



## R. R. SECURITIES LIMITED

203, Supath Apartment,  
Near Vijay Char Rasta,  
Navrangpura, Ahmedabad-380009.

mail: [rrsl1994@yahoo.com](mailto:rrsl1994@yahoo.com)

website: [www.rrsecurities.com](http://www.rrsecurities.com)

### OUR COMPANY CIN: L67910GJ1993PLC020169

Date: 06.09.2021

To,  
Department of Corporate Services  
**Bombay Stock Exchange Ltd.**  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
**Mumbai - 400 001**

**BSE Scrip Code: 530917**

**Sub: Submission of Annual Report 2020-21 including Notice of the 28<sup>th</sup> Annual General Meeting of the Company as per Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report of the Company for the year ended on 31<sup>st</sup> March, 2021 (2020-21) including Notice of the 28<sup>th</sup> Annual General Meeting ("28<sup>th</sup> AGM"). This will also be available on the website of the Company.

You are requested to take the same on record and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,

**FOR R R SECURITIES LIMITED**

RAJENDRA B SHAH  
DIRECTOR  
DIN: 00394384

**Encl.:** As stated above

**R. R. SECURITIES LIMITED**

COMPANY REGISTRATION NO: 04-20169  
CIN NO: L67910GJ1993PLC020169

**28TH ANNUAL REPORT OF  
R R SECURITIES LIMITED  
FOR THE YEAR 31/03/2021**

**REGISTERED OFFICE:** 1 RUSHIL BUNGLOW STERLING CITY  
VILLAGE: BOPAL (CT) TALUKA DASCROI  
DIST: AHMEDABAD-380058 GUJARAT INDIA

**E-MAIL:** [rrsl1994@yahoo.com](mailto:rrsl1994@yahoo.com)

**NOTE TO THE SHAREHOLDERS**

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting, Shareholders are requested to kindly bring their copies to the meeting

**TWENTY-EIGHT ANNUAL GENERAL MEETING PROGRAMME**

**DATE** : 29<sup>TH</sup> SEPTEMBER, 2021

**DAY** : WEDNESDAY

**TIME** : 12 P.M.

**VENUE** : The President Hotel, Opp. Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad:  
380009 Gujarat India.

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**BOARD OF DIRECTORS**

Shri Rajendra B. Shah	Chairman & Director
Smt. Rita R. shah	Managing Director
Shri Ajitsinh. K. Chavda.	Independent Director
Shri Manish Girishbhai Patel	Independent Director

**CHIEF FINANCIAL OFFICER**

BIRJU R. SHAH

**COMPANY SECRETARY & COMPLIANCE OFFICER**

POOJA JAIN

**COMPANY LAW CONSULTANT AND SECRETARIAL AUDITORS**

M/s Kamlesh M. Shah & Co.,  
Company Secretaries,  
801 – A, Mahalay Building,  
Opp. Hotel President,  
Off. C.G. Road,  
Ahmedabad – 380 009

**BANKERS OF THE COMPANY**

**IDBI BANK LIMITED**

Off: C. G Road, Ahmedabad-380009

**STATUTORY AUDITORS**

M/s Sunil Dad & Co.,  
Chartered Accountants  
Ahmedabad

**LISTING AT**

The BSE LIMITED  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai 400 001

**REGISTERED OFFICE**

1 RUSHIL BUNGLOW STERLING  
CITY VILLAGE: BOPAL (CT)  
TALUKA DASCROI DIST: AHMEDABAD  
GUJARAT 380 058

**NOTICE TO THE MEMBERS.**

**NOTICE** is hereby given that 28<sup>TH</sup> Annual General Meeting of the Members of R. R. SECURITIES LIMITED will be held on Wednesday the 29<sup>th</sup> September, 2021, at 12 P.M. at The President Hotel, Opp. Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad: 380009, Gujarat, India to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements i.e., Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March, 2021, Balance Sheet as on that date, Directors' Report and the Auditors' Report thereon,
2. To Re-Appoint RITA R. SHAH (DIN 00394290) who retires by the rotation at this Annual General Meeting and being eligible offers herself for Re-appointment.
3. Appointment of Statutory Auditors

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

**"RESOLVED THAT** pursuant to section 139 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company do hereby appointment of SUNIL DAD & CO., Chartered Accountants, (FRN –126741W) as Financial Statutory Auditors of the Company for 4 (FOUR) financial years commencing from 2021-22 to 2024-25 and to hold the office as such from the conclusion of 28<sup>TH</sup> Annual General Meeting till the conclusion of the 32<sup>nd</sup> Annual General Meeting of the Company for the financial year 2024-2025 subject to ratification of their appointment in each Annual General Meeting at such remuneration and reimbursement of out of pocket expenses if any, as may be mutually decided between Board of Directors of the Company and Auditors for each of the financial year separately on year to year basis."

**NOTES:**

**The Register of Members and Share Transfer Books of the Company will remain closed from TUESDAY the 23/09/2021 TO WEDNESDAY 29/09/2021 (both days inclusive).**

**NOTES:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

**A person can act as a proxy on behalf of members not exceeding fifty and holding not more than 10% of the total paid up capital of the Company or voting power, in the aggregate.**

**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 a proxy for any other shareholder.**

2. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. The complete instruction on e-voting facility provided by the Company is annexed to this Notice, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. Such remote e-voting facility is in addition to voting that may take place at the Meeting venue on September 29, 2021.
3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative/s to attend and vote at the Annual General Meeting.
4. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of directors seeking appointment/reappointment at the Annual General Meeting is given in detail, as annexed hereto.
5. Shareholders are requested to bring their copy of Annual Report to the meeting.
6. Members/Proxies should fill Attendance Slip for attending the meeting.
7. The Register of members and share transfer books of the Company shall remain closed from 23/09/2021 TO 29/09/2021 (Both days inclusive) as per the provisions of the Companies Act, 2013 and the Regulations of the SEBI (LODR) 2015.
8. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.
9. Relevant documents referred to in the accompanying Notice and the Statement will remain open and available for inspection by the members at the administrative office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
10. 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 or its Share registrars and Transfer Agents.
11. All shareholders are requested to dematerialize their shareholding immediately as the shares are traded compulsorily in demat segment only and as per Ministry of Corporate Affairs directives and notifications w.e.f. 1st April, 2019 the Transfer of Shares by Public Limited Companies and all listed companies are prohibited in physical form.
12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, companies can serve Annual Reports

and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository.

13. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2021 is uploaded on the Company's website [www.rrsecurities.com](http://www.rrsecurities.com) and may be accessed by the members and also on the website of the Bombay Stock Exchange Ltd. [www.bseindia.com](http://www.bseindia.com).
14. Electronic copy of the Annual Report for 2020-2021 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2020-21 is being sent in the permitted mode.
15. GENERAL INSTRUCTIONS FOR E-VOTING:
  - a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, the Company is pleased to provide the facility to exercise members' right to vote at the ensuing Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL).
  - b. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
  - c. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - d. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - e. Shri Kamlesh. M. Shah, Practicing Company Secretary, (Membership No. A8356 and COP No. 2072) (Address: 801-A, Mahalay Complex, Opp: Hotel President, B/h. Fairdeal House, Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009, Gujarat, India,) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  - f. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, submit to the Chairman of the Company.
  - g. The Results declared by the Chairman along with the Scrutinizer's Report shall be placed on the Company's website [http:// www.rrsecurities.com](http://www.rrsecurities.com) and on the website of CDSL AND BSE within three (3) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited and will be uploaded on website of Stock Exchanges.
  - h. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22.09.2021 may obtain the login ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com).**

The voting period begins **on 25.09.2021 at 10.00 a.m. and ends on 28.09.2021 at 5.00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of (record date) of 22.09.2021** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Note: For detailed instructions for e-voting, please visit website of CDSL.

**In case of members receiving e-mail:**

i. **The voting period begins on 25.09.2021 at 10.00 a.m. and ends on 28.09.2021 at 5.00 P.M. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date), September 22, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.**

ii. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)

iii. Click on “Members / Shareholders” tab.

iv. Now enter your User ID a. For CDSL: 16 digits beneficiary ID,

v. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

vi. Members holding shares in Physical Form should enter Folio Number registered with the Company.

vii. Next enter the Image Verification as displayed and Click on Login.

viii. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used. If you have forgotten the password, then enter the User ID and the image verification code and click on “FORGOT PASSWORD” and enter the details as prompted by the system.

ix. If you are a first time user then follow the steps given below for login:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (applicable for both members holding shares in demat as well as physical form) Members who have not updated their PAN with the Company / Registrar / Depository Participant are requested to use the sequence number mentioned on address slip / email pertaining to the notice of this Annual General Meeting.
Dividend Bank Details OR DOB	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the Depository or Company, please enter the Member id / Folio Number in the Dividend Bank Details field as mentioned in instruction (iv).

(x) After entering these details appropriately, click on “SUBMIT” tab.

(xi) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for evoting



through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

xii. For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xiii. Click on the EVSN (Electronic Voting Sequence NO.: -----) of R R Securities Limited.

xiv. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the option "YES / NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the resolution and option NO implies that you dissent to the resolution.

xv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution details.

xvi. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xvii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xviii. You can also take out print of the voting done by you by clicking on "CLICK HERE TO PRINT" option on the voting page.

xix. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xx. Note for Non-Individual Members and Custodians:

- Non-Individual members (i.e. other than Individuals, HUF and NRI etc.) and custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details, a compliance user should be created using the admin login and password.

The Compliance user would be able to link the account(s) for which they wish to vote on.

- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xxi. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.

BY ORDER OF THE BOARD OF DIRECTORS  
R R SECURITIES LTD

Date: 12th August, 2021  
Place: Ahmedabad

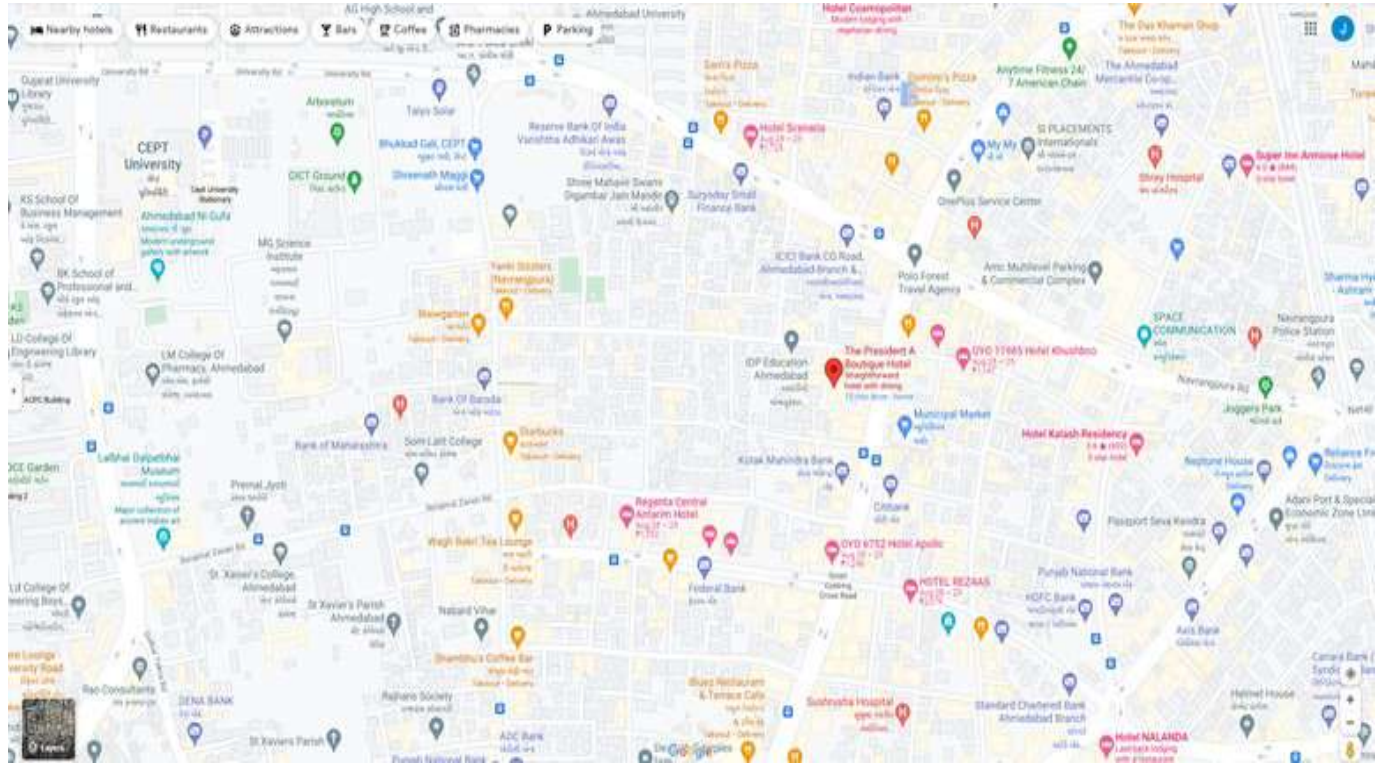
Sd/-  
(RAJENDRA BABULAL SHAH)  
CHAIRMAN AND DIRECTOR  
(DIN: [00394384](#))

Details of the directors seeking re-appointment in the 28<sup>th</sup> Annual General Meeting of the Company

*[Pursuant to regulation 36 (3) of the SEBI (LODR) Regulations, 2015]*

Name of Director	RITA R SHAH
Date of Birth	27/08/1960
Date of Appointment	30/09/2015
Relationship with other Directors Inter se	RAJENDRA B SHAH (HUSBAND)
Profile & Expertise in Specific functional Areas	General Management & Micro Finances
Qualification	LLB
No. of Equity Shares held in the Company	20500
List of other Companies in which Directorships held	NIL
List of committees of Board of Directors of the Company in other Companies	NIL

**MAP DIRECTION TO THE VENUE FOR 27TH ANNUAL GENERAL MEETING OF R R SECURITIES LIMITED.**



**DIRECTOR'S REPORT**

To,  
The Members,  
**R.R. SECURITIES LIMITED.**

Dear Shareholders,

Your Directors have pleasure in presenting herewith the 28<sup>TH</sup> AUDITED ANNUAL REPORT together with the Audited Statement of Accounts of the Company for the year ended on 31<sup>st</sup> March, 2021.

**FINANCIAL HIGHLIGHTS**

During the financial year 2019-20, the financial operational result of the Company is as follows:  
**(Amount in Rs)**

<b>Particulars</b>	<b>For the year ended on 31st March, 2021</b>	<b>For the year ended on 31st March, 2020</b>
Total Income.	2813431	134070
Total Expenses.	1058727	2147801
Exceptional Items (Profit on sale of assets)	NIL	NIL
Profit Before Tax.	(1754705)	(2013731)
Depreciation. (Included in Total Expenses)	NIL	NIL
Current Tax.	295000	16373
Differed Tax (Assets) Liability.	NIL	NIL
MAT Credit Entitlement	NIL	NIL
Excess Provision of IT Written Back	NIL	NIL
Net Profit/(Loss) for the Year	<b>1733492</b>	<b>(2030104)</b>

**SHARE CAPITAL STRUCTURE**

There was no change in Number of shares and value of shares in the Authorized, Issued, Subscribed and Paid up Share Capital Structure of the Company.

**DIVIDEND**

During the year under review the directors have not recommended any Dividend to be paid in order to strengthen the long-term resources of the Company.

**TRANSFER OF UNPAID/UNCLAIMED DIVIDEND**

The Company does not have any amount of Unpaid/Unclaimed Dividend as defined under section 124 (5) which is required to be transferred to the Investors Education & Protection fund established under section 125 of the Companies Act 2013. There is no other statutory amount like outstanding unpaid Refund Amount on Share Applications, unpaid interests or principal of Deposits and Debentures etc.

### **YEAR UNDER REVIEW**

During the year under review your company had earned a total income of Rs. 2813431/- from other income (Previous Year Rs. 134070/- from other income. After meeting with the day to day and total expenses (including depreciation) of Rs. 1058727/- (Previous year of Rs. 2147801/-), Provisions of Depreciation of Rs. NIL/- (Previous year of Rs.Nil/-), Deferred Tax Liability Rs. NIL/- (Previous years Deferred Tax Assets of Rs. Nil/-) the company has earned a net Profit for the year of Rs. 1733492/- (Previous Year Net Profit of Rs. - 2030104/-) During the year the company has earned other income in the form of Dividend, Interest and Rental income only. Except holding of the Securities on long term basis and some Real Estate property (LAND) during the year, your company has not done any other business activities during the year. However, the Management of the Company is identifying other opportunities to earn the income from the business of Trading of commodities such as Edible oil, oil cakes etc and also from trading / Broking in Real Estate business.

### **BUY BACK OF SHARE CAPITAL**

The Company had not made any Buy Back of its paid-up equity shares during the year in terms of section 68 of the Companies Act 2013. Hence no specific disclosure is required to be made in this report

### **DETAILS OF LOANS, GUARANTEES AND INVESTMENTS U/S 186 OF THE COMPANIES ACT, 2013**

During the year under review the Company has not made any inter corporate loans, investments, given any corporate guarantee to any other body corporate, subsidiary, associate or any other company.

### **REGULATORY STATEMENT**

In conformity with Regulations of SEBI (Listing Obligation and Disclosures Regulations),2015 the Cash Flow Statement for the year ended 31.03.2020 is annexed hereto. The equity shares of the Company are listed on the BSE Ltd.

The Company has paid listing fees for the year 2021-22 to above stock exchanges.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.**

As required under Section 134 (3) (m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, particulars relating to conservation of Energy, R & D, Technology absorption and foreign Exchange earnings / outgo are separately provided in the annexure to this report. Also, We would like to Highlight that Our Company is not Engaged in Manufacturing Activity so, the Section 134 is not applicable to the Our Company.

### **EXTRACT OF ANNUAL RETURN**

An extract of the Annual Return in Form MGT-9 in compliance with Section 92 of the Companies Act 2013 read with applicable rules made there under is annexed to this report at **Annexure - I**.

**DETAILS OF RELATED PARTIES TRANSACTIONS PURUSANT TO SECTION 188(1) OF THE COMPANIES ACT, 2013**

The Company had entered into related parties' transactions for sale/purchase of goods or services at preferential prices. However, all the transactions in the nature of sales/purchase of goods or services are made on arm's length basis except the salary paid to employees and director and key managerial person. However, a lease rent is being paid to Mrs. Vasuben B. Shah as per the valid rental agreement which will be paid. The same were reported to the Board at every meeting and Board took a note of the same and approved. Other details for inter corporate financial transactions or remuneration and other benefits paid to directors, their relatives, key managerial personnel etc. Thus, Form AOC-2 is attached at **Annexure – II**.

As the Company is loss making one, the provisions related to CSR is presently not applicable to the Company.

Regarding Performance Review of each of the member of the Board and also the performance of the various Committees and the Board, the Company has adopted the Model Code of Conduct for Independent Directors, Key Managerial Personnel as prescribed in Schedule IV to the Companies Act, 2013 and also as prescribed in the SEBI (Insider Trading) Regulations. The Company strictly follows the procedure to obtain necessary timely declarations from each of the directors and key managerial personnel from time to time.

**CORPORATE SOCIAL RESPONSIBILITY**

Company has earned loss in the year under review. Also, the Company does not fulfill any criteria as laid down in section 135(1) of the Companies Act, 2013, therefore, provisions related to expenditure of at least two percent of the average net profits in CSR activities as per section 135(5) of the Companies Act, 2013 is presently not applicable to the Company.

**DEPOSITS**

During the year under review your company has neither invited nor accepted any public deposit or deposits from the public as defined under section 73(1) of Companies Act 2013 (section 58A of Companies Act, 1956).

**COMPLIANCE TO CODE OF CORPORATE GOVERNANCE:**

The Company's Total paid up equity share capital is less than Rs. 10 crores and its total Net worth is less than Rs. 25 crores, Hence, the Company is being treated as Small Company and as such as per SEBI (LODR) 2015 Regulation Number: 15(2) your company is exempt from making compliance with Regulations No. 17 to 27, Clause- B to I of Sub Regulation 2 of Regulation 45 and Para C, D and E of Schedule V. Accordingly, except the statement on "**Management Discussion and Analyses Report**," your Directors have though formed the sub Committees of the Board as per requirements of Corporate Governance and they are operational, however, no detailed Report on Compliance with Conditions of Corporate Governance report are given here with. The Company is exempted from providing report on Corporate Governance in accordance with regulation 34(3) and schedule V(C) to the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

**DEMATERIALISATION OF SECURITIES:**

Your Company's Equity shares are admitted in the System of Dematerialization by the Depositories namely NSDL. The Company has signed tripartite Agreement through Registrar and Share Transfer Agent LINK INTIME INDIA (P) LIMITED. The Investors are advised to take advantage of timely dematerialization of their securities. The ISIN allotted to your Company is INE 474 H 01014. Total Share dematerialized up to 31st March 2021 were **1,50,800** which **constitute 4.99% of total capital**. Your Directors request all the shareholders to dematerialize their shareholding in the company as early as possible.

**Disclosures with respect to demat suspense account/ unclaimed suspense account**

(1) The listed entity shall disclose the following details in its annual report, as long as there are shares in the demat suspense account or unclaimed suspense account, as applicable: **NOT APPLICABLE**

(a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year; **NIL**

(b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year; **NIL**

(c) number of shareholders to whom shares were transferred from suspense account during the year; **NIL**

(d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year; **NIL**

(e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares. **NIL**

**DIRECTORS**

Mrs. RITA R. SHAH Director of the Company retires by rotation as per provisions of the Act at this Annual General Meeting. However, being eligible offers him for reappointment. Your Directors recommend passing of necessary resolution appointing him as Director of the Company.

**DECLARATION U/S. 149 (6) OF THE COMPANIES ACT 2013 FROM INDEPENDENT DIRECTORS:**

The Company has received declarations from Mr. Ajit Singh K. Chavda and Mr. Manish G. Patel, the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and also as per SEBI (LODR) 2015 and pursuant to provisions of the Listing Agreement with the Stock Exchanges. However, both the independent directors are yet to get themselves registered as Independent Directors on the website of Indian Institute of Corporate Affairs, IICA. The last date for such Registration is extended by the Ministry corporate affairs up to 30<sup>th</sup> September 2020. The Directors will take necessary actions at their level.

**MANAGING DIRECTOR AND WHOLE TIME DIRECTORS:**

Mrs. Rita R. Shah is the Managing Director of the Company, She is Post Graduate in Commerce and has more than 30 years of rich experience in Finance, Accounts and General Administration. Mr. Rajendra Babulal Shah, is a Promoter and Director of the Company. He is professionally qualified Company Secretary. He has rich experience of 35 years in Corporate Management and Legal and Secretarial Compliances by a Company. Both of them being promoters looking after the day to day business and management of the affairs of the Company. However, because of the Company's bad financial position they are not taking any managerial Remuneration.

**DETAILS OF THE BOARD AND GENERAL MEETINGS HELD AND ATTENDANCE OF DIRECTORS AT THE MEETINGS:**

During the year, the company held total 5 Board meetings on 31/07/2020, 14/09/2020, 27/09/2020, 13/11/2020, & 12/02/2021. All the 4 Directors were present at all the board meetings to consider various businesses and pass necessary resolutions.

The Company has disclosed all the material information to the stock exchanges and the Registrar of Companies Office in time as per requirements of law and SEBI (LODR) 2015.

**Directors present at the Meeting of board:**

Names of Director	31/07/2020	14/09/2020	27/09/2020	13/11/2020	12/02/2021
Rita Rajendra Shah	Yes	Yes	Yes	Yes	Yes
Rajendra Babulal Shah	Yes	Yes	Yes	Yes	Yes
Manish Girishbhai Patel	Yes	Yes	Yes	Yes	Yes
Ajitsingh Kacharaji Chavda	Yes	Yes	Yes	Yes	Yes

**AUDIT COMMITTEE:**

The audit committee of the Board of Directors is as under:

**Directors present at the Audit Committee Meeting:**

Names of Director	31/07/2020	14/09/2020	27/09/2020	13/11/2020	12/02/2021
Manish Girishbhai Patel, Chairman	Yes	Yes	Yes	Yes	Yes
Rajendra Babulal Shah, Member	Yes	Yes	Yes	Yes	Yes
Ajitsingh Kacharaji Chavda Member	Yes	Yes	Yes	Yes	Yes

**(A) FUNCTION OF AUDIT COMMITTEE:**

The audit Committee is headed by Shri Manish G Patel as Chairman. He is further assisted by two directors namely Shri AJITSINH KACHARAJI CHAVDA and Shri Rajendra B Shah.

The Committee meets at least once every quarter and prepares its minutes on the proceedings and business discussed and transacted. The Committee reports and takes action on Internal Auditor's Report. All committee reports and minutes are placed before the Board in all its meetings for information, guidance, directions and record keeping. In addition, the Committee also reviews the reports of the Internal Auditors and obtains guidance from the internal auditors, statutory auditors and other professionals of corporate repute from time to time to make timely compliances and payment of statutory dues.

**(B) ROLE AND RESPONSIBILITY OF AUDIT COMMITTEE:**

The Committee acts as a bridge between the Statutory and the Internal Auditors and the Board of Directors of the Company. It is authorized to select and establish accounting policies, review reports of the Statutory and the Internal Auditors and meet with them to discuss and deliberate their suggestions, findings and other related matters. Further, the committee is authorized to, inter alia, monitor, review and evaluate the Auditor's independence, performance and effectiveness of the audit process, oversight of the Company's financial reporting process and the disclosure of its financial information, and review the quarterly, half yearly and annual financial statements before submission to the Board for approval. Further the committee is liable to examine the financial statements and the Auditors' Report thereon, approve transactions of the Company with its related parties including consequent modifications thereof, grant omnibus approvals subject to fulfillment of certain conditions, analyze inter-corporate loans and investments, valuation of undertakings or assets of the Company wherever it is necessary. Further, it is also empowered to review the Management Discussion and Analysis of financial condition and results of operations and statement of



significant related party transactions. It also looks into any other matter as referred to it by the Board of Directors from time to time.

Generally, all the items stated in Section 177(4) of the Companies Act, 2013 and Point A of Part C of the Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are covered under the roles of the Audit Committee. The Audit Committee has been granted powers as prescribed under provisions of the Regulation 18(2)(c) of the aforesaid Regulations and reviews all the information as prescribed in Point B of the Part C of the Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Formation of Audit Committee in Compliance to Section 177 of the Companies Act, 2013 and as per requirements of SEBI (LODR) 2015 for compliance with Corporate Governance**

In Compliance with the provisions of Section 177 of the Companies Act 2013 your company has formed an Audit Committee within the Organization consisting of 2 independent directors and one promoter director who is Executive Whole Time Director. An Internal Auditors have been appointed as Advisors in their professional capacity on this committee. The area of operations and functional responsibilities assigned to the committee are as per the guidelines provided in SEBI (LODR) and the Companies Act 2013 and the Listing Agreement for implementation of code of corporate governance. The Committee meets at least once in a quarter and gives its report of each meeting to the Board for its approval, record and information purposes. The detail of powers, responsibilities and system of functioning of this committee is as per the requirements of SEBI (LODR) 2015. However, due to exemption being availed of the SEBI (LODR) Provisions by the company by virtue of its size and financials, a detailed report on Corporate Governance is not given here with.

#### **STATUTORY INFORMATION**

The Information required to be disclosed in the report of the Board of Directors as per the provisions of Section 134 of the Companies Act-2013 and the Companies (Accounts Rules 2014 regarding the conservation of energy; technology absorption, foreign exchange earnings and outgo are not applicable to the company as it is not engaged in any manufacturing operations during the year under review.

#### **MATERIAL CHANGES**

Except the information given in this report there are no material changes have taken place after completion of the financial year up to the date of this report which may have substantial effect on business and finances of the company.

#### **EMPLOYEES**

There are no employees of the company who were in receipt of the remuneration of Rs.1.2 crore in the aggregate if employed for the year and in receipt of the monthly remuneration of Rs. 8,50,000/- Per Month in the aggregate if employed for a part of the year under review. Hence the information required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended being not applicable is not given in this report.

#### **PARTICULARS OF THE EMPLOYEES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Report as **Annexure - III**. Further, particulars of employee's remuneration, as required under section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable since there was no employee of the Company including Executive Directors who was in receipt of remuneration in excess of the limits set out in the said rules

#### **PUBLIC DEPOSITS**

During the year under review, your Company has not accepted any deposit within the meaning of Section 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being enforce).

#### **SUBSIDIARY COMPANIES**

Your Company does not have any subsidiary company during the year; hence consolidation of financial data of the subsidiary company is also not applicable to the Company for the financial year 2020-21.

#### **EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013 read with Rules framed there under and in compliance with the requirements of SEBI (LODR) Regulations, 2015, the Board has carried out the annual evaluation of its own performance, performance of the Directors individually as well as the performance of the working of its Audit, Nomination & Remuneration and other Committees of the Board. At the meeting of the Board, all the relevant factors that are material for evaluating the performance of individual Directors, the Board and its various Committees, were discussed in detail. A structured questionnaire each, for evaluation of the Board, its various Committees and individual Directors, was prepared and recommended to the Board by the Nomination & Remuneration Committee, for doing the required evaluation, after taking into consideration the input received from the Directors, covering various aspects of the Board's functioning, such as adequacy of the composition of the Board and its Committees, execution and performance of specific duties, obligations and governance etc.

A separate exercise was carried out to evaluate the performance of individual Directors, including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority Shareholders, etc. The performance evaluation of the independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and non-independent Directors was also carried out by the Independent Directors at their separate meeting. The Directors expressed their satisfaction with the evaluation process.

#### **ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Company has in place robust internal control procedures commensurate with its size and operations. Company has the internal controls Department headed by Internal Auditor of the company. The Board of Directors is also responsible for the internal control system, sets the guidelines, verifying its adequacy, effectiveness and application. The Company's internal control system is designed to ensure management efficiency, measurability and verifiability, reliability of accounting and management information, compliance with all applicable laws and regulations, and the protection of the Company's assets so that the company's main risks (operational, compliance-related, economic and financial) are properly identified and managed over time.

#### **CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

In terms of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted Code of Conduct prohibiting, regulating and monitoring the dealings in the securities of the Company by Directors, Designated Employees and Connected Persons while in possession of unpublished price sensitive information in relation to the securities of the Company. The code of conduct is available at the Company's website at [www.alfaica.com](http://www.alfaica.com) under investor segment.

### **POLICIES**

#### **A. POLICY ON RELATED PARTY TRANSACTIONS**

## **SCOPE AND PURPOSE OF THE POLICY**

Related party transactions can present a potential or actual conflict of interest which may be against the best interest of the company and its shareholders. Considering the requirements for approval of related party transactions as prescribed under the Companies Act, 2013 (“Act”) read with the Rules framed there under and Clause 49 of the Listing Agreement (as amended by SEBI Circulars dated April 17, 2014 and September 15, 2014), our Company has formulated guidelines for identification of related parties and the proper conduct and documentation of all related party transactions.

Also, Clause 49(VII)(C) of the Listing Agreement requires a company to formulate a policy on materiality of related party transactions and dealing with related party transactions. In light of the above, our Company has framed this Policy on Related Party Transactions (“Policy”). This Policy has been adopted by the Board of Directors of the Company based on recommendations of the Audit Committee. Going forward, the Audit Committee would review and amend the Policy, as and when required, subject to the approval of the Board.

## **OBJECTIVE OF THE POLICY**

The objective of this Policy is to set out (a) the materiality thresholds for related party transactions and; (b) the manner of dealing with the transactions between the Company and its related parties based on the Act, Clause 49 of the Listing Agreement and any other laws and regulations as may be applicable to the Company.

## **MANNER OF DEALING WITH RELATED PARTY TRANSACTIONS**

### **a) Identification of related parties: -**

The Company has formulated guidelines for identification and updating the list of related parties as prescribed under Section 2(76) of the Act read with the Rules framed there under and Clause 49 of the Listing Agreement.

### **b) Identification of related party transactions: -**

The Company has formulated guidelines for identification of related party transactions in accordance with Section 188 of the Act and Clause 49 of the Listing Agreement.

## **DISCLOSURES**

The Company shall disclose, in the Board’s report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business along with the justification for entering into such transaction.

## **B. FAMILIARIZATION POLICY FOR INDEPENDENT DIRECTORS**

### **PURPOSE AND OBJECTIVE OF THE POLICY**

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

### **FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmes/presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company’s strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

- The programmes/presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- New Independent Directors are provided with copy of latest Annual Report, the Company's Code of Conduct, the Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.
- The Company provides the Directors with the tours of company's facilities from time to time.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

## **C. RISK MANAGEMENT POLICY**

### **LEGAL FRAMEWORK**

Risk Management is a key aspect of the "Corporate Governance Principles and Code of Conduct" which aims to improve the governance practices across the Company's activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities.

### **BACK GROUND AND IMPLEMENTATION**

The Company is prone to inherent business risks. The objective of Risk Management Policy shall be identification, evaluation, monitoring and minimization of identifiable risks. This policy is in compliance with the amended Clause 49 of the Listing Agreement (w.e.f 1st October 2014) which requires the Company to lay down procedure for risk assessment and procedure for risk minimization. The Board of Directors of the Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.

### **COMMITTEE**

The Company has not made Risk Management Committee but the Board of Directors & Audit Committee is looking after the Risk Management of the Company.

## **D. CORPORATE SOCIAL RESPONSIBILITY POLICY**

India's new Companies Act, 2013 has introduced several new provisions which change the face of Indian corporate business. One of such new provisions is Corporate Social Responsibility (CSR). As per Section 135 of the Companies Act, 2013, it provides the threshold limit for applicability of the CSR to a Company i.e. (a) net worth of the company to be Rs 500 crore or more; (b) turnover of the company to be Rs 1000 crore or more; (c) net profit of the company to be Rs 5 crore or more.

Our Company is the Loss making one. So that CSR Policy is Not Applicable to the Company. So, any CSR Activities have not been undertaken by the Company & has not made Corporate Responsibility Committee.

## **E. VIGIL MECHANISM POLICY**

### **LEGAL FRAMEWORK**

Section 177 of the Companies Act, 2013 requires every listed company and such class or classes of companies, as may be prescribed to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed.

As per SEBI (Listing Obligations and Disclosure Requirement), 2015 between listed companies and the Stock Exchanges, inter alia, provides for a mandatory requirement for all listed companies to establish a mechanism called „Whistle Blower Policy“ for employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the company’s code of conduct.

**POLICY:**

In compliance of the above requirements, **R R Securities Limited**, being a Listed Company has established a Vigil (Whistle Blower) Mechanism and formulated a Policy in order to provide a framework for responsible and secure whistle blowing/vigil mechanism.

The Vigil (Whistle Blower) Mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The mechanism provides for adequate safeguards against victimization of Directors and employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

**F. SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (POLICY WHERE MORE THAN 4 WOMEN WORKING) AND ELIMINATION OF CHILD LABOUR POLICY.**

The Company is not employing more than 4 women employees as well as the Company is not employing any child labor. So, these both policies are not applicable to the Company.

**DIRECTORS’ RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134 (5) of Companies Act, 2013 (Section, 217(2AA) of the Companies Act, 1956) your Directors declare that:

- i) In preparation of the annual accounts, ***as far as possible and except to the extent if any accounting standards mentioned by the auditors in their report as not complied with***, all other applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are responsible 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 after the profit or loss of the company for that period;
- iii) The Directors have taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The Directors had prepared the annual accounts on a going concern basis.
- v) The Directors, in the case of listed company, had laid down internal financial control to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The Director had devised proper system to ensure compliances with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**DECLARATION AS TO INDEPENDENT DIRECTORS: (Pursuant to Provisions of section 149(6) of the Companies Act 2013).**

All the Independent Directors of the Company do hereby declare that:

- (1) All the Independent Directors of the Company are neither Managing Director, nor a Whole Time Director nor a Manager or a Nominee Director.
- (2) All the Independent Directors in the opinion of the Board are persons of integrity and possesses relevant expertise and experience.
- (3) Who are or were not a Promoter of the Company or its Holding or subsidiary or associate company.
- (4) Who are or were not related to promoters or directors in the company, its holding, subsidiary or associate company.
- (5) Who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company or their promoters or directors, during the two immediately preceding financial years or during the current financial year.
- (6) None of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary, or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year,
- (7) Who neither himself, nor any of his relatives,
  - (a) Holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of three financial years immediately preceding the financial year in which he is proposed to be appointed.
  - (b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial years in which he is proposed to be appointed of
    - (i) A firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; OR
    - (ii) Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent, or more of the gross turnover of such firm;
    - (iii) Holds together with his relatives two per cent, or more of the total voting power of the company; OR
    - (iv) Is a Chief Executive or director, by whatever name called, or any non-profit organization that receives twenty-five per cent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; OR
  - (v) Who possesses such other qualifications as may be prescribed.
  - (vi) ***The Independent Directors are yet to get themselves registered on the website of the India Institute of Corporate Affairs as Independent Director. The Last date for such registration has been extended by the ministry of Corporate Affairs as 30<sup>th</sup> September 2020.***

**DECLARATION BY BOARD AS PER REQUIREMENT OF SECTION 178**

In compliance with Section 178 (1) as also in compliance with SEBI (LODR) 2015 and of the Listing Agreement, the Board of Directors does hereby declare that:

- a. The Company has proper constitution of the Board of Directors including independent directors in proportion as per requirement of SEBI (LODR),2015.
- b. The Company has constituted Nomination and Remuneration Committee, Stakeholders Relationship Committee, Audit Committee as per requirements of the SEBI (LODR) 2015 and of the Listing Agreement and provisions of the Companies Act 2013.
- c. The Company has the policy for selection and appointment of independent directors who are persons of reputation in the society, have adequate educational qualification, sufficient business experience and have integrity & loyalty towards their duties.
- d. The Company does not pay any managerial remuneration to its Managing Directors and Directors because of Company's weak financial position.
- e. The Independent Directors are not paid any sitting fee for attending Board and other committee meetings as decided by the Board from time to time.
- f. The Company is not paying any commission on net profits to any directors.

**AUDITORS**

**STATUTORY AUDITOR**

Chartered Accountants M/s. Sunil Dad & Co., (ICAI Firm Registration No. 126741W) are the present Statutory Auditors of the company are retiring at this Annual General Meeting as per provisions of section 139 of the Companies Act 2013 and are eligible for reappointment. However, the Statutory Auditors are been appointed I the Casual Vacancy to hold the office as such up to the Ensuing Annual General Meeting. As per the amendments made by the Central Government in the Companies (Audit and Auditors) Rules 2014, now there is requirement for passing of the Resolution for Appointment of the Statutory Auditors.

**INTERNAL AUDITORS**

The company is in process of appointing an independent Chartered Accountant to act as an Internal Auditor as per suggestion of auditors as well as in compliance with the Companies Accounts Rules 2014, in order to strengthen the internal control system for the Company. However, as in the company during the previous financial year, there were not much financial transactions or trading business activities, looking to the size of the company and its business operations and transactions, the matter is being discussed with the statutory auditors on making of compliance with these requirements.

**SECRETARIAL AUDITOR**

The Company has appointed M/s. KAMLESH SHAH & SHAH CO. as the secretarial auditor for the financial year 2020-21. They have given their report in the prescribed form MR-3 which is **annexed to this report as an ANNEXURE-IV.**

**OBSERVATION OF THE SECRETARIAL AUDITOR**

- I. The Company has yet not appointed an Independent Chartered Accountants as an Internal Auditors as Required by Companies (Accounts) Rules 2014 and the SEBI (LODR) 2015.*
- II. The Company is not properly maintaining and updating its website as per requirements of SEBI (LODR) 2015 and the provisions of the Listing Agreement.*
- III. The Promoters Shareholding yet not Dematerialize their Equity Shareholding.*
- IV. The Independent Directors of the Company are not Registered on IICA website.*

**MANAGEMENT CLARIFICATIONS:**

As there are no much financial transactions within the Company has yet not appointed an Independent Chartered Accountants as the Internal Auditors.

The Company is in process of updating of its website by uploading requisite information as early as possible.

**AUDITORS OBSERVATION**

There are no specific adverse observations made by the Auditors in their report. However, notes to the Accounts to itself are clarificatory and self explanatory in the nature.

**OTHER STATUTORY DISCLOSURES:**

The Board does hereby declare that during the year No events have occurred which may have substantial effect on the Going concern status of the Company. Further the Company continued with its policy on accounting of financial transactions and that there have been no deviations or material departure made.

During the Financial year, there has been no material Orders are passed or penalties imposed on or no court cases are filed against the Company or any of its Directors or Key Managerial Personnel and that none of them are disqualified in any respect.

The details on various corporate policies adopted by the management are given in annexure titled Corporate Governance report and forming part of this Report.

**APPRECIATION**

Your Directors take this opportunity to acknowledge the trust reposed in your company by its Shareholders, Bankers and clients. Your Directors also keenly appreciate the dedication & Commitment of all our employees, without which the continuing progress of the company would not have been possible.

**Place: Ahmedabad.**  
**Date: 12<sup>th</sup> August, 2021**

**On Behalf of the Board of Directors Of**  
**R.R. SECURITIES LIMITED**

**SD/-**  
**(RAJENDRA B. SHAH)**  
**Chairman and Director**  
**DIN: 00394384**



**ANNEXURE – I TO THE DIRECTOR’S REPORT**

**FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDING ON 31/03/2021**

[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:**

1.	CIN	L67910GJ1993PLC020169
2.	Registration Date	10/09/1993
3.	Name of the Company	R R Securities Limited
4.	Category / Sub-Category of the Company	Public Company- Limited by Shares/ Indian Non Government Company
5.	Address of the Registered office	1 RUSHIL BUNGLOW STERLING CITY VILLAGE: BOPAL (CT) TALUKA DASCROI DIST: AHMEDABAD AHMEDABAD Ahmedabad GJ 380058 IN
6.	Whether listed company Yes / No	Yes Bombay Stock Exchange
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	LINK INTIME INDIA (P) LIMITED 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navarangpura,Ahmedabad,Gujarat,380009

**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 descriptions of main products/ services	NIC Code of the product/ Service	% to Total turnover of the company
1	Financial Services and Real Estate Rental Services	9971 AND 9973	100% from Other Income.

**PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –**

SR. NO.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	CONCERN	% of shares held by COMPANY	APPLICABLE SECTION
NIL	NIL	NIL	NIL	NIL	NIL



<b>2. Non-Institutions</b>									
a) Bodies Corp.	4200	826200	830400	27.51	3200	826200	829400	27.48	-0.03
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	127500	1656700	1784200	59.12	127200	1656400	1783600	59.10	-0.02
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	10500	343500	354000	11.73	0	343500	343500	11.38	-0.35
c) Others (specify)									
Non-Resident India	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Hindu Undivided Family	8600	0	8600	0.28	20700	0	20700	0.69	0.40
Foreign Bodies	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	<b>150800</b>	<b>2826400</b>	<b>2977200</b>	<b>98.64</b>	<b>151100</b>	<b>2826100</b>	<b>2977200</b>	<b>98.64</b>	<b>0</b>
Total Public Shareholding (B)=(B)(1)+ (B)(2)	<b>150800</b>	<b>2826400</b>	<b>2977200</b>	<b>98.64</b>	<b>151100</b>	<b>2826100</b>	<b>2977200</b>	<b>98.64</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>150800</b>	<b>2867300</b>	<b>3018100</b>	<b>100</b>	<b>151100</b>	<b>2867000</b>	<b>3018100</b>	<b>100</b>	<b>0</b>

**(ii) Shareholding of promoters**

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Rajendra B. Shah	20700	0.69	0	20700	0.69	0	0
2	Rita R. Shah	20200	0.67	0	20200	0.67	0	0
	<b>Total</b>	<b>41200</b>	<b>1.36</b>	<b>0</b>	<b>41200</b>	<b>1.36</b>	<b>0</b>	<b>0</b>

**(iii) Change in Promoter's Shareholding (Please Specify, if there is No Change)**

**NO CHANGE**

SN		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				
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year				

**(iv) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs)**

		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total share of the company	No. of shares	% of total share of the company
1	Akash Agro Industries Ltd.	449900	14.91	449900	14.91
2	Akash Agro Industries Ltd.	225000	7.46	225000	7.46
3	Manisha H. Vora	97000	3.21	97000	3.21
4	Akash Agro Industries Ltd.	75000	2.49	75000	2.49
5	Saryubala H. Vora	63400	2.10	63400	2.10
6	Kamlesh Shankarlal	40000	1.33	40000	1.33
7	Parul Harshad Shah	31600	1.05	31600	1.05
8	Kamlaben Babulal Shah	28000	0.93	28000	0.93
9	Osiajee Housing Finance Ltd	24400	0.81	24400	0.81
10	Osiajee Housing Finance Ltd	22100	0.73	22100	0.73

**(V) Shareholding of directors and key managerial personnel:**

1	Rita R. Shah, Managing Director	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
	At the beginning of the year	20,200	0.67	20,200	0.67
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	20,200	0.67	20,200	0.67

2	Rajendra B. Shah, Director	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
	At the beginning of the year	20,700	0.69	20,700	0.69
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	20,700	0.69	20,700	0.69

3	Manish G. Patel, Independent Director	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
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	-	-	-	-

4	Ajitsinh K. Chavda, Independent Director	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
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	-	-	-	-

**(VI) INDEBTEDNESS**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	<b>3,26,571</b>	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>3,26,571</b>	-	-
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	<b>4,18,960</b>	-	-
* Reduction	-	-	-	-
<b>Net Change</b>	-	<b>4,18,960</b>	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	<b>7,45,531</b>	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>7,45,531</b>	-	-

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Rita R. Shah	-
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	NIL	NIL

**B. Remuneration to other directors: (NOT APPLICABLE)**

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	<b>Manish G. Patel</b>	<b>Ajitsinh K. Chavda</b>			
	Fee for attending board committee meetings	-	-			
	Commission					
	Others, please specify					
	Total (1)	-	-			
2	Other Non-Executive Directors	-	-			
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)	-	-			
	Total (B)=(1+2)	-	-			
	Total Managerial Remuneration	-	-			

**C REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

**Mrs. Ritaben R Shah has been appointed as the Managing Director without paying any remuneration.**

SN	Particulars of Remuneration	Key Managerial Personnel			Total
		POOJA JAIN	COMPANY SECRETARY	CFO BIRJU SHAH	
1	Gross salary	2,01,000		-	2,01,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-		-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-		-	-
	(c) Profits in lieu of salary under section 17(3)	-		-	-

	Income-tax Act, 1961			
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	others, specify...	-	-	-
5	Others, please specify	-	-	-
	<b>Total</b>	2,01,000	-	2,01,000

**VII. 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)
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**A. COMPANY**

Penalty	No	No	No	No	No
punishment	No	No	No	No	No
compounding	No	No	No	No	No

**B. DIRECTORS**

Penalty	No	No	No	No	No
punishment	No	No	No	No	No
compounding	No	No	No	No	No

**C. OTHER OFFICERS IN DEFAULT**

Penalty	No	No	No	No	No
punishment	No	No	No	No	No
compounding	No	No	No	No	No



**ANNEXURE – II TO THE DIRECTOR’S REPORT**

**FORM NO. AOC -2**

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

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

1 Details of contracts or arrangements or transactions not at Arm’s length basis.								
	Name (s) of the related party	Nature of transaction	Duration of the transaction	Salient terms of the transaction	Justification for transactions’	Date of approval by the Board	Amount paid as advances	Date of special resolution
1	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

2 Details of material contracts or arrangement or transactions at arm’s length basis							
	Name (s) of the related party	Nature of relationship	Nature of transaction	Duration of the transaction	Transactions value ) in Rs.	Date of approval by the Board	Amount paid as advances
1.	Vasuben R. Shah	Relative	Rent	April 2020- March 2021	1,90,000/-	Since these RPTs are in the ordinary course of business and are at arms’ length basis, approval of the Board is not applicable. However, these are reported to the Audit Committee / Board at their quarterly meetings.	N.A.

Place: Ahmedabad.  
Date: 12<sup>th</sup> August, 2021

On Behalf of the Board of Directors Of  
R.R. SECURITIES LIMITED

SD/-  
(RAJENDRA B. SHAH)  
Chairman and Director  
DIN: 00394384

## ANNEXURE – III TO THE DIRECTOR’S REPORT

### PARTICULARS OF THE EMPLOYEES

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

<b>I.</b>	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:			
<b>Sr. no.</b>	<b>Name of director / KMP</b>	<b>Designation</b>	<b>Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the FY 2020-21</b>	<b>% increase / (decrease) in remuneration in the FY 2020-21</b>
a)	Smt. Rita R. Shah	Managing Director	-	0
b)	Shri Rajendra B. Shah	Director	-	0
c)	Smt. Pooja Jain	Company Secretary	1	0

<b>II.</b>	The percentage increase/decrease in the median remuneration of employees in the financial year:	-
<b>III.</b>	The number of permanent employees on the rolls of company:	1
<b>IV.</b>	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out of there are any exceptional circumstances for increase in the managerial remuneration;	During the year under review, the average annual increase was negligible
<b>V.</b>	Affirmation that the remuneration is as per the remuneration policy of the Company.	All remuneration of the Employees and directors are paid as per remuneration policy of the Company.

**ANNEXURE – IV TO THE DIRECTORS REPORT**

**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2021

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

To,  
The Members,  
**R.R SECURITIES LIMITED**  
**CIN: L67910GJ1993PLC020169**

I/we have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **R R SECURITIES LTD.** (Hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the records of **R R SECURITIES LTD** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, **subject to our observations in this report**, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2021 complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliances mechanism in place to the extent , in the manner and subject to the reporting made hereinafter:

I/We have examined the books, papers, minute books, forms and returns filed and record maintained by **R R SECURITIES LTD (CIN: L67910GJ1993PLC020169)** for the financial year ended on 31.03.2021 according to the provisions of:

- (i) The Companies Act, 2013(the Act) and the rules made thereunder;  
**(A) Company is yet to appoint an Internal Auditors.**  
**(B) As number of shareholders who have supplied their e-mail ID to the Company are very small the Audited Annual Reports are being dispatched by Approved / Registered Angaria / Courier services to every shareholder by the Company.**
- (ii) The Securities Contracts (Regulations) Act,1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;  
**The Company's Equity shares are yet to be enrolled/ admitted in the Dematerialization system of CDSL the Depository.**
- (iv) Foreign Exchange Management Act,1999 and the rules and regulation made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: **NOT APPLICABLE FOR THE YEAR.**
- (v) The following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992('SEBI Act') :-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011; **Annual Disclosure of shareholding made by Directors/ Promoters as per requirements of Regulation 30 of the SEBI (SAST) Regulations.**
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Training) Regulations, 1992;  
**NOT APPLICABLE FOR THE YEAR**
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009  
**NOT APPLICABLE FOR THE YEAR**  
The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **NOT APPLICABLE FOR THE YEAR**
  - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;  
**NOT APPLICABLE FOR THE YEAR**
  - (e) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
  - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and **NOT APPLICABLE FOR THE YEAR**
  - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **NOT APPLICABLE FOR THE YEAR**
- (vi) As stated in the **Annexure – A** – all the laws, rules, regulations are applicable specifically to the company.  
I/We have also examined compliance with the applicable clauses of the following:
- (h) Secretarial Standards issued by The Institute of Company Secretaries of India are complied with. However as except confirmation and approval of the quarterly/ half yearly financial Results and Annual Audited Financial Statements to be considered and taken on record or approved and passed, no formal Agenda Papers are being circulated to every Directors as required by SS-1
  - (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchanges and the applicable provisions of the SEBI (LODR) 2015- **Except that the Website of the Company is not properly updated with the requisite information required to be displayed by it.**

During the period under review the Company has complied with the provision of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I/We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executives Directors, Independent Directors and Woman Director **Except**

**OBSERVATIONS:**

- 1. The Company has yet not appointed an Independent Chartered Accountants as an Internal Auditors as Required by Companies (Accounts) Rules 2014 and the SEBI (LODR) 2015.**
- 2. The Company is not properly maintaining and updating its website as per requirements of SEBI (LODR) 2015 and the provisions of the Listing Agreement.**
- 3. The Promoters Shareholding yet not Dematerialize their Equity Shareholding.**
- 4. Independent Directors of the Company are not Registered on the Website of IICA.**

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 provision of the Act. **NOT APPLICABLE FOR THE YEAR UNDER REVIEW**

Adequate notice is given to all directors to schedule the Board Meetings, along with Notice a short agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification 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/We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

**I/We further report that** during the audit period the company has not made any

- (I) Public/ Right/Preferential issue of shares/ debentures/sweat equity, etc.
- (II) Redemption/ buy-back of securities
- (III) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (IV) Merger/ amalgamation/reconstruction etc.
- (V) Foreign technical collaborations

**Place: Ahmedabad**  
**Date: 22<sup>nd</sup> July, 2021**  
**UDIN: A008356C000671251**

**FOR KAMLESH M. SHAH & CO.,**  
**PRACTICING COMPANY SECRETARIES**

**sd/-**  
**(Kamlesh M. Shah)**  
**Proprietor**  
**ACS: 8356, COP: 2072.**

**ANNEXURE-A**

***Securities Laws***

1. All Price Sensitive Information was informed to the stock exchanges from time to time.
2. All investors complain directly received by the RTA& Company is recorded on the same date of receipts and all are resolved within reasonable time.

***Labour Laws***

1. All the premises and establishments have been registered with the appropriate authorities.
2. The Company has not employed any child labour/ Bonded labour in any of its establishments.
3. Provisions with relate to compliances of PF/ESI/Gratuity Act are not applicable to Company.

***Environmental Laws***

AS the company is not engaged in the manufacturing activities so the Environmental laws are not applicable to the company.

***Taxation Laws***

The company follows all the provisions of the Indirect and Direct taxation and Income Tax Act, 1961 and filing the returns at proper time with Income tax department and all other necessary departments. We have relied upon the report of the Statutory Auditors in this behalf

**List of other laws, rules and regulations specifically applicable to the Company.**

As the Company has surrendered the Certificate of Registration of NBFC to RBI, the Rules and Regulations and law relating to NBFC being Section 45IA of the RBI Act, Prevention of Money Laundering Act, and such other rules, regulations are not applicable to the company for the year under review.

**Place: Ahmedabad**  
**Date: 22<sup>nd</sup> July , 2021**  
**UDIN: A008356C000671251**

**FOR KAMLESH M. SHAH & CO.,**  
**PRACTICING COMPANY SECRETARIES**

**sd/-**  
**(Kamlesh M. Shah)**  
**Propreitor**  
**ACS: 8356, COP: 2072**

**ANNEXURE B**

**To**  
**The Members,**  
**R R SECURITIES LTD**  
**CIN: L67910GJ1993PLC020169**  
**1 RUSHIL BUNGLOW STERLING CITY**  
**VILLAGE: BOPAL (CT) TALUKA DASCROI**  
**DIST: AHMEDABAD 380058 GUJARAT**

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures and compliances done are on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
7. We have relied on Management Representation Letter provided by the Company before issuing this Report to the Company.

**Place: Ahmedabad**  
**Date: July 22, 2021**  
**UDIN: A008356C000671251**

**FOR KAMLESH M. SHAH & CO.,**  
**PRACTICING COMPANY SECRETARIES**

**(KAMLESH M. SHAH)**  
**PROPRIETOR**  
**ACS:8356 COP: 2072**

**Certificate of Non-disqualification of Directors**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
Members,  
**R R SECURITIES LIMITED,**  
Ahmedabad-58, Gujarat

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of R R SECURITIES LTD bearing CIN: L67910GJ1993PLC020169 and having its registered office at 1 RUSHIL BUNGLOW STERLING CITY VILLAGE: BOPAL (CT) TALUKA DASCROI DIST: AHMEDABAD AHMEDABAD 380058 GUJARAT INDIA (hereinafter referred to 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. **However, All the Independent Directors are not Registered at [www.independentdirectorsdatabank.in](http://www.independentdirectorsdatabank.in) Portal but the Appointment of all Independent Directors were made before the new rules for mandatory Registration at IICA comes into the Force.**

Sr. No.	Name of Director	DIN	Disqualified Under Section 164 of Companies Act,2013	Deactivation of DIN Due to Non-Filing of DIR-3 KYC
1	Rajendra B. Shah	00394384	N.A.	N.A.
2	Rita Rajendra Shah	00394290	N.A.	N.A.
3	Manish Girishbhai Patel	00745013	N.A.	N.A.
4	Ajitsinh Kacharaji Chavda	02663062	N.A.	N.A.

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

**For, Kamlesh M. Shah & Co.,  
Practicing Company Secretary**

Place: Ahmedabad  
Date: June 04, 2021  
UDIN: A008356C000422143

**Kamlesh M. Shah  
(Proprietor)  
(ACS: 8356, COP: 2072)**



**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

**(a) Industry structure and developments.:** The Company operates mainly in two business activities namely (1) Long Term Investment of funds and (2) Rental Income from Fixed Assets and Real estates and (3) Profit and loss making from Real Estate Investment.

**(b) Opportunities and Threats.:** The Long-term Investment market is mainly driven by two factors External and Internal. The Micro factors include local political positions, Country's Economic Conditions, growth in GDP etc. Whereas MACRO level reasons may affect the Stock Market and product markets internationally. Whereas the Rental income from Real Estate and Properties depend on Urbanization and Overall economic conditions at local country level. During the year, the company has witness growth opportunity in both the sectors. However, firstly the Stock Market and long-term investment market will improve, accordingly, the company has made long term safe risk appetite Mutual Fund Securities. However, its long-term investment in two land plots remain an opportune for future growth for price appreciation in future.

**(c) Segment-wise or product-wise performance.:** The Financial Investment Segment has seen Buoyancy in the Financial and Capital market during the year and the company has earned major financial income from this area during the year. Whereas the real estate market has remained dull for price appreciation due to introduction of RERA in the country which has witnessed lower financial investment in Real estate sector during the year hence the company has not earned any income from this sector during the year.

**(d) Outlook :** With the Regularization of the Real Estate Sector by promulgation of the RERA and its effective implementation state wise, the entire Real Estate Sector is now set to be Organized over a period of time and in the long term, those having Books Currency will prevail over other non-organized investors in the long run. The Country after successful implementation of the GST and RERA and appetizing the heavy Government Dosage of BAN of High Denomination currency from the market, is now set to give an overall bust to Stock Market/ Financial Market. Accordingly, all investors with huge Books Funds are expected to earn higher return on their investment as the stock market is also set for the robust growth with flow of funds from organized institutional investors and organized retail investors.

**(e) Risks and concerns:** As the Company does business in High Risk long term Financial Risk business of long term investment, it is always prone to liquidity crunch in future if the stock market becomes bearish. The Company may not in future realize the invested funds in case the stock exchanges become bearish. In order to avoid this ever prevailing risk in the financial market, it has made investment in good quality and good managed mutual fund securities which ultimately give buffer to the long term investors and give protection of capital security to investors. Whereas the Real Estate market though its growth may at a time become subdued but normally it has never seen decrease in pricing of products. It may have a risk of encasings the liquidity for funds but there is a meager risk for loss of capital funds.

**(f) Internal control systems and their adequacy.:** The Company's Managing Director and Whole Time Directors are closely monitoring the Financial Market, Stock Market on daily basis and are also watching the credibility of Real Estate developers in the market. They normally do not make frequent trading in stock market or give on rent any of its real estates to any parties without knowing their credibility and financial soundness. There exist adequate internal control system for safe upkeep of the financial assets and real estates and also for its regular maintenance under the close supervision of the Top management of the company.

**(g) Discussion on financial performance with respect to operational performance.:**

As stated above, during the year, there were no much business transactions. The company has earned income as other income by way of Dividend on long term Investment in Mutual funds, Interest from Money market instruments etc. During the year there was no income from Real Estate sector.

**(h) Material developments in Human Resources / Industrial Relations:** Your company is a very small company and it is managed by its Managing Director, Whole Time Director directly under their close supervision. All crucial business decisions are taken by two executive directors jointly. Except the normal administrative staff for Finance, Accounts and general administration, your company does not require any Technical staff or employees for running its day to day operations. All relations with the employees remained cordial during the year. There was no industrial or manpower unrest registered or recorded during the year under review. During the year there were only 4 employees working in the company apart from Managing Director and Whole Time Director in the company during the year under review.

## Independent Auditor's Report

To,  
The Members of  
R. R. Securities Limited

### Report on the audit of the financial statements

#### Opinion

We have audited the IND AS financial statements of R.R. Securities Limited ("the Company"), which comprise the balance sheet as at March 31, 2021, and the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the **Companies Act, 2013** ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit and cash flows for the year ended on that date.

#### Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 Act 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 matters

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

**Information other than the financial statements and auditors' report thereon**

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

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

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

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

**Management's responsibility for the financial statements**

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

**Auditor's responsibilities for the audit of the financial statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on other legal and regulatory requirements**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance sheet, the Statement of Profit and Loss, 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;

(e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with 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) 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; and

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**Place : Ahmedabad**

**Date : 28/06/2021**

**For, Sunil Dad & Co.**

**Chartered Accountants**

**FRN : 126741W**

**Malay Pandit (Partner)**

**Membership No. : 046482**

**UDIN : 21046482AAAAIP2517**

**ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT:**

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

**(i) In respect of its fixed assets :**

- a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) Majority of the assets has been physically verified by the management according to a program designed to cover substantial items, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the fixed assets during the year, no material discrepancies between the book records and physical inventory were noticed on such verification.
- c) According to the information and explanations given to us and records examined by us and based on the examination of the registered deed, transfer deeds, mutation of title papers provided to us, we report that, the title deed, comprising all the immovable properties of land and building which are freehold in the name of the Company as at the balance sheet date.

**(ii)**

- a) The inventory held by the company physically and in demat form has been verified during the year by management. In our Opinion, the frequency of verification is reasonable.
- b) In our opinion and according to the information and explanation given to us the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of company and nature of its business.
- c) In our opinion and according to the information and explanation given to us, The Company has maintained proper records of its inventory and discrepancies noticed on verification between physical verification have been properly dealt with in the books of account of the Company.

**(iii) In respect of the loans secured or unsecured to the companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.**

- a) The Company during the year under consideration has not granted any loan to Companies or parties covered in the register required maintained under Section 189 of the Act.



- b) In our opinion and according to the information and explanations given to us, the terms and conditions on which loan has been granted to companies covered under the register required maintained under Section 189 of the Companies Act, 2013 are not, prima facie, prejudicial to the interest of the Company
  - c) There is no overdue amount of loans, taken by the Company in accordance with terms and conditions on which loan has been taken.
- (iv)** Based on information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Act
- (v)** The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and rules framed there under are not applicable to the company.
- (vi)** According to the information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Companies Act, 2013 in respect of business carried out by the Company.
- (vii)**
- a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at 31st March, 2021 for a period of more than six months from the date they became payable.
  - b) According to the information and explanation given to us, there are no dues of Income Tax, Wealth tax, Service Tax and Cess which have not been deposited on account of any dispute.
  - c) According to the information given to us, there were no amounts which were required to be transferred to the Investor Education And Protection Fund by

the Company.

- (viii)** According to the information and explanation given to us, the Company has not defaulted in repayment of dues to a financial institution or bank or Debenture Holders
- (ix)** The Company during the year under consideration has neither raised money by way of public issue offer nor has obtained any term loans. Therefore, paragraph 3(ix) of the Order is not applicable.
- (x)** Based on the audit procedures performed and representation obtained from management, We report that, no case of material fraud on or by the Company has been noticed or reported during the year under audit
- (xi)** According to the information and explanations given to us, no managerial remuneration has been paid / provided in view of the provisions of Section 197 read with Schedule V to the Act. Therefore, paragraph 3(xi) of the Order is not applicable.
- (xii)** In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, paragraph 3(xii) is not applicable.
- (xiii)** According to the information and explanations given to us and based on the examination of the records of the company, transactions with the related parties are in compliance with section 177 to 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standard.
- (xiv)** According to the information and explanations given to us and based on the examination of the records of the company, the company has not made any preferential allotment or private placement of shares or partly convertible debentures during the year under consideration.
- (xv)** According to the information and explanations given to us and based on the examination of the records of the company, the company has not entered into non cash transactions with the directors or person connection with him. Accordingly paragraph 3(xv) is not applicable.
- (xvi)** The company is not required to be registered under section 45-IA of the Reserve

Bank of India Act, 1934. According to the information and explanation given to us, the provision of Section 45-IA of The Reserve Bank of India Act, 1934 are not applicable to the Company.

**Place : Ahmedabad**

**Date : 28/06/2021**

**For, Sunil Dad & Co.**

**Chartered Accountants**

**FRN : 126741W**

**Malay Pandit (Partner)**

**Membership No. : 046482**

**UDIN : 21046482AAAAIP2517**

**“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of R R Securities limited**

**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 the Company of March 31, 2021 in conjunction with our audit of the 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 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the

risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial

Controls over Financial Reporting issues by the Institute of Chartered Accountants of India.

**Place : Ahmedabad**

**Date : 28/06/2021**

**For, Sunil Dad & Co.**

**Chartered Accountants**

**FRN : 126741W**

**Malay Pandit (Partner)**

**Membership No. : 046482**

**UDIN : 21046482AAAAIP2517**

**R R Securities Limited**  
**CIN : L67910GJ1993PLC020169**  
**Balance sheet as at 31/03/2021**

(Amount in Rs.)

Particulars	Notes	31st March 2021	31st March 2020
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment		-	-
(b) Financial assets	2		
i. Investments	2(a)	67,58,958	44,36,506
(c) Deferred tax assets (Net)		-	-
(d) Other non-current assets	2(b)	8,03,263	5,29,476
<b>Total non-current assets</b>		<b>75,62,221</b>	<b>49,65,982</b>
<b>Current assets</b>			
(a) Inventories	3	3,22,17,185	3,22,54,182
(b) Financial assets	4		
i. Investments		-	-
ii. Trade receivables	4(a)	-	-
iii. Cash and cash equivalents	4(b)	1,64,636	1,15,377
iv. Bank balances other than (iii) above		-	-
v. Loans and advances	4(c)	70,94,880	70,94,880
(c) Current tax Assets (Net)		-	-
(d) Other current assets		-	-
<b>Total current assets</b>		<b>3,94,76,701</b>	<b>3,94,64,439</b>
<b>Total Assets</b>		<b>4,70,38,922</b>	<b>4,44,30,420</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	5	3,01,81,000	3,01,81,000
(b) Other equity	6	1,47,60,591	1,30,27,099
		4,49,41,591	4,32,08,099
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
(a) Financial Liabilities		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)		1,30,268	1,30,268
Other non-current liabilities		-	-
<b>Total non-current liabilities</b>		<b>1,30,268</b>	<b>1,30,268</b>
<b>Current liabilities</b>			
(a) Financial liabilities	7		
i. Borrowings	7(a)	7,45,531	3,26,571
ii. Trade payables	7(b)	4,85,477	3,23,822
iii. Other financial liabilities	7(c)	85,675	84,800
(b) Other current liabilities	8	25,928	27,344
(c) Provisions			
(d) Current Tax Liabilities (net)		6,24,452	3,29,516
<b>Total current liabilities</b>		<b>19,67,063</b>	<b>10,92,053</b>
<b>Total liabilities</b>		<b>20,97,331</b>	<b>12,22,321</b>
<b>Total equity and liabilities</b>		<b>4,70,38,922</b>	<b>4,44,30,420</b>

Significant accounting policies

1

The accompanying notes form an integral part of these Financial Statements.

As per our attached report of even date

**For Sunil Dad & Co.**  
**Chartered Accountants**  
**FRN : 126741W**

**For and on behalf of the Board of Directors**  
**R R Securities Limited**

**Malay Pandit**  
**Partner**  
**Membership No. 046482**

**(Rajendra B. Shah)**  
**Director**  
**DIN : 00394384**

**(Rita R. Shah)**  
**Director**  
**DIN: 00394290**

**Birju Shah**  
**CFO**

**Pooja Jain**  
**Company Secretary**  
**ACS : A44759**

**Place: Ahmedabad**  
**Date : 28/06/2021**

**Place : Ahmedabad**  
**Date : 28/06/2021**

**R R Securities Limited**

**Statement of profit and loss for the year ended 31st March 2021**

(Amount in Rs.)

Particulars	Notes	Year ended 31st March 2021	Year ended 31st March 2020
<b>Continuing operations</b>			
(a) Revenue from operations	9	-	-
(b) Other income	10	28,13,431	1,34,070
<b>Total income</b>		<b>28,13,431</b>	<b>1,34,070</b>
<b>Expenses</b>			
(a) Cost of materials consumed		-	-
(b) Purchases of stock-in-trade		-	-
(c) Changes in inventories of work-in-progress, stock-in-trade and finished goods	11	36,997	-
(d) Employee benefit expense	12	2,01,000	1,81,500
(e) Finance costs	13	720	106
(f) Depreciation and amortisation expense		-	-
(g) Other expenses	14	8,20,010	19,66,195
<b>Total expenses</b>		<b>10,58,727</b>	<b>21,47,801</b>
<b>Profit before exceptional items and tax</b>		<b>17,54,705</b>	<b>(20,13,731)</b>
Exceptional items		-	-
<b>Profit/(Loss) before tax</b>		<b>17,54,705</b>	<b>(20,13,731)</b>
Tax expense			
(a) Current tax		2,95,000	16,373
(b) Deferred tax	15	-	-
(c) MAT Credit Entitlement		(2,73,787)	-
<b>Profit/(Loss) for the period from continuing operations</b>		<b>17,33,492</b>	<b>(20,30,104)</b>
<b>Other comprehensive income</b>			
<i>Items that will not be reclassified to profit or loss</i>			
(a) Remeasurements of the defined benefit plans		-	-
(c) Income Tax effect		-	-
(b) Equity Instruments designated through other comprehensive income		-	-
(c) Income Tax relating to items that will not be reclassified to profit or loss		-	-
<b>Other comprehensive income for the year, net of tax</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year</b>		<b>17,33,492</b>	<b>(20,30,104)</b>
<b>Earnings per equity share for profit from operation attributable to owners of the entity:</b>			
(a) Basic earnings per share	16	0.57	-0.67
(b) Diluted earnings per share	16	0.57	-0.67

For Sunil Dad & Co.  
Chartered Accountants  
FRN : 126741W

For and on behalf of the Board of Directors  
R R Securities Limited

Malay Pandit  
Partner  
Membership No. 046482

(Rajendra B. Shah)  
Director  
DIN : 00394384

(Rita R. Shah)  
Director  
DIN: 00394290

Birju Shah  
CFO

Pooja Jain  
Company Secretary  
ACS : A44759

Place: Ahmedabad  
Date : 28/06/2021

Place : Ahmedabad  
Date : 28/06/2021



**R. R. SECURITIES LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH, 2021**

	(Amount Rs.)	
	2020-21	2019-20
<b>A. Cash Flow from Operating Activities</b>		
Net Profit before tax and extraordinary items	17,54,705	(20,13,731)
Add / (Deduct) : Adjustments for		
Interest Paid	-	-
Depreciation (net)	-	-
Change in Fair Value	(24,52,887)	11,16,552
(Profit)/Loss on sale of Investment	(92,196)	(66,070)
Dividend Income	(849)	-
(Profit)/Loss on sale of assets	-	-
Preliminary Expenses Deferred Revenue written off	-	10,50,482
<b>Operating Profit before working capital changes</b>	<b>(7,91,227)</b>	<b>(9,63,249)</b>
Add / (Deduct) Adjustments for :		
Trade Receivables	-	10,233
Inventories	36,997	-
Trade Payables	1,61,655	1,38,322
Loans and Advances	-	-
Other Financial Liabilities	875	-
Other Current liabilities	(1,416)	(28,608)
<b>Cash Generated from Operations</b>	<b>1,98,111</b>	<b>1,19,947</b>
Direct taxes paid (net of refunds)	(64)	(4,23,560)
<b>Cash flow before extraordinary items</b>	<b>-</b>	<b>-</b>
	(64)	(4,23,560)
<b>Net cash from operating activities</b>	<b>(5,93,180)</b>	<b>(12,66,862)</b>
<b>B. Cash Flow from Investing Activities</b>		
Activities - Inflow / (outflow)		
Purchase of fixed assets (including CWIP and	-	-
Proceeds from Sale of Fixed assets	-	-
(Increase)/Decrease in value of Investment	2,22,630	9,11,592
Dividend Income	849	-
<b>Net cash generated / (used) in investing activities</b>	<b>2,23,479</b>	<b>9,11,592</b>
<b>C. Cash Flow from Financing activities</b>		
Increase in Long term borrowings	-	-
Increase in Short term borrowings	4,18,960	3,26,571
Interest Income	-	-
Interest paid	-	-
Issue of shares/Equity Warrants	-	-
<b>Net cash generated/ (used) in financing activities</b>	<b>4,18,960</b>	<b>3,26,571</b>
Net increase/(decrease) in cash equivalents	49,259	(28,699)
<b>Cash &amp; Cash Equivalents as at 1st April 2020</b>		
(a) Cash & Bank Balalance	1,15,377	1,44,076
(b) Bank Deposits maturing within 1 year	-	-
<b>Cash &amp; Cash Equivalents as at 31st March 2021</b>		
(a) Cash & Bank Balalance	1,64,636	1,15,377
(b) Bank Deposits maturing within 1 year	-	-
<b>Cash and cash equivalents as at 31st March 2021</b>	<b>1,64,636</b>	<b>1,15,377</b>

For, Sunil Dad & Co.  
Chartered Accountants  
FRN : 126741W

For and on behalf of the Board  
R R Securities Limited

Malay Pandit  
Partner  
M. No. 046482

(Rajendra B. Shah)  
Director  
DIN : 00394384

(Rita R. Shah)  
Director  
DIN : 00394290

(Birju Shah)  
CFO

Pooja Jain  
Company Secretary  
ACS : A44759

Place : Ahmedabad  
Date : 28/06/2021

Place : Ahmedabad  
Date : 28/06/2021

NOTE 2: FINANCIAL ASSETS (Non current)

(a) Non Current Investments

Particulars	As at 31 march 2021	As at 31 march 2020
<b>Non current Investments</b>		
<b>(a) Investments in Mutual Funds</b>		
ICICI Prudential LIC Mutual Fund	5,00,000	5,00,000
ICICI Prudential Saving Bank	8,48,553	8,86,142
ICICI Prudential Technology Fund	7,37,859	-
Edelweiss Maiden Oppurtunities Fund	7,74,355	4,16,310
L&T Emerging Business Growth	0	15,60,270
PGIM India Diversified Equity Fund	38,98,191	10,73,784
<b>Total</b>	<b>67,58,958</b>	<b>44,36,506</b>
Less : Provision for dimunition in the value of Investments	0	0
<b>Total</b>	<b>67,58,958</b>	<b>44,36,506</b>

Particulars	As at 31 march 2021	As at 31 march 2020
Aggregate amount of quoted investments	-	-
Aggregate amount of unquoted investments	67,58,958	44,36,506

A Details of Non Current Investments						
Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity / Others	Quoted / Unquoted	Partly Paid / Fully paid	Amount (Rs)	
					31st March 2021	31st March 2020
(1)	(2)	(3)	(4)	(5)	(6)	(7)
(a)	<b>Investement in Equity Instruments</b>				-	-
(b)	<b>Investments in Mutual Funds</b>					
	ICIC Prudentail Saving Fund	OTHERS	QUOTED	-	8,48,553	8,86,142
	ICICI Prudential LIC Mutual Fund	OTHERS	QUOTED	-	5,00,000	5,00,000
	ICICI Prudential Technology Fund	OTHERS	QUOTED	-	7,37,859	-
	Edelweiss Maiden Oppurtunities Fund	OTHERS	QUOTED	-	7,74,355	4,16,310
	L&T Emerging Business Growth	OTHERS	QUOTED	-	-	15,60,270
	PGIM India Diversified Equity Fund	OTHERS	QUOTED	-	38,98,191	10,73,784
	<b>Total</b>				<b>6758958</b>	<b>4436506</b>

## **R.R.SECURITIES LIMITED**

### **NOTES TO THE BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2021 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE**

#### **Note : 1**

**(1) NATURE OF OPERATIONS**

R R Securities Limited is a public company engaged in the business of Trading in Shares and Securities and Properties.

**(2) THE SIGNIFICANT ACCOUNTING POLICIES**

**a) METHOD OF ACCOUNTING:**

The accounts of the Company are prepared under the Historical Cost Convention using the accrual method of accounting and complying in all material aspects with the relevant Indian Accounting Standards (Ind AS) and the relevant provisions prescribed in the Companies Act 2013.

**b) REVENUE RECOGNITION**

All Incomes to the extent considered receivable respectively, unless specifically stated to be otherwise are accounted for on Accrual basis and except otherwise stated are on the same basis as adopted in the previous year.

**(i) SALES AND INCOME:**

The Sales are recorded when Bill of sale received in accordance with the terms of sales and on change of title in the goods and is inclusive of taxes. The Sales is shown Gross and discount is debited to kasar-vatav Account and sales returns are accounted separately.

The Income of Interest is accounted on accrual basis.

The Other Income is recognised to the extent and as and when considered / found receivable.

**(ii) PURCHASE AND EXPENSES:**

The purchases are shown net of taxes and tax set off.

The major items of the expenses are accounted for on time pro-rata basis and necessary provisions for the same are made.

**c) FIXED ASSETS:**

The Fixed Assets are stated at the cost and the related expenses like freight, taxes and other incidental and erection expenses are added to asset to bring asset in working condition for their intended use.

**d) DEPRECIATION:**

The Depreciation of Fixed Assets is provided based on the useful life of an asset in the manner prescribed in Schedule II to the Companies Act, 2013.

**e) INVESTMENTS:**

The investments are recorded at Fair Value and are exclusive of related expenses less any provision for permanent diminution in value.

**f) INVENTORY:**

Valuations of Inventories are at the Cost or Net Realisable Value whichever is less.

**g) RETIREMENT BENEFITS:**

Gratuity and Provident Fund Act are not applicable to the Company hence provision is not made.

**h) USE OF ESTIMATES :**

The Preparation of financial Statements requires the management to make estimates and assumptions considered in reported amount of assets and liabilities (including contingent liabilities) as on the date of the financial statements and reported income and expenses during the reporting period. The management believes that the estimates used in the preparation of the financial statements are prudent and reasonable.

**i) BORROWING COSTS:**

Borrowing Costs directly attributable to the acquisition, construction and production of qualifying assets are capitalised as part of the Cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.

**j) TAXATION :**

Provision for current tax is computed as per Estimated Total Income in accordance with the provisions of Income Tax Act, 1961 taking into account available deductions and exemptions.

**K) DEFERED TAX**

Deferred Tax is recognised subject to the consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

**l) PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of a past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in financial statements.

**J) EARNING PER SHARE**

Basic earnings per share for equity shareholders have been calculated by dividing the Net Profit or loss after Tax by the weighted average number of equity shares outstanding during the period.

**K) FINANCIAL INSTRUMENTS**

(i) Initial Recognition and measurement : All financial assets are recognised initially at fair value

(ii) Subsequent Measurement : All equity investments in scope of Ind-AS 109 are subsequently measured at fair value. Equity instruments are included within the FVTPL category and all the changes are recognized in the profit and loss account.

NOTE 2 (b): OTHER NON-CURRENT ASSETS

<u>Other Non- current Assets</u>	As at 31 March 2021	As at 31 March 2020
MAT credit entitlement	8,03,263	5,29,476

NOTE 3: INVENTORIES

<u>Inventories</u>	As at 31 March 2021	As at 31 March 2020
Shares & Securities	5,09,628	5,46,625
Land	3,17,07,557	3,17,07,557
<b>Total</b>	<b>3,22,17,185</b>	<b>3,22,54,182</b>

Note 3.1 : Inventory has been Valued at Cost or Net Realisable Value Whichever is Lower.

NOTE 4 : FINANCIAL ASSETS (Current)

(a) TRADE RECEIVABLES

<u>Trade Receivables</u>	As at 31 March 2021	As at 31 March 2020
(a) Other Receivables	-	-
(b) Outstanding for more than 6 months	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

(b) CASH AND CASH EQUIVALENTS

<u>Cash and cash equivalents</u>	As at 31 March 2021	As at 31 March 2020
<b>(a) Cash &amp; Cash Equivalent</b>		
Balances with Banks	1,24,697	52,689
Cash On Hand	39,939	62,687
<b>(b) Other Bank Deposits</b>		
Fixed Deposit(Maturity less than 12 months)	-	-
<b>Total</b>	<b>1,64,636</b>	<b>1,15,377</b>

(c) LOANS AND ADVANCES

<u>Loans and advances</u>	As at 31 March 2021	As at 31 March 2020
(a) Unsecured, considered good Loans & Advances	70,94,880	70,94,880
<b>Total</b>	<b>70,94,880</b>	<b>70,94,880</b>

**NOTE 5: SHARE CAPITAL**

**Note 5.1 Equity Share Capital**

Share Capital	As at 31 March 2021		As at 31 March 2020	
	Number	Amount Rs.	Number	Amount Rs.
<b>Authorised</b>				
Equity Shares of Rs 10 each	31,00,000	3,10,00,000	31,00,000	3,10,00,000
<b>Issued, Subscribed &amp; Paid up</b>				
Equity Shares of Rs. 10 each	30,18,100	3,01,81,000	30,18,100	3,01,81,000
<b>Total</b>	<b>30,18,100</b>	<b>3,01,81,000</b>	<b>30,18,100</b>	<b>3,01,81,000</b>

**Note 5.2 Reconciliation of shares outstanding at the beginning and end of the reporting period**

Particulars	Equity Shares	
	2020-21	2019-20
Shares outstanding at the beginning of the year	30,18,100	30,18,100
Shares Issued during the year	0	0
Shares bought back during the year	0	0
Shares outstanding at the end of the year	<b>30,18,100</b>	<b>30,18,100</b>

**Note 5.3 Details of shareholders holding more than 5 % in the company**

Name of Shareholder	As at 31 March 2021		As at 31 March 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Aakash Agro Industries Limited	7,49,900	24.85%	7,49,900	24.85%

**Note 5.4** The equity share holders of the Company are entitled to receive interim and/ or final dividend as declared and approved by the Board of Directors and/ or by the share holders of the Company. The dividend so declared will be in proportion to the number of equity shares held by the share holders.

**Note 5.5** In the event of the liquidation of the Company, equity share holders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. However, no such Preference share capital exists during the period. The distribution will be in proportion to the number of equity shares held by the share holders.

**NOTE 6: OTHER EQUITY**

Other Equity	As at 31 March 2021	As at 31 March 2020
		-
Share Premium (As per last Balance Sheet)	-	-
Less : Transferred to Profit & Loss Account	-	-
General Reseve	10,00,000	10,00,000
<u>Reserve u/s 45 - IC of Reserve Bank Of India Act, 1934</u>		
Transferred to Reserve u/s 45 - IC of RBI Act, 1934	9,68,436	9,68,436
Fair Value through Other comprehensive Income Reserve	5,06,868	5,06,868
Profit & Loss Account		
Opening balance	1,05,51,795	1,25,81,899
(+) Net Profit/(Net Loss) For the current year	17,33,492	-20,30,104
(+) Transfer from Reserves	-	-
(-) Proposed Dividends	-	-
(-) Interim Dividends	-	-
(-) Transfer to Reserves u/s 45 IC	-	-
Closing Balance	<b>1,22,85,287</b>	<b>1,05,51,795</b>
<b>Total</b>	<b>1,47,60,591</b>	<b>1,30,27,099</b>

**NOTE 7: FINANCIAL LIABILITIES (CURRENT)****(a) BORROWINGS**

<u>Borrowings</u>	As at 31 March 2021	As at 31 March 2020
(a) Unsecured, considered good : Loans from Director	7,45,531	3,26,571
<b>Total</b>	<b>7,45,531</b>	<b>3,26,571</b>

Note 7.1 : Loan from Director are bearing NIL Rate of Interest.

**(b) : TRADE PAYABLES**

<u>Trade Payables</u>	As at 31 March 2021	As at 31 March 2020
Micro, Small & Medium Enterprises Others Creditors for Goods & Expenses	4,85,477	3,23,822
<b>Total</b>	<b>4,85,477</b>	<b>3,23,822</b>

**Note 7.2 : Micro, Small and Medium Enterprises :**

The Company has no amounts due to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2021. Hence, the disclosures, if any, relating to amounts unpaid as at the year end together with Interest paid/payable as required under the said Act have not been made.

**(c) : OTHER FINANCIAL LIABILITIES**

<u>Other Financial Liabilities</u>	As at 31 March 2021	As at 31 March 2020
Statutory Audit Fees Payable Rent deposit	38,675 47,000	37,800 47,000
<b>Total</b>	<b>85,675</b>	<b>84,800</b>

**NOTE 8: OTHER CURRENT LIABILITIES**

<u>Other Current Liabilities</u>	As at 31 March 2021	As at 31 March 2020
(a) Other payables (specify nature) TDS Payable Other current liabilities	10,928 15,000	12,344 15,000
<b>Total</b>	<b>25,928</b>	<b>27,344</b>

**NOTE 9: REVENUE FROM OPERATIONS**

<b>Revenue From Operations</b>	<b>For the year ended 31 March 2021</b>	<b>For the year ended 31 March 2020</b>
	-	-
<b>(a) Sales</b>		
- Sales of Shares & Securities	-	-
<b>Total</b>	-	-

**NOTE 10: OTHER INCOME**

<b>Other Income</b>	<b>For the year ended 31 March 2021</b>	<b>For the year ended 31 March 2020</b>
	-	-
(a) Interest Income	0	18,500
(b) Rent Income	2,67,500	49,500
(c) Income from Mutual Fund Redemption	92,196	66,070
(d) Dividend Income	849	0
(e) Fair Value Gain of Current Investment	24,52,887	0
<b>Total</b>	<b>28,13,431</b>	<b>1,34,070</b>

**NOTE 11: CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE**

<b>Particulars</b>	<b>For the year ended 31 March 2021</b>	<b>For the year ended 31 March 2020</b>
	-	-
<b>(A) Inventories at the end of the year</b>		
(a) land	3,17,07,557	3,17,07,557
(b) Shares & Securities	5,09,628	5,46,625
	<b>3,22,17,185</b>	<b>3,22,54,182</b>
<b>(B) Inventories at the beginning of the year</b>		
(a) land	3,17,07,557	3,17,07,557
(b) Shares & Securities	5,46,625	5,46,625
	<b>3,22,54,182</b>	<b>3,22,54,182</b>
<b>Net (Increase)/Decrease</b>	<b>36,997</b>	<b>0</b>

**NOTE 12: EMPLOYEES BENEFITS EXPENSE**

<b>Employee Benefits Expense</b>	<b>For the year ended 31 March 2021</b>	<b>For the year ended 31 March 2020</b>
	-	-
(a) Salaries and Wages	2,01,000	1,81,500
<b>Total</b>	<b>2,01,000</b>	<b>1,81,500</b>

**NOTE 13 : FINANCE COST**

<b>Finance Cost</b>	<b>For the year ended 31 March 2021</b>	<b>For the year ended 31 March 2020</b>
	-	-
(a) Bank Charges	720	106
<b>Total</b>	<b>720</b>	<b>106</b>



**NOTE 14: ADMINISTRATIVE, GENERAL & OPERATIONAL EXPENSES**

Particulars	For the year ended 31	For the year ended
	March 2021	31 March 2020
<b>Payment to Auditors :</b>		
(a) Statutory Audit fees	41,300	41,300
Advertisement Expense	0	18,795
CDSL Expenses	5,900	5,900
Consultancy fees	1,17,000	83,684
Depository Charges	33,040	0
Fair Value Loss of Current Investment	0	11,16,552
Interest on Late payment of TDS	341	221
Kasar Vataav	5	205
Listing Fees	3,54,000	4,05,920
Office Expenses	10,404	62,617
Penalty	0	1,52,220
ROC Filing Fees	0	15,736
Rent Expense	1,90,000	0
Share Registration Fees	68,020	63,045
<b>Total</b>	<b>8,20,010</b>	<b>19,66,195</b>

**NOTE 15 : DEFFERED TAX**

Particulars	For the year ended 31	For the year ended
	March 2021	31 March 2020
<b>Deferred Tax</b>		
<b>Assets/Liabilities:</b>		
On Account of Difference on Book and Income tax Block of Asset	-	-
<b>Deferred Tax Liability:</b>		
On Account of Disallowance	NIL	NIL
<b>Net Deferred Tax Liability (Charged to P&amp;L Account):</b>	-	-

**NOTE 16 : CALCULATION OF EARNINGS PER EQUITY SHARE [ EPS ]**

The numerators and denominators used to calculate the basic and diluted EPS are as follows :

PARTICULARS	For the year ended 31	For the year ended
	March 2021	31 March 2020
<b>Deferred Tax Assets:</b>		
Profit after tax attributable to Shareholders	17,33,492	-20,30,104
Basic and weighted average number of Equity	30,18,100	30,18,100
Nominal value of equity share	10	10
Basic EPS	0.57	-0.67
Diluted EPS	0.57	-0.67

**NOTE 17 : SEGMENT REPORTING**

In opinion of the management, the Company has not separate reportable segment, hence disclosure under Indian Accounting Standard-108 "Operating Segments" is not given.

**NOTE 18 : PAYMENT TO AUDITORS**

Auditors Remuneration relating to audit work Rs. 41300/- (Previous Year Rs. 41300/-) is provided at the end of year.

**NOTE 19 : VALUATION OF CLOSING STOCK**

Closing Stock is accounted in the books as taken valued and certified by Directors and Authorised Person's of the Company

**Note 20 : CONTINGENT LIABILITY :**

There is no contingent liability outstanding as on the Balance Sheet date.

**NOTE 21 : FOREIGN CURRENCY TRANSACTION**

During the year under consideration, earning and expenditure in Foreign Currency is NIL

**NOTE 22 : REMUNERATION TO DIRECTORS**

No Remuneration has been paid to the Director of the Company.

**NOTE 23 : BALANCE CONFIRMATION**

Sundry debit and credit balances of loans and advances, Sundry Debtors, Sundry Creditors, Unsecured Loans, Deposits, are subject to confirmation and reconciliation, if any. As per view of management the same are shown at realisable value and necessary precaution of actual and realisable value has been taken care of. As Certified by the Directors all amounts in the Balance Sheet relating to Sundry Debtors, Sundry Creditors, Unsecured Loans, Deposits, Loans and advances are shown at net realisable or net

**NOTE 24 : Cash Flow statement is prepared in accordance with the Indian Accounting Standard 7****NOTE 25 : RELATED PARTY DISCLOSURE**

As per Indian Accounting Standard 24, the disclosures of transactions with the related parties are given below :

(I) Enterprises where key managerial personnel (KMP) exercise significant influence	Rajendra B. Shah-HUF
(II) Key Management Personnel	Rajendra B Shah, Rita R Shah, Ajit Chavda Manish Patel Birju Shah Pooja Jain
(iii) Relatives of Key Management Personnel	Vasuben B. Shah

<b>Nature of Transaction</b>	<b>KMP</b>	<b>Key Management Person</b>	<b>Relatives of Key management Personnel</b>
(a) Loans taken during the year			
-Rajendra Shah	388960/-	-	-
-Rita Shah	30000/-	-	-
-Rajendra Shah HUF	-	-	370000/-
(b) Repayment of loans taken			
-Rajendra Shah	-	-	-
- Rita Shah	-	-	-
-Rajendra Shah HUF	-	-	370000/-
(c) Expenditure			
- Vasuben Shah			190000/-

**NOTE 26 : PREVIOUS YEAR FIGURES**

Previous year figures have been re-grouped, reclassified, reworked and rearranged wherever necessary for proper presentation of accounts.

**NOTE 27 : IMPACT OF COVID - 19 PANDEMIC**

The Company has made preliminary assessment of impact on business and financial risks on account of the ongoing pandemic COVID 19 and pursuant lockdowns situations. The Company is primarily in Shares and securities business. Accordingly, the management ensured that seamless operations continued throughout the lockdown phase.

The Company has assessed the potential impact of the pandemic in coming quarters and observed that the Company has necessary market drivers and adequate financial strength to continue seamless operations which shall ensure going concern and financial bandwidth to meeting its financial commitments and liabilities. The Company currently has a comfortable liquidity position and continues to assess its cash flow and liquidity position, in both normal and stressed situation. The Management does not see any risks to the Company's ability to continue as a going concern and meet its liabilities as and when they become due based on the current indicators.

**For Sunil Dad & Co.**  
**Chartered Accountants**  
**FRN : 126741W**

**For and on behalf of the Board of Directors**  
**R R Securities Limited**

**Malay Pandit**  
**Partner**  
**Membership No. 046482**

**(Rajendra B. Shah)**  
**Director**  
**DIN : 00394384**

**(Rita R. Shah)**  
**Director**  
**DIN: 00394290**

**Birju Shah**  
**CFO**

**Pooja Jain**  
**Company Secretary**  
**ACS : A44759**

**Place: Ahmedabad**  
**Date : 28/06/2021**

**Place : Ahmedabad**  
**Date : 28/06/2021**

**R SECURITIES LIMITED**

CIN: L65910GJ1993PLC020169

1 RUSHIL BUNGLOW STERLING CITY VILLAGE: BOPAL (CT) TALUKA DASCROI DIST: AHMEDABAD 380058 GUJARAT

**ATTENDANCE SLIP**

DP ID*		Folio	
Client ID*		No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the **28<sup>TH</sup> ANNUAL GENERAL MEETING** of the Company held on WEDNESDAY, 29<sup>TH</sup> September, 2021 at 12 P.M. at THE PRESIDENT - A BOUTIQUE HOTEL Opp- Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad, Gujarat- 380009

Signature of the Shareholder | Proxy

\* Applicable for investors holding shares in electronic form.

**R R SECURITIES LIMITED**

CIN: L65910GJ1993PLC020169

1 RUSHIL BUNGLOW STERLING CITY VILLAGE: BOPAL (CT) TALUKA DASCROI DIST: AHMEDABAD 380058 GUJARAT

**Form No. 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]

Name of Members:

Registered Address:

E-mail Address:

Folio No. | Client ID:

DP Id:

Affix here Rs.1  
Revenue Stamp

I/we, being the member(s) of \_\_\_\_\_ shares of R R Securities Ltd, hereby appoint:

- 1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail Id \_\_\_\_\_  
 \_\_\_\_\_ or failing him
- 2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail Id \_\_\_\_\_  
 \_\_\_\_\_ or failing him
- 3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail Id \_\_\_\_\_  
 \_\_\_\_\_ or failing him

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **28<sup>TH</sup> ANNUAL GENERAL MEETING** of the Company held on WEDNESDAY, 29<sup>TH</sup> September, 2021 at 12.00 P.M. at The President Hotel, Opp. Municipal Market, Off Road, Navrangpura, Ahmedabad 380009 Gujarat ,India and at any adjournment thereof in respect of such resolutions as are indicated below:

S.NO	RESOLUTIONS
	<b>ORDINARY BUSINESS</b>
1	Adoption of financial statements for the year ended on March 31, 2021
2	Reappointment of Mrs. Rita R. Shah (DIN: 00394290) as Director who retires by rotation and gives Consent & offer his for Re-appointment.
3	Appointment of M/s. Sunil Dad & Co., for the Four Years Subject to Ratification at Every Annual general meeting

Signed this ..... Day of ..... 2021.

.....  
Signature of first proxy  
Holder

.....  
Signature of Second proxy  
holder

.....  
Signature of Third proxy  
holder