,42,86,092	6,00,51,820	
Creditors For Capital Goods	3,31,96,890	4,09,65,117	
Total	5,74,82,981	10,10,16,937	

NOTE NO. 06 - OTHER CURRENT LIABILITIES		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	
Advance From Customers	1,59,95,002	56,89,191	
Statutory Liabilities	24,39,545	46,81,398	
Other Liabilities	24,718	17,187	
Total	1,84,59,265	1,03,87,776	

NOTE NO. 07 - SHORT TERM PROVISIONS		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	
Provision For Income Tax	1,80,00,000	1,59,66,482	
Unpaid Expenses	12,215	-	
Provision For Bonus and Leave	2,89,839	-	
Total	1,83,02,054	1,59,66,482	



RIDDHI STEEL & TUBE LIMITED
NOTES TO FINANCE STATEMENT FOR THE YEAR ENDED

RIDDHI STEEL & TUBE LIMITED		RIDDHI STEEL & TUBE LIMITED										
NOTE NO.08 : TANGIBLE ASSETS:		NOTES TO FINANCE STATEMENT FOR THE YEAR ENDED										
Sr. No.	Particulars	Rate	Cost			Depreciation			Net Book Value			
			As at 01.04.2018	Additions	Deletions	As at 31.03.2019	Up to 31.03.2018	For the year	Deductions	Up to 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	Factory Building	10.00%	7,63,34,173	11,59,989		7,74,94,162	3,50,48,429	39,30,844	-	3,89,79,273	3,85,14,889	4,12,85,744
2	Furnitures & Fixtures	18.10%	8,01,548			8,01,548	7,42,293	14,811	-	7,57,104	44,444	59,255
3	Plants & Machineries	13.91%	33,80,64,169	3,32,32,742		37,12,96,911	16,23,89,226	2,56,15,182	-	18,80,04,408	18,32,92,503	17,56,74,943
4	Cooling Set	13.91%	1,71,000			1,71,000	1,16,808	7,533	-	1,24,341	46,659	54,192
5	Office Equipments	13.91%	13,64,215			14,74,835	10,16,110	1,17,479	-	11,33,589	3,41,246	3,48,105
6	Electrical Fittings	13.91%	97,00,593			97,00,593	85,61,637	3,16,345	-	88,77,982	8,22,611	1,38,956
7	Computer & Peripherals	40.00%	16,83,897			19,83,428	12,73,160	1,24,291	-	13,97,451	5,85,977	4,10,737
8	Motor Cars	25.89%	2,86,07,376			2,38,57,976	1,52,82,302	29,61,250	55,62,296	1,26,81,256	1,11,76,720	1,33,25,074
9	Air Conditioners	13.91%	4,95,230			4,95,230	4,35,699	3,600	-	4,59,299	55,931	59,531
10	Scooter	25.89%	4,47,397			4,47,397	3,57,023	23,211	-	3,80,234	67,163	90,374
11	Crane	13.91%	96,64,918			96,64,918	63,34,764	4,62,891	-	67,97,655	28,67,263	33,30,154
12	Roll Set	13.91%	32,65,279			32,65,279	22,49,494	1,51,522	-	24,01,016	8,64,263	10,15,785
13	Office Building		1,78,31,501		31373	1,78,44,523	26,24,883	13,92,448	-	40,17,331	1,38,27,192	15188267
14	Land		1,27,08,446			1,27,10,846	-			-	1,27,10,846	1,27,08,446
	TOTAL		50,11,23,791	3,58,70,930	57,86,075	53,12,08,646	23,64,31,828	3,51,21,407	55,62,296	26,59,90,939	26,52,17,707	26,46,91,963
NOTE NO.08(A) : CAPITAL WORK IN PROGRESS:-												
Sr. No.	Particulars	Rate	Cost			Depreciation			Net Book Value			
			As at 01.04.2018	Additions	Deletions	As at 31.03.2019	Up to 31.03.2018	For the year	Deductions	Up to 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	Factory Building	N.A.	31,45,403	-	-	31,45,403					31,45,403	31,45,403
2	Plant & Machinery	N.A.	3,15,61,110	-	-	3,15,61,110					3,15,61,110	3,12,62,002
3	Office Building	N.A.	-	-	-	0					0	-
	TOTAL		3,47,06,513	-	-	3,47,06,513					3,47,06,513	3,44,07,405



NOTE NO. 09 – INVENTORIES		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2019
Raw material	29,54,40,048		15,43,12,311
Store & Spares (Including Oil Lubricants)	70,55,561		58,45,561
Semi Finished Goods(Including Scrap)	7,97,11,776		4,78,13,254
Finished Stock	6,06,48,303		13,81,61,072
Total	44,28,55,688		34,61,32,198

NOTE NO. 10 - TRADE RECEIVABLES		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2019
Sundry Debtors	65,25,54,204		54,59,05,334
Total	65,25,54,204		54,59,05,334

NOTE NO. 11 - CASH AND CASH EQUIVALENTS		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2019
Cash on Hand:			
Cash on hand	13,56,811		6,74,461
Balances with Banks:			
On Current Account With Banks:	50,51,647		6,48,047
In Fixed Deposit	10,09,075		2,35,957
Total	74,17,533		15,58,465

NOTE NO. 12 - SHORT TERM LOANS AND ADVANCES		Amt in Rs.	
Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2019
Security Deposit (Unsecured, Considered good):			
Torrent Power	24,48,239		24,48,239
Electricity Deposits (B)	-		-
BSE Deposits	8,89,200		8,89,200
Tender Deposits	5,07,920		-
Other deposits	18,25,200		30,200
Balances With Government Authority:			
TDS & TCS Receivables	42,38,027		25,96,405
Service Tax Receivable	5,31,114		5,29,382
Excise Duty	6,06,836		6,06,836
Income Tax	1,76,20,021		1,74,35,490
GST Tax Receivable	2,84,84,274		2,30,80,622
Value Added Tax Receivable	11,160		11,160
Other Loans and Advances (Unsecured, Considered good):			
Advances to Suppliers	94,45,575		87,43,982
Advances for Capital Goods	27,70,723		21,87,763
Advances to Staff	6,78,534		5,21,048
Interest Receivable (Torrent Power) and FDR	1,37,713		1,48,730
Prepaid Insurance	2,57,260		2,48,837



Prepaid Listing Fees	71,726	1,01,726
Prepaid Processing Charges	32,13,514	33,83,909
Trade Discount Receivable	1,78,72,203	1,60,11,679
L.C Margin and Interest Receivable	34,681	20,581
Loans & Advances	5,58,19,751	6,63,32,349
Prepaid Stamp Charges	43,51,480.00	26,00,580
Total	15,18,15,151	14,79,28,719

NOTE NO. 13 - REVENUE FROM OPERATION		Amt in Rs.
Particulars	2018-19	2017-18
Sale of Products:		
Net Sales (Domestic):	3,21,74,71,865	2,29,46,30,788
	3,21,74,71,865	2,29,46,30,788
Add:		
Excise Duty	-	4,71,70,917
Value Added Tax/Central Sales Tax/GST Tax	54,79,25,528	35,35,35,656
Total	3,76,53,97,393	2,69,53,37,361

NOTE NO. 14 - OTHER INCOME		Amt in Rs.
Particulars	2018-19	2017-18
Interest Income	1,55,88,123	60,72,584
Kasar Income & Sundry Write off	(6,145)	3,13,341
Vat Refund/Margin Money Refund/GST	-	-
Foreign Exchange Gain or Loss	23,06,339	-
Profit on Sale Of Car	3,51,221	-
Other Income	60,062	2,602
Total	1,82,99,600	63,88,527

NOTE NO. 15 - COST OF MATERIAL CONSUMED		Amt in Rs.
Particulars	2018-19	2017-18
Raw Material		
Opening Stock	15,43,12,311	8,31,25,366
Add: Purchase	3,56,15,39,643	2,44,69,47,380
Less: Closing Stock	29,54,40,048	15,43,12,311
	3,42,04,11,906	2,37,57,60,435
Store & Tools (Including Oil & Lubricants)		
Opening Stock	58,45,561	24,71,061
Add: Purchase	2,59,24,791	1,60,53,474
Less: Closing Stock	70,55,561	58,45,561
	2,47,14,791	1,26,78,974
Total	3,44,51,26,697	2,38,84,39,409



NOTE NO. 16 - INCREASE/(DECREASE) IN STOCK		Amt in Rs.
Particulars	2018-19	2017-18
Opening Stocks of Semi Finished Goods	4,78,13,254	4,85,68,005
Less: Closing Stock of Semi Finished Goods (Including Scrap)	7,97,11,776	4,78,13,254
	(3,18,98,522)	7,54,751
Opening Stocks of Finished Goods	13,81,61,072	15,70,04,145
Less: Closing Stock of Finished Goods	6,06,48,303	13,81,61,072
	7,75,12,769	1,88,43,073
Total	4,56,14,247	1,95,97,824

NOTE NO. 17 - EMPLOYEE BENEFITS EXPENSE		Amt in Rs.
Particulars	2018-19	2017-18
Salary and Bonus and Leave	1,19,03,848	99,86,048
Staff Welfare Expense	15,03,418	8,34,883
Contribution to PF, EPF, ESIC, Etc.	1,53,893	83,273
Remuneration to Directors	11,40,000	11,40,000
Total	1,47,01,159	1,20,44,204

NOTE NO. 18 - FINANCIAL CHARGES		Amt in Rs.
Particulars	2018-19	2017-18
Interest Expenses		
Interest On Term Loan	2,20,44,429	46,13,925
Interest On Bank OD	5,61,43,658	4,93,46,519
Interest On LC		
Interest On Depositors & Bill Discounted And Others	3,79,24,043	2,66,08,278
Other Borrowing Cost		
Bank Charges, Commission and Processing Charges	16,51,849	47,38,814
ILC Charges	-	-
Total	11,77,63,979	8,53,07,536



NOTE NO. 19 - ADMINISTRATIVE AND SELLING EXPENSES		Amt in Rs.
Particulars	2018-19	2017-18
Audit Fees	-	2,12,000
Advertisement Expenses	68,800	5,100
Commission On Sales	1,42,549	5,74,935
Donation Exp	4,48,411	1,16,111
Misc.Expenses	25,27,918	13,70,695
Central Sales Tax	-	19,11,326
Excise Expenses	-	1,77,34,125
Demrage Charges	12,14,701	8,32,937
Loading & Unloading Charges	9,18,411	14,55,043
Transport Charges	1,17,59,085	1,52,90,589
Power Consumption	2,60,43,334	2,31,36,614
Wages Charges	32,73,839	33,69,002
Interest on IT,Cst,Vat,Tds & Other	4,480	5,300
Income Tax Expenses	(8,89,891)	10,61,909
Insurance Expenses	7,46,673	4,19,609
Lease Rent	43,000	67,000
Legal & Professional Fees	24,31,810	34,96,517
Security Charges	10,77,169	13,16,708
Labour Charges	4,41,605	6,15,135
Labour Contract Charges	66,76,231	-
Licence Fees	98,490	94,500
Municipal Tax	6,77,673	11,22,589
Petrol Expenses and Conveyance	1,44,718	1,68,614
Postage & Courier Expenses	1,20,719	41,262
Printing & Stationary Expenses	3,28,819	1,28,456
Rating Fees	-	75,000
Repair & Maintance	5,26,518	7,60,651
Service Tax	-	5,19,512
GST Exp/Vat	26,59,230	2,57,45,876
Stamping and Stampduty Expenses	11,88,440	8,98,320
Telephone Expenses	2,20,820	2,36,918
Testing Fees	60,745	66,431
Travelling Expenses	41,05,638	20,32,749
Value Added Tax	2,12,398	1,03,45,083
Listing Fees	64,902	-
Total	6,73,37,234	11,52,26,615



20. SIGNIFICANT ACCOUNTING POLICIES

(i). BASIS OF PREPARATION:

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis. Accounting Policies have been consistently applied by the company.

(ii). USE OF ESTIMATES:

The preparation of the financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Management believes that the estimates used in the preparation of financial statement are prudent and reasonable. Future results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

(iii). INVENTORY:

Inventories are valued as under;

- a) Finished goods at cost including production overheads.
- b) Packing Materials and Work In Progress at cost.

All the duties and taxes have been considered while valuing the inventory, in accordance with provisions of section 145A of the Income Tax Act, 1961.

(iv). REVENUE RECOGNITION:

In appropriate circumstances, revenue is recognized on accrual basis when no significant uncertainty as to determination or realization exists.

Sales are accounted for on gross sales including excise duty & value added Tax.

Sales are accounted on dispatch of goods from the company premises.

All the items of expenses and income are accounted on accrual basis.

(v). PROPERTY, PLANT AND EQUIPMENTS AND DEPRECIATION:

Tangible property, plant and equipments are stated at cost of acquisition includes inward freight, non-refundable duties, taxes and other directly attributable incidental expenses, net of CENVAT credit and value added tax. Depreciation is provided as per the Written Down Value Method on the basis of useful life specified in the schedule II of the Companies Act, 2013.

(vi). EMPLOYEE BENEFITS:

Short – Term Employee Benefits:

Bonus:

The Company has provided for Bonus, payable to its employees, for their services rendered during the year, as per the Company's rules and policy, on an undiscounted basis.



(vii). BORROWING COST:

Borrowing Cost relating to acquisition, construction of fixed assets or production of qualifying assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to period till such assets are ready to be put to use . Other borrowing Cost are recognized as an expense in the period in which these are incurred.

(viii). SEGMENT REPORTING:

In terms of AS-17 on “Segment Reporting” the company neither has more than one business segment nor more than one geographical segment requiring separate disclosures as there are no more distinguishable component or economic environments of the enterprise engaged in providing individual product or service or a group of related products or services and the same are not subjected to different risks and returns either of business or geographical segments.

(ix). EARNING PER SHARE:

The basic earnings per Share is calculated by dividing the Net profit or loss for the year attributable to Equity Shareholders by the weighted average number of equity shares outstanding during the year. The basic and diluted EPS are same as the company has no potential Equity shares.

(x). TAXES ON INCOME:

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognized if there is virtual certainty that sufficient future taxable income will be available against which such assets can be realized. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Such assets are reviewed at each Balance sheet date to reassess realization. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

(xi). PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Assets are neither recognized nor disclosed in the financial statements.



21. ADDITIONAL NOTES TO FINANCIAL STATEMENTS:

21.1 CONTINGENT LIABILITIES NOT PROVIDED FOR:

There are no contingent liabilities which are not provided for.

21.2 EARNINGS PER SHARE (EPS):

Weighted Average No. Of Equity shares. (Weighted Average is calculated on day basis)	8290252
Profit after tax for the year (Rs)	49766342
Earning per share (Rs.)	6.00

21.3 In the opinion of the Board, Current Assets, Loans and Advances are approximately of the value stated if realized in the ordinary course of business. The provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.

21.4 Balances of Debtors, Creditors and Loans & Advances are subject to confirmation. Adjustments, if any, will be made at the time of reconciliation of accounts. The confirmation in respect of sundry creditors has been called for during the year.

21.5 RELATED PARTY TRANSACTIONS:

List of Related Party with whom transaction were effected during the year :

Sr. No.	Name	Relation
1	Rajesh R. Mittal	Key Managerial Person
2	Preeti R. Mittal	Key Managerial Person
3	Rajat R. Mittal	Relative of Key Managerial Person

Details of Related Party Transactions:

Particulars	2018-19	2017-18
<u>Loans Accepted/(Repaid):</u>		
Rajesh R. Mittal	108937682	80242792
Rajesh R. Mittal	(117456998)	(67995771)
Preeti R. Mittal	89972627	162724093
Preeti R. Mittal	(111708392)	(135487506)
Rajat R. Mittal	-	-
Rajat R. Mittal	-	-
<u>Interest :</u>		
Rajesh R. Mittal	2261540	3010063
Preeti R. Mittal	4501121	3926732



Rajat R. Mittal	Nil	Nil
Remuneration		
Rajesh R. Mittal	600000	600000
Rajat R. Mittal	Nil	Nil
Preeti R. Mittal	540000	540000
Rent Paid		
Rajesh R. Mittal	Nil	Nil

21.6 LEASE:

Operating Lease Details:

Sr. No.	Particulars	Details
I.	Land at Ahmedabad	24Th April, 2002
	Period of Lease Agreement	30 Years
	Total Lease Rent p.a.	Rs. 43000 /-

21.7 Previous year's figures have been regrouped / reclassified to make them comparable with those of the current year, wherever necessary.

21.8 Figures have been rounded off to the nearest rupees.

SIGNATURES TO NOTES I TO 21

As per our report of even date For
For Jigar Shah and Associates
Chartered Accountants

Sd/-
C.A. Jigar M Shah
[Proprietor]
FRN: I28263W/ M. No.075778
Place: Ahmedabad
Date: 18.06.2019

For Riddhi Steel and Tube Limited

Sd/-
Rajesh Mittal
Managing Director

Sd/-
Devansh Gala
Company Secretary

Sd/-
Preeti Mittal
Director / CFO



FORM MGT-11 PROXY FORM

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

CIN	
Name of Company	
Address	

Name of member	
Address	
Email	
Folio no. / client id	
Dp id	

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

Name	
Address	
Email	

or failing him/her

Name	
Address	
Email	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on the Monday, 30 September 2019 IST 04.00 p.m. and at any adjournment thereof in respect of such resolutions proposed to be passed therein as under:

Item no	Resolution	Vote	
		For	Against
Ordinary Business			
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st day of March 2019, together with the Reports of the Board of Directors and Auditors thereon.		
2	To re-appoint a director Mrs Preeti Mittal (DIN 01594555) who retires by rotation and being eligible & offers herself for re-appointment.		
3	appointment of Statutory Auditors and fix their remuneration and to consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution.		
Special Business			
4	Ratification of Remuneration of Cost Auditor of the Company for the financial year 2019-20.		

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

Signature of shareholder.....

(Affix Re. 1/-Revenue Stamp)

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 situated at 83/84, Village Kamod, Piplaj-Pirana Road, Ahmedabad 382427 not less than 48 hours before the commencement of the 27th Annual General Meeting.
2. A proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorization should be attached to the Proxy Form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent 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 proxy for any other person or Member.
5. For the resolutions, explanatory statement and notes, please refer to the Notice of the Eighteenth (18th) Annual General Meeting.
6. Please complete all details including details of member(s) in above box before submission.



FORM NO. MGT.12

Polling Paper

Name of the Company: **Riddhi Steel and Tube Limited**

Registered office: 83/84, Village Kamod, Piplaj-Pirana Road, Ahmedabad 382427.

BALLOT PAPER

S No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote at 18th AGM, held on Monday, 30th September, 2019 At 04:00 p.m.. in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Particulars	No. of shares held	I assent to the resolution	I dissent from the resolution
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st day of March 2019, together with the Reports of the Board of Directors and Auditors thereon.			
2	To re-appoint a director Mrs Preeti Mittal (DIN 01594555) who retires by rotation and being eligible & offers herself for re-appointment.			
3	appointment of Statutory Auditors and fix their remuneration and to consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution.			
4	Ratification of Remuneration of Cost Auditor of the Company for the financial year 2019-20.			

Place:

Date:

(Signature of the shareholder)



ATTENDANCE SLIP

ANNUAL GENERAL MEETING - 30.09.2019

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

Joint shareholders may obtain additional slip at the venue of the meeting.

Folio No.	
DP ID	
CLIENT ID	
Name & Address	
No. of Shares	

I certify that I am a registered member/proxy for the registered member of the Company.

I hereby record my presence at the Annual General Meeting of the Company on September 30, 2019.

First/Sole Holder/Proxy

Second Holder / proxy

Third holder / proxy



Route Map

Venue of 18th Annual General Meeting

