

RONI HOUSEHOLDS LIMITED

(Formerly Known as Roni Households Private Limited)

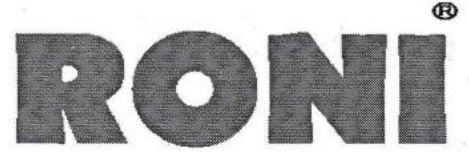
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Email: info@ronihouseholds.com

Website: www.ronihouseholds.com

CIN: L25207MH2017PLC300575

GSTIN: 27AAICR5657B1ZA



Date: September 08, 2022

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai-400001.

Respected Sir/Ma'am

Sub: Submission of Annual Report for Financial Year 2021-22

Ref.: Roni Households Ltd (Scrip Code: 542145).

With reference to captioned subject and pursuant to Regulation 34 of SEBI (LODR) Regulation 2015 we hereby submit the stock exchange 05th Annual Report of the Company.

Kindly disseminate the same on your website and oblige us.

For, **Roni Households Limited**

Harish Manohar Sirwani

Managing Director

DIN: 07844075

Place: Jalgaon

Encl: 05th Annual Report

Address: f-55, near R L Square, MIDC, Jalgaon, Maharashtra 425003



RONI HOUSEHOLD LIMITED

5th Annual Report 2021-22

**Registered Address: - PLOT NO. F - 55, ADDL. MIDC AREA AJANTA ROAD, JALGAON-
425003, MAHARASHTRA**

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CORPORATE INFORMATION

RONI HOUSEHOLD LIMITED
CIN: L25207MH2017PLC300575

BOARD OF DIRECTORS:

Name	DIN	Designation
Mr. Harish Manohar Sirwani	07844075	Managing Director
Mr. Manohar Asandas Sirwani	07844076	Non- Executive Director
Ms. Nidhi Harish Sirwani	07941219	Whole-time director
Mr. Shailesh Suresh Bajaj	08054342	Non- Executive Independent Director
Mr. Arvind Durgashankar Pande	08238902	Non- Executive Independent Director

KEY MANAGERIAL PERSONNEL:

Name	Designation
*Ms. Richie Mukesh Kothari	Company Secretary and Compliance Officer
Ms. Nidhi Harish Sirwani	Chief Financial Officer

* Appointed w.e.f. September 29, 2021.

REGISTERED OFFICE & CORPORATE OFFICE

Plot No. F - 55, Addl. MIDC Area, Ajanta Road, Jalgaon - 425003, Maharashtra.
Tel No. +91 7796542369
Email: ronihouseholds@gmail.com
Web: www.ronihouseholds.com

STATUTORY AUDITOR

M/s D. G. M. S. & Co.
Chartered Accountants
217/218, Manek Centre, P.N Marg, Jamnagar-
361001,(Gujarat) India

SECRETARIAL AUDITOR

Payal Dhamecha & Associates
Practicing Company Secretary
S/1, 2nd Floor, Olway House, Nr. Navneet House,
Gurukul, Ahmedabad-380052.

REGISTRAR & SHARE TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED
Office No. S6-2, 6th Floor, Pinnacle Business Park, Next
to Ahura Centre, Mahakali Caves Road, Andheri East,
Mumbai-400093, Maharashtra.
E-mail: info@bigshareonline.com
Website: www.bigshareonline.com
Tel no.: +91 2262638299

BANKERS TO THE COMPANY

State Bank of India

COMMITTEES OF BOARD:

AUDIT COMMITTEE		STAKEHOLDER'S RELATIONSHIP COMMITTEE		NOMINATION & REMUNERATION COMMITTEE	
NAME	DESIGNATION	NAME	DESIGNATION	NAME	DESIGNATION
Mr. Shailesh Bajaj	Chairperson	Mr. Shailesh Bajaj	Chairperson	Mr. Manohar Sirwani	Chairperson
Mr. Arvind Pande	Member	Mr. Harish Sirwani	Member	Mr. Shailesh Bajaj	Member
Mrs. Nidhi Sirwani	Member	Mrs. Nidhi Sirwani	Member	Mr. Arvind Pande	Member

DIRECTORS' REPORT

Dear Shareholders,

The Board of Directors hereby submits 5th Annual report of your Company (“the Company”), including the audited financial statements, for the financial year ended March 31, 2022.

Financial Highlights:

(Rs. in Lakhs)

Particulars	F.Y. 2021-22	F.Y. 2020-21
Revenue From Operations	1075.11	1069.24
Other Income	0.44	-
Total Income	1075.56	1069.24
Less: Total Expenses before Depreciation, Finance Cost and Tax	1061.88	879.95
Profit before Depreciation, Finance Cost and Tax	13.68	189.29
Less: Depreciation	94.25	111.44
Less: Finance Cost	38.70	49.98
Profit Before Tax	(119.27)	27.87
Less: Current Tax	-	6.56
Less: Deferred tax Liability (Asset)	7.05	4.95
Profit after Tax	(126.32)	(16.36)

BUSINESS OVERVIEW:

Financial performance:

During the financial year 2021-22 the revenue from operation stood at Rs. 1075.11 Lakhs as compared to Rs. 1069.24 Lakhs during the previous financial year 2020-21. The other income of the Company stood as Rs. 0.44 Lakhs in the financial year 2021-22 as compared to NIL in previous financial year 2020-21.

Further, during the financial year 2021-22, the total expenses have increased to Rs. 1194.83 lakhs from Rs. 1041.37 lakhs in the previous financial year 2020-21. The Net Loss for the financial year 2021-22, stood at Rs. (126.32) Lakhs in comparison to loss of Rs. (16.36) Lakhs in previous year 2020-21.

Dividend:

Due to losses, the Board of Directors regret recommending dividend to shareholders for the financial year 2021-22.

Transfer to General Reserve:

Due to Losses in the FY 2021-22, Company has not transferred any amount in Reserve and Surplus. Moreover, reserves and surplus reduced to the extent of Rs. 126.32 Lakhs.

Change in Nature of Business:

During the year, the Company has not changed its business or object and continues to be in the same line of business as per the main object of the Company.

Share Capital:

Authorized Capital

The Authorized Capital of the Company as on March 31, 2022 is Rs. 6,00,00,000/- divided into 60,00,000 Equity Shares of Rs. 10/- each

The Authorised Share Capital of the Company was increased from Rs. 4,50,00,000/- (Rupees Four Crore Fifty Lakh Only) divided into 45,00,000 (Forty-Five Lakhs) Equity Shares of Rs. 10/- each to ₹ 6,00,00,000/- (Rupees Six Crores Only) divided into 60,00,000 (Sixty Lakhs Only) Equity Shares of ₹ 10/- (Rupees Ten Only) each vide Ordinary Resolution passed by the means of postal ballot through remote E- Voting by the members of the Company on March 11, 2022.

Issued, Subscribed & Paid-Up Capital

The Paid-up Capital of the Company as on March 31, 2022 is Rs. 4,33,59,460/- divided into 4,33,59,46 Equity Shares of Rs.10/- each.

Board of Directors of the Company has passed resolution on February 07, 2022 for issue of Equity shares of the Company upto Rs. 8 Crores (including premium) on right basis to the existing shareholders of the Company. The Shareholders of the Company has accorded to the said issue via Postal Ballot dated March 11, 2022.

Further, The Board of Directors the Company has also passed a resolution on February 07, 2022 for conversion of non-interest-bearing unsecured loan of directors (promoters) Mr. Harish Manohar Sirwani & Ms. Nidhi Harish Sirwani of Rs. Rs. 2,70,97,852.80 & Rs. Rs. 18,03,260 respectively into equity shares of the company via Right issue which are included in the Right issue of Rs. 8 crores as stated above.

After, closure of the year:

The Shareholders of the Company has passed a resolution via Postal Ballot dated July 09, 2022 for conversion of non-interest-bearing unsecured loan of directors (promoters) Mr. Harish Manohar Sirwani & Ms. Nidhi Harish Sirwani of Rs. 21,597,852 & Rs. 1,53,63,260 respectively into equity shares of the company via Right issue.

The Company has filed Draft Letter of Offer dated August 05, 2022 for the said Right issue to Bombay Stock exchange where shares of the Company are listed on August 12, 2022.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Constitution of Board:

As on the date of this report, the Board comprises of the following Directors;

Name of Director	Category Cum Designation	Initial date of Appointment	Date of Appointment at current Term & designation	Total Director Ships in other co. ²	No. of Committee ¹		No. of Shares held as on March 31, 2022
					in which Director is Members	in which Director is Chairman	
Mr. Harish Manohar Sirwani	Chairman & Managing Director	09/10/2017	28/08/2018	1	1	-	15,01,246
Mr. Manohar Asandas Sirwani	Non- Executive Director	15/07/2018	15/07/2018	0	0	0	10
Ms. Nidhi Harish Sirwani	Whole-time director	09/10/2017	28/08/2018	1	2	-	10,85,650
Mr. Shailesh Suresh Bajaj	Non- Executive Independent Director	01/01/2018	31/10/2018	0	2	2	-
Ms. Arvind Durgashankar Pande	Non- Executive Independent Director	27/09/2018	31/10/2018	0	1	-	-

¹ Committee includes Audit Committee, and Shareholders' Grievances & Relationship Committee across all Public Companies including our Company.

² excluding Section 8 Company, Struck off Company, Amalgamated Company and LLPs

The composition of Board complies with the requirements of the Companies Act, 2013 (“Act”). Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company is exempted from the requirement of having composition of Board as per Regulation 17 of Listing Regulations.

None of the Director of the Company is serving as a Whole-Time Director in any other Listed Company and the number of their directorship is within the limits laid down under section 165 of the Companies Act, 2013.

Board Meeting:

The Board of the Company regularly meets to discuss various Business opportunities. Additional Board meetings are convened, as and when required to discuss and decide on various business policies, strategies and other businesses.

During the year under review, Board of Directors of the Company met 07 (Seven) times as on, April 20, 2021; June 30, 2021; September 09, 2021; September 29, 2021; November 14, 2021, February 07, 2022 and March 30, 2022.

The details of attendance of each Director at the Board Meetings are given below:

Name of Director	DIN	Designation	Number of Board Meetings Eligible to attend	Number of Board Meetings attended
Mr. Harish Manohar Sirwani	07844075	Chairman & Managing Director	7	7
Mr. Manohar Asandas Sirwani	07844076	Non - Executive Director	7	7
Ms. Nidhi Harish Sirwani	07941219	Whole-time Director	7	7
Mr. Shailesh Suresh Bajaj	08054342	Non-Executive Independent Director	7	7
Mr. Arvind Durgashankar Pande	08238902	Non-Executive Independent Director	7	7

The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Act.

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has two Non-Promoter & Non-Executive Independent Directors. The Company has received necessary declaration from each Independent Director under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Act. Further, all the Independent Directors of the Company have registered themselves in the Independent Director Data Bank. In the opinion of the Board, all our Independent Directors possess requisite qualifications, experience, expertise including the Proficiency and hold high standards of integrity for the purpose of Rule 8(5)(iia) of the Companies (Accounts) Rules, 2014.

A separate meeting of Independent Directors was held on March 30, 2022 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board.

Key Managerial Personnel:

During the year, the Company has appointed Ms. Richie Mukesh Kothari Company Secretary & Compliance Officer of the Company w.e.f. September 29, 2021.

In accordance with Section 203 of the Companies Act, 2013, the Company has Mr. Harish Manohar Sirwani who is acting as Chairman and Managing Director of the Company. Further, the Company has Ms. Nidhi Harish Sirwani as Chief Financial Officer & Whole Time Director and Ms. Richie Mukesh Kothari as Company Secretary & Compliance Officer of the Company.

Change in Registered office:

During the year, there was no change in Registered Office of the Company.

Performance Evaluation:

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the following manners;

- The performance of the board was evaluated by the board, after seeking inputs from all the directors, on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.
- The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.
- The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.
- In addition, the chairman was also evaluated on the key aspects of his role.

Separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairman, taking into account the views of executive directors and non-executive directors. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Directors' Responsibility Statement:

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2022, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts for the year ended March 31, 2022 on going concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COMMITTEES OF BOARD

The Board of Directors, in line with the requirement of the act, has formed various committees, details of which are given hereunder.

A. Audit Committee:

The Company has formed audit committee in line with the provisions Section 177 of the Companies Act, 2013. Audit Committee meeting is generally held for the purpose of recommending the half yearly and yearly financial result. Additional meeting is held for the purpose of reviewing the specific item included in terms of reference of the Committee. During the year under review, Audit Committee met 4 (Four) times viz on June 30, 2021, September 09, 2021, November 14, 2021 and March 30, 2022.

The composition of the Committee and the details of meetings attended by its members are given below:

Name	Category	Designation	Number of meetings during the financial year 2021-22	
			Eligible to attend	Attended
Mr. Shailesh Bajaj	Non-Executive Independent Director	Chairperson	4	4
Mr. Arvind Pande	Non-Executive Independent Director	Member	4	4
Mrs. Nidhi Sirwani	Whole-time Director	Member	4	4

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever requires. Company Secretary and Chief Financial Officer of the Company are the regular invitee at the Meeting.

Recommendations of Audit Committee, wherever/whenever given, have been accepted by the Board of Directors.

Vigil Mechanism:

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior actual or suspected fraud or violation of Company's Code of Conduct.

Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company www.ronihousehold.com

B. Stakeholder's Grievance & Relationship Committee:

The Company has constituted Stakeholder's Grievance & Relationship Committee mainly to focus on the redressal of Shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares; Loss of Share Certificates; Non-receipt of Annual Report; Dividend Warrants; etc.

During the year under review, Stakeholder's Grievance & Relationship Committee met 4 (Four) times viz on June 30, 2021; September 09, 2021; November 14, 2021 and February 07, 2022.

The composition of the Committee and the details of meetings attended by its members are given below:

Name	Category	Designation	Number of meetings during the financial year 2021-22	
			Eligible to attend	Attended
Mr. Shailesh Bajaj	Non-Executive Independent Director	Chairperson	4	4
Mr. Harish Sirwani	Non-Executive Independent Director	Member	4	4
Mrs. Nidhi Sirwani	Whole-time Director	Member	4	4

The Company Secretary of the company acts as secretary for the Committees & was present in meetings of Stakeholder's Grievance & Relationship Committee held on November 14, 2021 and February 07, 2022.

Also, during the year, the Company had not received any complaints from the Shareholders. There was no complaint pending as on March 31, 2022.

C. Nomination and Remuneration Committee:

The Company has formed Nomination and Remuneration committee in line with the provisions of Section 178 of the Companies Act, 2013. Nomination and Remuneration Committee meetings are generally held for identifying the persons who are qualified to become Directors and may be appointed in senior management and recommending their appointments and removal. During the year under review, Nomination and Remuneration Committee met 3 (Three) times, viz on September 09, 2021; September 29, 2021 and March 30 2022.

The composition of the Committee and the details of meetings attended by its members are given below:

Name	Category	Designation	Number of meetings during the financial year 2021-22	
			Eligible to attend	Attended
Mr. Manohar Sirwani	Non-Executive Director	Chairperson	3	3
Mr. Shailesh Bajaj	Non-Executive Independent Director	Member	3	3
Mr. Arvind Pande	Non-Executive Independent Director	Member	3	3

Nomination and Remuneration Policy:

Nomination and Remuneration Policy in the Company is designed to create a high performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances to its Executive Directors and Key Managerial Personnel. Annual increments are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective from April 1, of each year.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at www.ronihousehold.com.

Remuneration of Director:

The details of remuneration paid during the financial year 2021-22 to directors of the Company is provided in Form MGT-7 available at website of the Company, i.e., <http://www.ronihouseholds.com/investors/>

PUBLIC DEPOSIT

The company has not accepted any deposits from the public. Hence, the directives issued by the Reserve Bank of India & the Provision of Section 73 to 76 of the Company Act, 2013 or any other relevant provisions of the Act and the Rules there under are not applicable.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS & SECURITY

Details of Loans, Guarantees, Investments and Security covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2022 is available on the Company's website on <http://www.ronihouseholds.com/investors/>.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the Related Party Transactions entered during the financial year were on an Arm's Length basis and in the Ordinary Course of Business. There are no materially significant Related Party Transactions, i.e exceeding rupees one thousand crore or 10% of the annual consolidated turnover as per the last audited financial statement ,whichever is lower or a transaction involving payments with respect to brand usage or royalty entered into individually or taken together with previous transactions during the financial year, exceeding five percent of the annual consolidated turnover of the Company as per the last audited financial statements, made by the Company with Promoters, Directors, Key Managerial Personnel (KMP) and other related parties which may have a potential conflict with the interest of the Company at large, were entered during the year by your Company. The disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is not applicable.

Further, prior omnibus approval of the Audit Committee is obtained on yearly basis for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted were placed before the Audit Committee and the Board of Directors for their review & approval.

The details of the related party transactions for the financial year 2021-22 is given in notes of the financial statements which is part of Annual Report.

The Policy on Related Party Transactions as approved by the Board of Directors is available on the website of the Company at www.ronihousehold.com.

DISCLOSURE OF REMUNERATION:

The ratio of the remuneration of each director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable as Company has all labourer on daily wages and no permanent employees on roll except Company Secretary. Further no Remuneration has been paid to Executive Directors of the Company.

MATERIAL CHANGES AND COMMITMENT:

There are no material changes and commitments, affecting the financial position of the Company, have occurred between the ends of financial year of the Company i.e. March 31, 2022 to the date of this Report.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at the all workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. Further, the company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the financial year 2021-22, the Company has received nil complaints on sexual harassment, out of which nil complaints have been disposed off and nil complaints remained pending as of March 31, 2022.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

(Pursuant to Section 134 (3) (m) of the Companies Act, 2013 & and rules made there under)

A. Conservation of energy –

- i.) The steps taken or impact on conservation of energy:** The Company has taken measures and applied strict control system to monitor day to day power consumption, to endeavor to ensure the optimal use of energy with minimum extent possible wastage as far as possible. The day to day consumption is monitored and various ways and means are adopted to reduce the power consumption in an effort to save energy.
- ii.) The steps taken by the Company for utilizing alternate sources of energy:** The Company has not taken any step for utilizing alternate sources of energy.
- iii.) The capital investment on energy conservation equipment:** During the year under review, Company has not incurred any capital investment on energy conservation equipment.

B. Technology absorption –

- i.) The effort made towards technology absorption:** The Company has not imported any technology and hence there is nothing to be reported here.
- ii.) The benefit derived like product improvement, cost reduction, product development or import substitution:**
None
- iii.) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) –**
 - a. The details of technology imported: None
 - b. The year of import: None
 - c. Whether the technology has been fully absorbed: None
 - d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: None

C. The expenditure incurred on Research and Development: NIL

D. Foreign Exchange Earnings & Expenditure:

Earnings - Nil
Outgo - Nil

SECRETARIAL STANDARDS OF ICSI:

The Company is in compliance with the Secretarial Standard on Meetings of the Board of Directors (SS-1) and General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government.

RISK MANAGEMENT

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an effective internal control system, which ensures that all the assets of the Company are safeguarded and protected against any loss from unauthorized use or disposition.

The Internal Auditors of the Company carry out review of the internal control systems and procedures. The internal audit reports are reviewed by Audit Committee.

The Company has also put in place adequate internal financial controls with reference to the financial statements commensurate with the size and nature of operations of the Company. During the year, such controls were tested and no material discrepancy or weakness in the Company's internal controls over financial reporting was observed.

CORPORATE GOVERNANCE:

The Company strives to incorporate the appropriate standards for corporate governance. However, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily comply with the provisions of certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore the Company has not provided a separate report on Corporate Governance, although few of the information are provided in this report under relevant heading.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of Regulation 34, and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a review of the performance of the Company, for the year under review, Management Discussion and Analysis Report, is presented in a separate section forming part of this Annual Report as Annexure -A.

STATUTORY AUDITOR AND THEIR REPORT:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, M/s. D G M S & CO, Chartered Accountant, Jamnagar (formerly known as M/s. Doshi Maru & Associates, Chartered Accountant, Jamnagar) (FRN: 0112187W), were appointed as Statutory Auditors of the Company to hold office till conclusion of the Annual General Meeting (AGM) of the company to be held in the calendar year 2026.

The Notes to the financial statements referred in the Auditors Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

MAINTENANCE OF COST RECORD

Since the company is not falling under prescribed class of Companies, our Company is not required to maintain cost records.

INFORMATION ON SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES.

As on March 31, 2022, the Company has following subsidiaries:

SR. No.	Name
1.	Roni International LLC (Wholly Owned Subsidiary)

SECRETARIAL AUDITOR AND THEIR REPORT:

Pursuant to the provisions of Section 204 of the Act read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed M/s. Payal Dhamecha & Associates, Practicing Company Secretary, Ahmedabad to conduct the Secretarial Audit of the Company for the financial year 2021-22. The Secretarial Audit Report is annexed herewith as **Annexure – B** to this Report.

There have been few common annotations reported by the above Secretarial Auditors in their Report with respect to:

1. The resolutions for Approval of Boards Report as required to be filed in E form MGT 14 for the Financial year ended March 31, 2022 has not been filed by the Company.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

2. Notice convening Annual General meeting (AGM) & Annual Report was not given before clear 21 days from the date of Annual General meeting to the shareholders & no consent of Shareholders was taken for sending shorter Notice calling AGM.

Further, as per Regulation 34 of SEBI LODR, Annual Report was not submitted to the Stock exchange on the day in which it was dispatched to the Shareholders.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

3. Disclosure for Non-Applicability of Corporate Governance Report under regulation 27 was not submitted to the Stock exchange for the quarter ended March 31, June 30 & September 30, 2021.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

4. Certificate relating to details of dematerialization of Share Certificates received from registrar & Share Transfer agent was not filed with the Exchange for the quarter ended March 31, June 30 & September 30, 2021.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

5. Disclosure with respect to investor complaints received & disposed off was filed with the Stock Exchange for:-

- quarter ended June 30, 2021 with a delay of 24 days. *(Submitted on August 14, 2021)*
- Quarter ended on September 30, 2021 with a delay of 24 days. *(Submitted on October 25, 2021)*

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

6. Shareholding pattern for the half year ended September 30, 2021 was filed after the due date on October 25, 2021, delay of 4 days.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

7. Outcome of Board meetings for the results of the half year ended March 31 were filed beyond 30 minutes from conclusion of the meeting. It was submitted by a delay of around 4 hrs. (Meeting concluded at 5.00 PM and outcome given **9:19:01 pm.**)

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

8. Newspaper Advertisement for E voting at Annual General Meeting was not given 21 days before the Annual General Meeting. It was given 1 day before the Annual General meeting causing a Delay of 20 days.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

9. Company did not had a Company Secretary as a Compliance Officer till September 28, 2021- Delay of 333 Days.

Management Reply: The Company was in search of qualified Company Secretary and delay was unintentional.

10. Office of Company Secretary, Key managerial personnel was not filled up by Board of Directors within 6 months.

Management Reply: The Company will take due care for making all compliances w.r.t applicable laws and their amendments within due dates in future.

GENERAL DISCLOSURE:

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year. Your Directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review;

- (i) Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
- (ii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS;
- (iii) Annual Report and other compliances on Corporate Social Responsibility;
- (iv) There is no revision in the Board Report or Financial Statement;
- (v) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;

WEBSITE:

As per Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 the Company has maintained a functional website namely "www.ronihousehold.com" containing basic information about the Company.

The website of the Company is containing information like Policies, Shareholding Pattern, Financial and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company etc.

THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

During the Financial Year 2021-22, there was no application made and proceeding initiated /pending under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors against your Company. As on the date of this report, there is no application or proceeding pending against your company under the Insolvency and Bankruptcy Code, 2016.



ACKNOWLEDGEMENT:

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

Registered office:

Plot No. F - 55, Addl. MIDC Area, Ajanta
Road, Jalgaon - 425003, Maharashtra.

By order of the Board of Directors
For, **Roni Households Limited**

Place: Jalgaon
Date: September 8, 2022

Nidhi Sirwani
Whole-Time Director
DIN: 07941219

Harish Manohar
Sirwani
Managing Director
DIN: 07844075

ANNEXURE - B

SECRETARIAL AUDIT REPORT

Form No. MR-3

For the financial year ended March 31, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Roni Households Limited
Registered office: Plot No. F - 55, Addl. MIDC Area,
Ajanta Road, Jalgaon - 425003, Maharashtra.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Roni Households Limited**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

1. The Companies Act, 2013 ('the Act') and the rules made there under as applicable;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - I. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and circulars/ guidelines/Amendments issued there under;
 - II. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines/Amendments issued there under;
 - III. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars/ guidelines/Amendments issued there under and Listing Agreement executed with BSE Limited; and
 - IV. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (to the extent applicable)
 - V. Revised Secretarial Standards issued by the Institute of Company Secretaries of India;

The company being engaged in the Business of Manufacturing of plastic granules and plastic households products, I have relied on the representation made by the Company and its officers for system and As Confirmed by the management, there are no sector specific laws that are applicable to the Company.

During the period under review the Company has complied with the provisions of the Act, Rules made there under, Regulations, guidelines etc. mentioned above except to the following observations;

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations
1	Resolutions to be filed with the registrar of Companies under Section 117 & 179(3) of the Companies Act, 2013	The resolutions for Approval of Boards Report as required to be filed in E form MGT 14 for the Financial year ended March 31, 2021 has not been filed by the Company.
2.	Regulation 34 & 36(2) of SEBI (Listing Obligations & Disclosure Requirements) (LODR) Regulations, 2015 & Section 101	Notice convening Annual General meeting (AGM) & Annual Report was not given before clear 21 days from the date of Annual General meeting to the shareholders & no consent of

	of the Companies Act, 2013	Shareholders was taken for sending shorter Notice calling AGM. Further, as per Regulation 34 of SEBI LODR, Annual Report was not submitted to the Stock exchange on the day in which it was dispatched to the Shareholders.
3.	Regulation 27 of SEBI LODR , Regulations 2015	Disclosure for Non Applicability of Corporate Governance Report under regulation 27 was not submitted to the Stock exchange for the quarter ended March 31, June 30 & September 30, 2021.
4.	Regulation 74 of SEBI Depositories & participants regulations, 2018	Certificate relating to details of dematerialization of Share Certificates received from registrar & Share Transfer agent was not filed with the Exchange for the quarter ended March 31, June 30 & September 30, 2021.
5.	Regulation 13 of SEBI LODR , Regulations 2015	Disclosure with respect to investor complaints received & disposed off was filed with the Stock Exchange for:- <ul style="list-style-type: none"> • quarter ended June 30, 2021 with a delay of 24 days. (Submitted on August 14, 2021) • Quarter ended on September 30, 2021 with a delay of 4 days. (Submitted on October 25, 2021)
6.	Regulation 31(1)(b) of SEBI LODR , Regulations 2015	Shareholding pattern for the half year ended September 30, 2021 was filed after the due date on October 25, 2021, delay of 4 days.
7.	Regulation 30 read with Schedule III of SEBI LODR regulations, 2015	Outcome of Board meetings for the results of the half year ended March 31 were filed beyond 30 minutes from conclusion of the meeting. It was submitted by a delay of around 4 hrs. (Meeting concluded at 5.00 PM and outcome given 9:19:01 pm.)
9.	Newspaper Advertisement as per MCA General Circular No. 20/2020 dated May 5, 2020 and per Clause 4 of Rule 20 of Management and Administration Rules, 2014	Newspaper Advertisement for E voting at 4 th Annual General Meeting was not given 21 days before the Annual General Meeting. It was given 1 day before the Annual General meeting causing a Delay of 20 days.
10	Regulation 6 of Listing Obligations and Disclosure Requirement Regulations, 2015	Company did not had a Company Secretary as a Compliance Officer till September 28, 2021- Delay of 333 Days
11	Section 203(4) of Companies Act, 2013	Office of Company Secretary, Key managerial personnel was not filled up by Board of Directors within 6 months.

Besides these, few forms were also filed late with the Registrar of Companies. Further, the Company has not paid any sitting fees to its Non- Executive Directors for the year 2021-22.

During the Period under review, provisions of the following Acts, Rules, Regulations, Guidelines, Standards, are not applicable to the Company:

- i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Bigshare Services Private Limited as Registrar & Share Transfer Agent as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and circulars/ guidelines/Amendments issued there under.
- iii. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Up to June 09, 2021) and Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ((with effect from June 10, 2021)
- iv. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Up to August 15, 2021);

- v. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from August 16, 2021);
- vi. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- vii. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- ix. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

I further report that -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director.

All decisions of the Board and Committees were carried with requisite majority.

Since none of the members have communicated dissenting views in the matters / agenda proposed from time to time for consideration of the Board and Committees thereof, during the year under the report, hence were not required to be captured and recorded as part of the minutes.

I further report that -

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the Audit period the Company has:

Board of Directors of the Company has passed resolution on February 07, 2022 for issue of Equity shares of the Company upto Rs. 8 Crores (including premium) on right basis to the existing shareholders of the Company. The Shareholders of the Company has accorded their consent to the said issue via Postal Ballot resolution passed on March 11, 2022.

Further, The Board of Directors the Company has also passed a resolution on February 07, 2022 for conversion of non-interest-bearing unsecured loan of directors (promoters) Mr. Harish Manohar Sirwani & Ms. Nidhi Harish Sirwani of Rs. Rs. 2,70,97,852.80 & Rs. 18,03,260 respectively into equity shares of the company via Right issue which are included in the Right issue of Rs. 8 crores as stated above. The Shareholders of the Company has accorded their consent to the said matter via Postal Ballot resolution passed on March 11, 2022.

**For Payal Dhamecha & Associates
Practicing Company Secretary**

**Payal Dhamecha
Proprietor
ACS No.:47303 COP No. 20411
(Unique Code: S2020GJ735800)
UDIN: A047303D000941493**

**Date: - September 8, 2022
Place: - Ahmedabad**

Note: This Report is to be read with my letter of above date which is annexed as **Annexure B1** an integral part of this report.

Annexure B1

To,
The Members
Roni Households Limited

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done based on the records and documents provided to me, on test basis, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Payal Dhamecha & Associates
Practicing Company Secretary

Payal Dhamecha
Proprietor
ACS No.:47303 COP No. 20411
(Unique Code: S2020GJ735800)
UDIN: A047303D000941493

Date:- September 8, 2022
Place:- Ahmedabad

Annexure-A

Management Discussion and Analysis Report

The Management's views on the Company's Performance and outlook are discussed below:

GLOBAL ECONOMY:

During 2021-22, India witnessed a huge growth in exports in terms of value over 2020-21. Overall, the total plastics exports in 2021-22 recorded a sharp growth and increased by 35.4% over the last year. The exports of human hair, pipes & fittings and FRP & composites in 2021-22 increased by 100%, 67% and 48% over 2020-21, respectively.

The cumulative exports of plastics and related materials during 2021-22 were valued at US\$ 13.34 billion. This was a 33.4% increase from the 2019-20 exports valued at US\$ 10 billion. Plastic raw materials were the largest exported category and constituted 30.7% of the total exports in 2021-22; it recorded a growth of 26.5% over the previous year. Plastic films and sheets were the second largest category, comprising 15.2% of the total exports, and grew 32.7% over the previous year.

In May 2022, the exports of plastics and linoleum from India were valued at US\$ 1,073 million. During the same period, medical items of plastics; plastic films & sheets; plastic pipes & fittings; FRP & composites; packaging items; cordage fishnets & monofilaments; and miscellaneous products recorded strong growth. The cumulative exports for April and May 2022 grew 2.6% upto US\$ 2,173 million.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian plastics industry employs about 40 lakh workers and comprises around 30,000 processing units and 2,000 exporters.

The plastics industry has consistently expanded in India increasing the amount and type of plastic produced. The nature of the plastics industry provides a backdrop for understanding the policy framework that directs the future of plastics in India which is geared towards enhancing the export of plastics. The contemporary structure of the political economy is configured to enhance plastic production, linking the use of plastics with necessity, development and convenience in popular culture, even as environmentalists capture the extent of inundation of plastics and its worrying impacts on climate, environment and health throughout its lifecycle. In this light, it is necessary to bring the discussion on the harms of plastic waste and pollution in conversation with the discussion on growth targets of the plastics industry and to harmoniously work out a sustainable way forward.

OPPORTUNITIES AND THREATS

Global plastics market is projected to grow at a CAGR of 7.03% from 2017 to 2025, as per Orian Research. Plastics are used in a variety of industries: construction, packaging, appliance, automobile, textile, transportation, and many others. A large number of manufacturers supply many different products to numerous end-users for a multitude of applications. The major drivers for plastics market would be its low cost, flexibility of use, easy manufacturing capabilities, growing construction in Asia-Pacific region among others. Thus, plastics can be regarded as synthetic or semi-synthetic organic solids which can be transformed into several useful products. Also, the paradigm shift of technology to recycle plastics for end-use applications provide significant opportunities to the entire supply chain of the plastics market.

However, increased Global competition and pollution caused by plastics mandating regulatory authorities to impose various laws for pollution control may serve as threats for the industry.

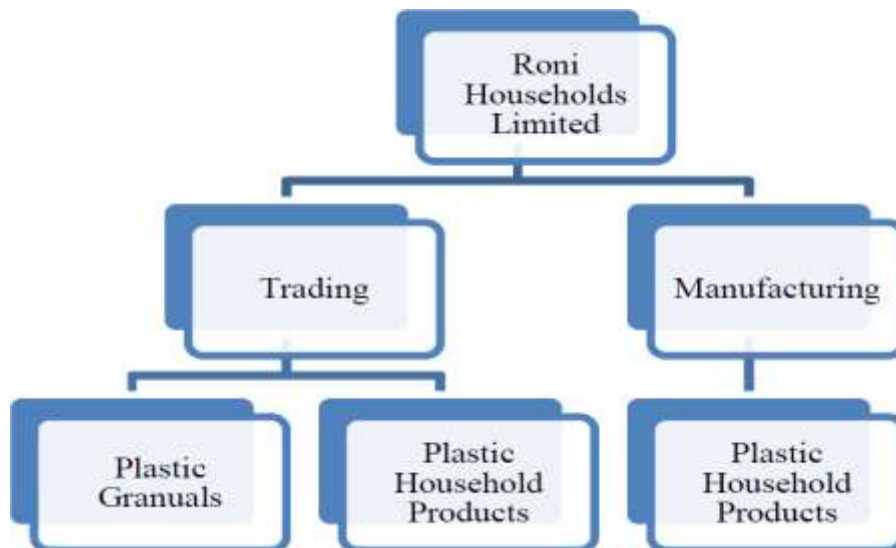
RISKS AND CONCERNS

The Company follows Enterprise Risk Management (ERM) tools to define, identify and assess report and drive the mitigation of risk throughout the group. The tool is designed to provide risk score measures for each of the potential risks as well as its financial, reputational and operational impact. It also provides risk improvement plans, critical success factors and target dates to control risks.

The Company has aligned its policy on risk assessment with the global approach, and risk assessment reports are reviewed at regular intervals. The Company has also adopted a focused approach towards risk management in the form of a corporate insurance programme. The goal of this programme is to optimise the financing of insurable risks by using a combination of risk retention and risk transfer. The programme covers all potential risks relating to the business operations of the Company

at its various locations. As part of the global policy, the relevant parameters for all manufacturing sites are analyzed to minimize the risk associated with protection of environment, safety of operations and health of people at work. These are then monitored regularly with reference to statutory regulations prescribed by government authorities and guidelines defined by the Company. The Company fulfils its legal requirements concerning emission, waste water and waste disposal. Improving workplace safety continues to be a top priority at all manufacturing sites.

COMPANY PROFILE AND PERFORMANCE.



Business Process:

1. Trading Business Process

The trading business vertical of the company is a B2B model and operates primarily on an agency basis wherein the goods are procured from suppliers on cash or credit basis and supplied to customers on credit basis. The procurement of goods is carried out on an “order” basis as well as “demand estimation basis”.

2. Proposed Manufacturing Process

The basic raw material is PVC Granules. This raw material is fed into the Feeding hopper of Injection Moulding Machine. Wherein, the raw material is heated by the heater and is converted into hard solvent and the hard solvent then injected into moulds. Water is circulated and re-circulated on moulds for cooling purpose. The injection moulding items are then packed and are ready for sale.

INDUSTRY TREND AND BUSINESS ANALYSIS

Global economic growth is generally interlinked to petrochemical consumption where plastic is an important partner. Plastic processing is the pillar of economy in most of the advanced economies.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control procedures commensurate with its size and nature of business in India. The Company has clearly laid down policies, guidelines and procedures that form a part of the internal control systems. The adequacy of Internal Control Systems, which encompasses the Company’s business processes and financial reporting systems, is examined by the management as well as by its internal auditors at regular intervals.

The internal auditors carry out audits at regular intervals in order to identify weaknesses and suggest improvements for better functioning. The observations and recommendations of the Internal Auditors are discussed by the Audit Committee to ensure effective corrective action.

OUTLOOK

The Ministry of Commerce & Industry of India aims to increase the plastic exports of the country to US\$ 25 billion by 2025. Multiple plastic parks are being set up in the country in a phased manner that will help improve the plastic manufacturing outputs of the country. Under the plastic park schemes, funds of up to 50% of the project costs or a ceiling cost of Rs. 40 crore (US\$ 5 million) per project.

Government initiatives like “Digital India”, “Make in India”, and “Skill India” will also boost India’s Plastic industry. For instance, under the “Digital India” program, the government aims to reduce the import dependence of products from other countries, which will lift the local plastic part manufacturers.

The government also launched a program for building Centers of Excellence (CoEs) to develop the existing petrochemical technology and promote the research environment pertaining to the sector in the country. This will aid in promoting and developing new applications of polymers and plastics in the country. Additionally, about 23 Central Institute of Plastics Engineering & Technology (CIPET) have been approved to accelerate financial and technological collaboration for promoting skills in chemicals and petrochemicals sector. Our company is looking forward to these opportunities and planning to increase its production capacities in future.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

The Company’s relations with the employees continued to be cordial and harmonious with its employees. It considers manpower as its assets and that people had been driving force for growth and expansion of the Company. The Company acknowledge that its principal assets is it employees. The Company has continued its efforts in building a diverse and inclusive workforce.

The Company employees including factory workmen are employed daily wages basis. Hence, as on March 31, 2022 there was no employees on roll in the Company. The Company will continue to create opportunity and ensure recruitment of diverse candidates without compromising on meritocracy.

Financial Highlights:

(Rs. in Lakhs)

Particulars	F.Y. 2021-22	F.Y. 2020-21
Revenue From Operations	1075.11	1069.24
Other Income	0.44	-
Total Income	1075.56	1069.24
Less: Total Expenses before Depreciation, Finance Cost and Tax	1061.88	879.95
Profit before Depreciation, Finance Cost and Tax	13.68	189.29
Less: Depreciation	94.25	111.44
Less: Finance Cost	38.70	49.98
Profit Before Tax	(119.27)	27.87
Less: Current Tax	-	(6.56)
Less: Deferred tax Liability (Asset)	(7.05)	(4.95)
Profit after Tax	(126.32)	(16.36)

Details of Significant Changes (i.e. Change of 25% Or More as Compared to the Immediately Previous Financial Year) In Key Financial Ratios, Along With Detailed Explanations Therefore :

Particulars	F.Y. 2021-22	F.Y. 2020-21	% of Change	Explanation
Trade Receivables Turnover Ratio	1.07	2.01	(46.67%)	As have higher Avg. Trade Receivables.
Inventory T/O Ratio	2.76	4.02	(31.35%)	As have higher COGS in Current Year.
Current Ratio	1.35	2.43	(44.35%)	Due to Increase in Trade Payables
Debt Service Coverage Ratio	0.12	1.37	(91.40%)	As have loss in current year.
Net Profit Ratio	(11.75%)	1.53%	(867.90%)	As have higher expenses in current year.
Debt Equity Ratio	0.79	0.72	9.94%	-

CAUTIONARY NOTE

Statements in this Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the Company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

NOTICE OF 5th ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifth (5th) Annual General Meeting (AGM) of the Members of **RONI HOUSEHOLDS LIMITED** (“the Company”) will be held on Friday, September 30, 2022 at 12:30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) is also available to transact the following businesses:

ORDINARY BUSINESSES:

- 1. To receive, consider and adopt the Audited financial statements for the financial year ended on March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.**
- 2. To appoint a Director in place of Mr. Manohar Asandas Sirwani (DIN: 07844076), who retires by rotation and being eligible, offers himself for re-appointment.**

Explanation: As per Section 152 of Companies Act, 2013, executive directors and non-executive directors are subject to retirement by rotation. Mr. Manohar Asandas Sirwani (DIN: 07844076), who was appointed as Non-Executive Director, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

To the extent that Mr. Manohar Asandas Sirwani (DIN: 07844076), is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

“**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be, and is hereby accorded to the reappointment of Mr. Manohar Asandas Sirwani (DIN: 07844076) as such, to the extent that he is required to retire by rotation.”

SPECIAL BUSINESSES:

- 3. To Approve Payment Of Remuneration Payable To Mr. Harish Manohar Sirwani (Din: 07844075), Managing Director Of The Company For His Remaining Term:–**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the Board”), the approval of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Harish Manohar Sirwani (DIN: 07844075), Managing Director of the Company as set out in the explanatory statement attached hereto, for the existing term until revised and further with other terms and conditions remaining unchanged as per the explanatory statement of resolution passed for his appointment as Managing Director with the power to the Board of Directors to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Harish Manohar Sirwani (DIN: 07844075), as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter.”

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Mumbai, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”

4. To Approve Payment Of Remuneration Payable To Mrs. Nidhi Harish Sirwani (Din: 07941219), Whole Time Director Of The Company For Her Remaining Term:–

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as “the Board”), the approval of the Members of the Company be and is hereby accorded for payment of remuneration to Mrs. Nidhi Harish Sirwani (DIN: 07941219), Whole Time Director of the Company as set out in the explanatory statement attached hereto, for the existing term until revised and further with other terms and conditions remaining unchanged as per the explanatory statement of resolution passed for her appointment as Whole Time Director with the power to the Board of Directors to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mrs. Nidhi Harish Sirwani (DIN: 07941219) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter.”

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Mumbai, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.”



Registered office:

Plot No. F - 55, Addl. MIDC Area, Ajanta
Road, Jalgaon - 425003, Maharashtra.

By order of the Board of Directors
For, **Roni Households Limited**

Place: Jalgaon

Date: September 8, 2022

Harish Manohar Sirwani

Chairman and Managing Director

DIN: 07844075

IMPORTANT NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 05, 2022 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II is annexed hereto.
3. Though, pursuant to the provisions of the Act, a Member is entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf, since this AGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to scsandcollp@gmail.com with copies marked to the Company at info@ronihouseholds.com and to National Securities with copies marked to the Company at info@ronihouseholds.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.co.in.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
7. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circulars, the Notice of AGM along with Annual Report 2021-22 is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2021-22 has been uploaded on the website of the Company at www.ronihouseholds.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.
8. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
 - (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@ronihouseholds.com.

- (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@ronihouseholds.com.
 - (c) Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the details mentioned in Point (a) or (b) as the case may be.
 - (d) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Service Pvt. Ltd., S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai-400093, Maharashtra. India. **E-Mail ID:** info@bigshareonline.com by following the due procedure.
 - (e) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, Bigshare Service Pvt. Ltd to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
9. It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants, by following the due procedure.
10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at info@ronihouseholds.com on or before Tuesday, September 27, 2022 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
11. Members holding the shares in dematerialized form are requested to notify immediately, the information regarding change of address and bank particulars to their respective Depository Participant.
12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.

13. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE ANNUAL GENERAL MEETING THROUGH VC/OAVM:

- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.
- ii. Their being physical shareholders in the company Register of Members and Share Transfer Books of the Company will be closed from Friday, September 23, 2022 to Friday, September 30, 2022 (both days inclusive) and same will be re-opened from Saturday, October 01, 2022 onwards. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Friday, September 23, 2022, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, September 23, 2022, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on 9:00 A.M. on Tuesday, September 27, 2022 and will end on 5:00 P.M. on Thursday, September 29, 2022. During this period, the members of the Company holding shares as on the Cut-off date i.e. Friday, September 23, 2022, may cast their vote electronically. The members will not be able

to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, September 23, 2022.
- vii. The Company has appointed M/s. SCS and CO. LLP, Practicing Company Secretaries (ICSI Unique Code: L2020GJ008700), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING

The remote e-voting period begins on Tuesday, September 27, 2022 at 9:00 A.M. and will end on Thursday, September 29, 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 23, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being i.e. Friday, September 23, 2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system:

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note:Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL)	Your User ID is:
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	or CDSL) or Physical	
	a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
	b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
	c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
5. Password details for shareholders other than Individual shareholders are given below:		
a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.		
<p>b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.</p> <p>c) How to retrieve your ‘initial password’?</p> <p>(i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.</p> <p>(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.</p>		
<p>6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:</p> <p>a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.</p> <p>b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.</p> <p>c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.</p> <p>d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>		
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.		
8. Now, you will have to click on “Login” button.		
9. After you click on the “Login” button, Home page of e-Voting will open.		

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scsandcollp@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E- VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@ronihouseholds.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@ronihouseholds.com

3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE 5th AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the 5th AGM is same as the instructions mentioned above for remote e- voting.
2. Only those Members/ shareholders, who will be present in the 5th AGM at the Registered Office of the Company or through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the 5th AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 5th AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@ronihouseholds.com The same will be replied by the company suitably.

CONTACT DETAILS:

Company	Address: Plot No. F - 55, Addl. MIDC Area, Ajanta Road, Jalgaon - 425003, Maharashtra. Tel No. +91 7796542369 Email: ronihouseholds@gmail.com Web: www.ronihouseholds.com
Registrar and Transfer Agent	Bigshare Service Pvt. Ltd. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai-400093, Maharashtra. E-mail: info@bigshareonline.com Website: www.bigshareonline.com Tel no.: +91 2262638299
e-Voting Agency & VC / OAVM	Email: evoting@nsdl.co.in NSDL help desk 1800-222-990

Scrutinizer

M/s SCS and Co LLP,
Ms. Anjali Sangtani (Membership No. 41942, CP NO. 23630) Partner
Email: scsandcollp@gmail.com ; Mo No: +918128156833

Registered office:

Plot No. F - 55, Addl. MIDC Area Ajanta Road,
Jalgaon-425003, Maharashtra

**By order of the Board of Directors
For, Roni Household Limited**

Place: Jalgaon

Date: September 8, 2022

**Harish Manohar Sirwani
Managing Director
DIN: 07844075**

Annexure to the Notice

Details of Director Retiring by Rotation/ Seeking Appointment/ Re-Appointment at the ensuing Annual General Meeting

{Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Secretarial Standards on General Meetings }

Particulars	Mr. Manohar Asandas Sirwani	Mr. Harish Manohar Sirwani	Mrs. Nidhi Harish Sirwani
DIN:	07844076	07844075	07941219
Age	65 Years	36 Years	36 Years
Nationality	Indian	Indian	Indian
Date of current designation	15/07/2018	28/08/2018	28/08/2018
Qualification	M.com	MBA	Chartered Accountants
Brief Profile	<p>He holds Masters Degree in Commerce Field from Pune University. He owns a showroom in Jalgaon in the name & style of “Hira Saari Centre” for dealing in textile products, since last 39 years.</p>	<p>He is one of the founding members of our Company. He holds Master Degree in Business Administration from North Maharashtra University, Jalgaon.</p> <p>Post qualification, he started his own venture, a proprietorship concern viz. “M/s. Roni Enterprises” (which was takeover by the Company in 2018) to trade in plastic granules and household items.</p> <p>Later in 2017, as a growth strategy he founded Roni Households Limited with his wife Mrs. Nidhi Sirwani to trade plastic granules and household items on a larger scale.</p> <p>Further, in 2017, he also founded RV Gems Private Limited, a Company founded with the object of manufacturing jewellery, with his wife Mrs. Nidhi Sirwani. Currently, he is overseeing the Operations Department of our Company.</p>	<p>Mrs. Nidhi Sirwani is the Whole-time Director and Chief Financial Officer of our Company.</p> <p>She is one of the founding members of our Company. She is an associate member of The Institute of Chartered Accountants of India.</p> <p>She had undergone 3 years of management training under N S Doshi & Co. and Jayesh Lalwani & Co. Before joining our Company in 2017, to provide professional guidance, she practiced in the field of taxation and audit for around 8 years. She is also a founding member of RV Gems Private Limited, a Company which was established with the object of manufacturing jewellery, with her husband Mr. Harish Sirwani. Currently, she is heading the Finance Department of our Company.</p>
Shareholding in the Company as on March 31, 2022	10 Equity Shares	15,01,246 Equity Shares	10,85,650 Equity Shares
Directorships held in other Companies as on March 31, 2022	-	RV Gems Private Limited	RV Gems Private Limited

Chairman / Member of the Committees* of the Board of Directors of the Public Company	Membership-0 Chairmanship-0	Membership-1 Chairmanship-0	Membership-2 Chairmanship-0
Inter-se relationship with other Directors^	1. Father of Mr. Harish Sirwani 2. Father -in-law of Mrs. Nidhi Sirwani	1. Husband of Mrs. Nidhi Sirwani 2. Son of Mr. Manohar Sirwani	1. Wife of Mr. Harish Sirwani. 2. Daughter in law of Mr. Manohar Sirwani

*Committee includes the Audit Committee and Stakeholders' Grievance Committee

^ In accordance with SEBI (ICDR) Regulations, 2009 and the Companies Act, 2013.

**By the Order of Board of Directors
Roni Households Limited**

**Place: Jalgaon
Date: September 08, 2022**

**Harish Manohar Sirwani
Managing director
DIN: 07844075**

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013 and Secretary Standard 2 on General Meetings)

3. TO APPROVE PAYMENT OF REMUNERATION PAYABLE TO MR. HARISH MANOHAR SIRWANI (DIN: 07844075), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY FOR HIS REMAINING TERM:-

Mr. Harish Manohar Sirwani was appointed as Managing Director for a period of 5 years w.e.f August 28, 2018 in the Board Meeting held on August 28, 2018, which was thereafter approved by members in the Extra Ordinary General Meeting held on September 15, 2018. Mr. Harish Manohar Sirwani was appointed under Schedule V of Companies Act, 2013. On the recommendation of the Nomination and Remuneration Committee of the Company, the Board, in its meeting held on September 8, 2022 has considered approval of same limit of remuneration, i.e. upto Rs. 1.15 Lakh per month with such increments as may be decided by the Board from time to time to be paid to Mr. Harish Manohar Sirwani for his remaining tenure as Managing Director. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Harish Manohar Sirwani, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time. Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Mr. Harish Manohar Sirwani is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

GENERAL INFORMATION:

Nature of Industry:

The company is engaged mainly trade in plastic granules and plastic households products.

Date or expected date of commencement of commercial production:

Company is already operating.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable

Financial performance based on given indicators:

FINANCIAL RESULTS:

(Amount in Lakh)

Particulars	F.Y. 2021-22	F.Y. 2020-21
Revenue From Operations	1075.11	1069.24
Other Income	0.44	-
Total Income	1075.56	1069.24
Less: Total Expenses before Depreciation, Finance Cost and Tax	1061.88	879.95
Profit before Depreciation, Finance Cost and Tax	13.68	189.29
Less: Depreciation	94.25	111.44
Less: Finance Cost	38.70	49.98
Profit Before Tax	(119.27)	27.87
Less: Current Tax	-	6.56

Less: Deferred tax Liability (Asset)	7.05	4.95
Profit after Tax	(126.32)	(16.36)

Foreign investments or collaborations, if any:

No collaborations has been made by the Company with any of foreign entity. Further, as at 31 March, 2022, total holding of Foreign Shareholders was NIL Equity Shares.

1. BRIEF DETAILS OF DIRECTOR ALONG WITH TERMS AND CONDITIONS OF REMUNERATION:

Information about Mr. Harish Manohar Sirwani (DIN: 07844075)

Background Details:

Mr. Harish Manohar Sirwani, aged 37 years, is the Managing Director of our Company. He is one of the founding members of our Company. He holds Master Degree in Business Administration from North Maharashtra University, Jalgaon. Post qualification, he started his own venture, a proprietorship concern viz. "M/s. Roni Enterprises" (which was takeover by the Company in 2018) to trade in plastic granules and household items. Later in 2017, as a growth strategy he founded Roni Households Limited with his wife Mrs. Nidhi Sirwani to trade plastic granules and household items on a larger scale. Further, in 2017, he also founded RV Gems Private Limited, a Company founded with the object of manufacturing jewellery, with his wife Mrs. Nidhi Sirwani. Currently, he is overseeing the Operations Department of our Company.

Past Remuneration:

Not withdrawn remuneration for FY 2021-22.

Recognition of Award: None

Job Profile and his suitability:

As Managing Director of the Company, he is responsible for the management of the Company, subject to the superintendence, guidance and control of the Board of Directors. Taking into account his previous experience and knowledge about the industry and the nature and size of operations of the Company, he is a fit and proper person as the Managing Director of the Company.

Remuneration Proposed: Upto Rs. 1.15 Lakh per month with such increments as may be decided by the Board from time to time, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:

Taking into consideration the size of the Company, the profile of Mr. Harish Manohar Sirwani and the industry bench marks, the proposed revised remuneration well below in compared to the comparable Companies.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Save and except Mr. Harish Manohar Sirwani (DIN: 07844075), Mr. Manohar Asandas Sirwani (DIN: 07844076) and Mrs. Nidhi Harish Sirwani (DIN: 07941219) and their relatives to the extent their shareholding in the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at item No. 3.

OTHER INFORMATION:

Reasons of loss or inadequate profits:

We are working as per industry standards. The profit margin is low in our segment. The remuneration to be given is decided based on industry standards, looking to their profile the remuneration is justified.

Steps taken or proposed to be taken for improvement

The Company has initiated various steps to improve its administrative performance, including lowering its administrative costs.

Expected increase in productivity and profits in measurable terms:

The management continues to be optimistic towards the external economic environment and become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the ratification of remuneration specified above for the remaining tenure as Managing Director to Mr. Harish Manohar Sirwani (DIN: 07844075), is now being placed before the Members for their approval. The Board of Directors recommends the Special Resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Harish Manohar Sirwani (DIN: 07844075), himself and his relatives to the extent of their shareholding in the Company if any, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard II issued by ICSI is Annexure to Notice of 5th Annual General Meeting.

The Board of Directors is of the view that the remuneration payable to Mr. Harish Manohar Sirwani (DIN: 07844075), is commensurate with his abilities and experience and accordingly recommends the Special Resolution of the accompanying Notice for approval by the Members of the Company.

All the Directors of the Company and their relatives to the extent their shareholding in the Company are interested, in the resolution.

Members may note that in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Harish Manohar Sirwani (DIN: 07844075), will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of appointment and remuneration of Mr. Harish Manohar Sirwani (DIN: 07844075), as Managing Director of the Company.

4. TO APPROVE PAYMENT OF REMUNERATION PAYABLE TO NIDHI HARISH SIRWANI (DIN: 07941219), WHOLE TIME DIRECTOR OF THE COMPANY FOR HER REMAINING TERM:–

Mrs. Nidhi Harish Sirwani (DIN: 07941219) was appointed as Whole Time Director for a period of 5 years w.e.f August 28, 2018 in the Board Meeting held on August 28, 2018, which was thereafter approved by members in the Extra Ordinary General Meeting held on September 15, 2018. Mrs. Nidhi Harish Sirwani (DIN: 07941219) was appointed under Schedule V of Companies Act, 2013. On the recommendation of the Nomination and Remuneration Committee of the Company, the Board, in its meeting held on September 8, 2022 has considered approval of same limit of remuneration, i.e. upto Rs. 65, 000 per month with such increments as may be decided by the Board from time to time to be paid to Mrs. Nidhi Harish Sirwani (DIN: 07941219) for her remaining tenure as Whole Time Director. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mrs. Nidhi Harish Sirwani (DIN: 07941219), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time. Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Mrs. Nidhi Harish Sirwani (DIN: 07941219) is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

GENERAL INFORMATION:

Nature of Industry:

The company is engaged mainly trade in plastic granules and plastic households products.

Date or expected date of commencement of commercial production:

The Company is already operational.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable

Financial performance based on given indicators:

FINANCIAL RESULTS:

(Amount in Lakh)

Particulars	F.Y. 2021-22	F.Y. 2020-21
Revenue From Operations	1075.11	1069.24
Other Income	0.44	-
Total Income	1075.56	1069.24
Less: Total Expenses before Depreciation, Finance Cost and Tax	1061.88	879.95
Profit before Depreciation, Finance Cost and Tax	13.68	189.29
Less: Depreciation	94.25	111.44
Less: Finance Cost	38.70	49.98
Profit Before Tax	(119.27)	27.87
Less: Current Tax	-	6.56
Less: Deferred tax Liability (Asset)	7.05	4.95
Profit after Tax	(126.32)	(16.36)

Foreign investments or collaborations, if any:

No collaborations has been made by the Company with any of foreign entity. Further, as at 31 March, 2022, total holding of Foreign Shareholders was NIL Equity Shares.

2. BRIEF DETAILS OF DIRECTOR ALONG WITH TERMS AND CONDITIONS OF REMUNERATION:

Information about Mrs. Nidhi Harish Sirwani (DIN: 07941219).

Background Details:

Mrs. Nidhi Harish Sirwani, aged 36 years, is the Whole-time Director and Chief Financial Officer of our Company. She is one of the founding members of our Company. She is an associate member of The Institute of Chartered Accountants of India. She had undergone 3 years of management training under N S Doshi & Co. and Jayesh Lalwani & Co. Before joining our Company in 2017, to provide professional guidance, she practiced in the field of taxation and audit for around 10 years. She is also a founding member of RV Gems Private Limited, a Company which was established with the object of manufacturing jewellery, with her husband Mr. Harish Sirwani. Currently, she is heading the Finance Department of our Company.

Past Remuneration:

Not withdrawn for FY 2021-22

Recognition of Award: None

Job Profile and his suitability:

As Whole-time Director of the Company, she is responsible for the management of the Company, subject to the superintendence, guidance and control of the Board of Directors. Taking into account her previous experience and knowledge about the industry and the nature and size of operations of the Company, she is a fit and proper person as the Whole-time Director of the Company.

Remuneration Proposed: Upto Rs. 65, 000 per month with such increments as may be decided by the Board from time to time, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:

Taking into consideration the size of the Company, the profile of Mrs. Nidhi Harish Sirwani and the industry bench marks, the proposed remuneration well below in compared to the comparable Companies.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Save and except Mrs. Nidhi Harish Sirwani (DIN: 07941219), Mr. Harish Manohar Sirwani (DIN: 07844075) and Mr. Manohar Asandas Sirwani (DIN: 07844076) and their relatives to the extent their shareholding in the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at item No. 4.

OTHER INFORMATION:**Reasons of loss or inadequate profits:**

We are working as per industry standards. The profit margin is low in our industry. The remuneration to be given is decided based on industry standards, looking to their profile the remuneration is justified.

Steps taken or proposed to be taken for improvement

The Company has initiated various steps to improve its administrative performance, including lowering its administrative costs.

Expected increase in productivity and profits in measurable terms:

The management continues to be optimistic towards the external economic environment and become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the ratification of remuneration specified above for the remaining tenure as Whole-time Director to Mrs. Nidhi Harish Sirwani (DIN: 07941219), is now being placed before the Members for their approval. The Board of Directors recommends the Special Resolution at Item No.4 of the accompanying Notice for approval by the Members of the Company.

Except Mrs. Nidhi Harish Sirwani (DIN: 07941219), herself and her relatives to the extent of their shareholding in the Company if any, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard II issued by ICSI is Annexure to Notice of 5th Annual General Meeting.

The Board of Directors is of the view that the remuneration payable to Mrs. Nidhi Harish Sirwani (DIN: 07941219), is commensurate with her abilities and experience and accordingly recommends the Special Resolution of the accompanying Notice for approval by the Members of the Company.

All the Directors of the Company and their relatives to the extent their shareholding in the Company are interested, in the resolution.



Members may note that in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mrs. Nidhi Harish Sirwani (DIN: 07941219), will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of appointment and remuneration of Mrs. Nidhi Harish Sirwani (DIN: 07941219), as Whole-time Director of the Company.

INDEPENDENT AUDITOR'S REPORT

**TO MEMBERS OF
RONI HOUSEHOLDS LIMITED**

Report on the Accounting Standards Financial Statements

Opinion

We have audited the accompanying standalone financial statements of financial statements of **RONI HOUSEHOLDS LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March 2022**, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and 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 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at **31st March 2022**, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit 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.

There are no Key Audit Matters Reportable as per SA 701 issued by ICAI.

Information Other than the Financial Statements and Auditor's 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone 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 accounting standards referred to in section 133 of the Act, as applicable. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

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 standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant 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 standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in "**Annexure A**", a statement on the matter specified in the paragraph 3 and 4 of the Order.
2. As required under provisions of section 143(3) of the Companies Act, 2013, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet and Statement of Profit and Loss including Statement of Cash Flow dealt with this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid Financial Statement comply with the Accounting Standards specified under Section 133 of Act, read with relevant rule issued thereunder.
 - e. On the basis of written representations received from the directors as on March 31, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, referred to our separate report in "**Annexure B**".
 - g. The Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable.
 - h. With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - (a) The Company has disclosed the impact of pending litigations as at 31 March 2022 on its financial position in its standalone financial statements - Refer Note (vii) of Annexure – A to the standalone financial statements.
 - (b) The Company did not have any long-term and derivative contracts as at March 31, 2022.
 - (c) There has been no delay in transferring amounts, required to be transferred, the Investor Education and Protection Fund by the Company during the year ended March 31, 2022.
 - (d) The management has;
 - i. represented that, to the best of its knowledge and belief as disclosed in Note No. 35 to the Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other

sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(i) represented, that, to the best of its knowledge and belief as disclosed in Note No. 36 to The Financial Statements, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

(ii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (d) (i) and (d) (ii) contain any material mis-statement.

(e) The company has not neither declared nor paid any dividend during the year under Section 123 of the Act.

**FOR D.G.M.S. & Co.,
Chartered Accountants**

**Place: Jamnagar
Date: 07th May 2022**

**Shashank P. Doshi
Partner
M. No. 108456
FRN: 0112187W
UDIN: 22108456AMHJMJ1770**

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT ON THE FINANCIAL STATEMENT OF
RONI HOUSEHOLDS LIMITED FOR THE YEAR ENDED 31ST MARCH 2022**

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

(i) Property, Plant & Equipment and Intangible Assets:

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
- b) The Company has maintained proper records showing full particulars of intangible assets.
- c) Property, Plant and Equipment have been physically verified by the management at reasonable intervals; Any material discrepancies were noticed on such verification and if so, the same have been properly dealt with in the books of account.
- d) According to the information and explanation given to us the title deeds of all the immovable properties. (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
- e) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- f) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) Inventory and working capital:

- a) The stock of inventory has been physically verified during the year by the Management at reasonable intervals, except stock lying with third parties. Confirmations of such stocks with third parties have been obtained by the Company in most of the cases. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.

(iii) Investments, any guarantee or security or advances or loans given:

- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investments, but has not provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year, hence reporting under clauses 3(iii)(a), (c), (d), (e), and (f) of the Orders are not applicable for the year under report.
- b) In our opinion, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company’s interest.

(iv) Loan to directors:

- a) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.

(v) Deposits:

- a) The company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any relevant provisions of the 2013 act and the rules framed there under to the extent notified.

(vi) Maintenance of Cost Records:

- a) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

(vii) Statutory Dues:

- a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Duty of Customs, GST, 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 income tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31/03/2022 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, GST, excise duty and cess which have not been deposited on account of any dispute, as on date of signing the auditor's report.

(vii) Disclosure of Undisclosed Transactions:

- a) There According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(viii) Loans or Other Borrowings:

- a) Based on our audit procedures and according to the information and explanations given to us, The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(ix) Money Raised by IPOs, FPOs:

- a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) Fraud:

- a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

(xii) Nidhi Company:

- a) The Company is not a Nidhi Company and hence reporting under Para 3 of clause (xii) of the Order is not applicable.

(xiii) Related Party Transactions:

- a) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) Internal Audit System:

- a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) Non-cash Transactions:

- a) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) Registration under section 45-IA of RBI Act, 1934:

- a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) Cash losses:

- a) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) Resignation of statutory auditors:

- a) There has been no resignation of the statutory auditors of the Company during the year.

(xix) Material uncertainty on meeting liabilities:

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

(xx) Compliance of CSR:

- a) According to the information and explanations given to us and based on our examination of the records of the company, the company has not required to spent amount towards Corporate Social Responsibility (CSR) as per the section 135 of companies' act, 2013, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(xxi) Qualifications Reporting In Group Companies:

- a) In our opinion and according to the information and explanations given to us, company does not have any subsidiaries, associates or joint ventures, so reporting under clause 3(xxi) of the Order is not applicable for the year.

**FOR D.G.M.S. & Co.,
Chartered Accountants**

**Place: Jamnagar
Date: 07th May 2022**

**Shashank P. Doshi
Partner
M. No. 108456
FRN: 0112187W
UDIN: 22108456AMHJMJ1770**

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT ON THE FINANCIAL STATEMENT OF RONI HOUSEHOLDS LIMITED FOR THE YEAR ENDED 31ST MARCH 2022

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 **RONI HOUSEHOLDS LIMITED** ('the Company') as of **31st March, 2022** in conjunction with our audit of the Accounting Standards financial statements of the Company for the year ended on that date.

Opinion

We have audited the internal financial control with reference to financial statement of **RONI HOUSEHOLDS LIMITED** ('The Company') as of **31st March 2022** in conjunction with our audit of the financial statement of the company at and for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, 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 **31st March, 2022**, based on the criteria for internal financial control over financial reporting 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 ICAI.

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 (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). 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 and the Standards on Auditing, issued by the 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b. 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
- c. 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.

**FOR D.G.M.S. & Co.,
Chartered Accountants**

**Place: Jamnagar
Date: 07th May 2022**

**Shashank P. Doshi
Partner
M. No. 108456
FRN: 0112187W
UDIN: 22108456AMHJMJ1770**

RONI HOUSEHOLDS LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2022

(Rs. In Lakhs)

Particulars	Note No.	As at 31st March, 2022	As at 31st March, 2021
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share Capital	2	433.59	433.59
(b) Reserves and Surplus	3	231.68	358.00
2 Non-current liabilities			
(a) Long-term Borrowings	4	526.13	569.45
(b) Deferred tax liabilities (Net)		-	-
3 Current liabilities			
(a) Short-term Borrowings	5	185.51	179.32
(a) Trade payables	6	1,322.13	218.60
(b) Other Current Liabilities	7	0.80	0.81
(c) Short-term Provisions	8	1.00	4.34
TOTAL		2,700.85	1,764.11
II. ASSETS			
1 Non-current assets			
(a) Property Plant & Equipments			
(i) Tangible assets	9	447.39	564.60
(ii) Capital Work In Progress	9	1.00	1.00
(b) Long Term Investments	10	202.86	202.86
(c) Long-term Loans and Advances	11	0.61	0.61
(d) Other Non Current Assets		-	-
(e) Deferred tax Asset(Net)		9.33	16.38
2 Current assets			
(a) Inventories	12	498.07	265.25
(b) Trade Receivables	13	1,371.65	633.31
(c) Cash and Cash Equivalents	14	16.02	16.89
(d) Short-term Loans and advances	15	152.82	62.48
(e) Other Current Assets	16	1.11	0.71
TOTAL		2,700.85	1,764.11

Accounting Policies & Notes on Accounts

1

FOR RONI HOUSEHOLDS LIMITED

As per our Report on Even date attached

For D.G.M.S. & Co.

Chartered Accountants

Shashank P. Doshi

Partner

M. No. 108456

FRN No. 0112187W

Place : Jamnagar

Date : 07/05/2022

UDIN:22108456AMHJM1770

Harish Sirwani

Managing Director

DIN No. 07844075

Nidhi Sirwani

Whole-Time Director &

CFO

DIN No. 07941219

Richie Mukesh Kothari

CS

RONI HOUSEHOLDS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

(Rs. In Lakhs)

Particulars	Note No.	For the year ended 31 March, 2022	For the year ended 31 March, 2021
I. Revenue from operations	17	1,075.12	1,069.24
II. Other Income	18	0.44	-
III. Total Revenue (I + II)		1,075.56	1,069.24
IV. Expenses:			
Cost of materials consumed	19	240.31	88.62
Purchase of Stock-In-Trade	20	788.08	741.86
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	21	24.78	(24.78)
Employee benefits expense	22	0.80	26.79
Finance Costs	23	38.70	49.98
Depreciation and amortization expense	24	94.25	111.44
Other expenses	25	7.91	47.47
Total expenses		1,194.83	1,041.37
V. Profit before Prior Period Items & tax (III- IV)		(119.27)	27.87
VI. Prior Period Expense		-	-
VII. Profit after Prior Period Items before tax (V-VI)		(119.27)	27.87
VIII. Tax expense:			
(1) Current tax		-	6.56
(2) Deferred tax		7.05	4.95
IX Profit (Loss) for the period (VII-VIII)		(126.32)	16.36
X Earnings per equity share:			
(1) Basic		(2.91)	0.38
(2) Diluted		(2.91)	0.38

Accounting Policies & Notes on Accounts

1

As per our Report on Even date attachedFor D.G.M.S. &

FOR RONI HOUSEHOLDS LIMITED

Co.

Chartered Accountants

Shashank P. Doshi
Partner

M. No. 108456
FRN No. 0112187W
Place: Jamnagar
Date: 07/05/2022
UDIN: 22108456AMHJM1770

Harish Sirwani
Managing Director
DIN No. 07844075

Nidhi Sirwani
Whole-Time Director &
CFO
DIN No. 07941219

Richie Mukesh Kothari
CS

RONI HOUSEHOLDS LIMITED
Cash Flow Statement for the year ended 31st March, 2022

(Rs. In Lakhs)

Sr. No.	Particulars	F.Y. 2021-22		F.Y. 2020-21	
		Amount	Amount	Amount	Amount
A.	<u>Cash flow from Operating Activities</u>				
	Net Profit Before tax as per Statement of Profit & Loss		(119.27)		27.87
	Adjustments for :				
	Depreciation & Amortisation Exp.	94.25		111.44	
	Stamp duty for Increase in Capital				
	Dividend Income	-		-	
	Balance Written off	-		-	
	Interest Income	-		-	
	Finance Cost	38.70	132.95	49.98	161.42
	Operating Profit before working capital changes		13.68		189.29
	Changes in Working Capital				
	Trade receivable	(738.34)		(203.15)	
	Other Loans and advances receivable	(90.33)		22.67	
	Inventories	(232.81)		(129.63)	
	Trade Payables	1,103.54		94.07	
	Other Current Liabilities and other assets	(0.41)		(0.41)	
	Short term Provisions	(3.34)		-	
			38.30		(216.46)
	Net Cash Flow from Operation		51.98		(27.17)
	Tax Paid		-		7.56
	Net Cash Flow from Operating Activities (A)		51.98		(34.73)
B.	<u>Cash flow from investing Activities</u>				
	Purchase of Fixed Assets	22.96		(48.81)	
	Movement in Loan & Advances	-		2.75	
	Interest Income	-		-	
	Dividend Income	-		-	
			22.96		(46.06)
	Net Cash Flow from Investing Activities (B)		22.96		(46.06)

C.	<u>Cash Flow From Financing Activities</u>				
	Proceeds From Issue of shares capital	-		-	
	Proceeds From long Term Borrowing (Net)	(43.31)		150.79	
	Interest Paid	(38.70)		(49.98)	
	Short Term Borrowing (Net)	6.19	(75.82)	(3.94)	96.86
	Net Cash Flow from Financing Activities (C)		(75.82)		96.86
D.	Net (Decrease)/ Increase in Cash & Cash Equivalents (A+B+C)		(0.88)		16.07
E.	Opening Cash & Cash Equivalents		16.89		0.82
F.	Cash and cash equivalents at the end of the period		16.02		16.89
G.	Cash And Cash Equivalents Comprise :				
	Cash		15.90		16.78
	Bank Balance :				
	Current Account		0.12		0.12
	Deposit Account				-
	Total		16.02		16.89

For D.G.M.S. & Co.
Chartered Accountants

FOR RONI HOUSEHOLDS LIMITED

Shashank P. Doshi
Partner
M. No. 108456
FRN No. 0112187W
Place : Jamnagar
Date : 07/05/2022
UDIN: 22108456AMHJM1770

Harish Sirwani
Managing Director
DIN No. 07844075

Nidhi Sirwani
Whole-Time Director &
CFO
DIN No. 07941219

Richie Mukesh Kothari
CS

Note 2 SHARE CAPITAL

Share Capital	As at 31st March 2022		As at 31st March 2021	
	Number In Lakhs	Amt Rs. In Lakhs	Number In Lakhs	Amt Rs. In Lakhs
Authorised				
Equity Shares of Rs. 10 each	60.00	600.00	60.00	600.00
Issued				
Equity Shares of Rs. 10 each	43.36	433.59	43.36	433.59
Subscribed & Paid up				
Equity Shares of Rs. 10 each fully paid	43.36	433.59	43.36	433.59
Total	43.36	433.59	43.36	433.59

Note 2.1 RECONCILIATION OF NUMBER OF SHARES

Particulars	Equity Shares		Equity Shares	
	Number In Lakhs	Amt Rs. In Lakhs	Number In Lakhs	Amt Rs. In Lakhs
Shares outstanding at the beginning of the year	43.36	433.59	43.36	433.59
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	43.36	433.59	43.36	433.59

Note 2.2 Details of Shares held by shareholders holding more than 5% of the aggregate shares in the co.

Name of Shareholder	As at 31st March 2022		As at 31st March 2021	
	No. of Shares held In Lakhs	% of Holding	No. of Shares held In Lakhs	% of Holding
Harish Sirwani	15.01	34.62	15.01	34.62
Nidhi Sirwani	10.86	25.04	10.86	25.04

Note 2.3 Statement of Shares held by Promoters

Name of Promotor	As at 31st March 2022		% Change during the year	As at 31st March 2021		% Change during the year
	No. of Shares held In Lakhs	% of Holding		No. of Shares held In Lakhs	% of Holding	
Harish Sirwani	15.01	34.62	-	15.01	34.62	5.74%
Nidhi Sirwani	10.86	25.04	-	10.86	25.04	-
Total	25.87	0.00	25.87	25.87	0.00	0.00%

Note 3 RESERVE AND SURPLUS

Particulars	As at 31st March, 2022	As at 31st March, 2021
A. Securities Premium Account		
Opening Balance	260.00	260.00
Add : Securities premium credited on Share issue	-	-
<u>Less : Premium Utilised for various reasons</u>	-	-
Closing Balance	260.00	260.00
A. Surplus		
Opening balance	98.00	81.64
(+) Net Profit/(Net Loss) For the current year	(126.32)	16.36
(-) Income Tax expenses write off	-	-
Closing Balance	-28.32	98.00
Total	231.68	358.00

Note 4 LONG TERM BORROWINGS

Particulars	As at 31st March, 2022	As at 31st March, 2021
<u>Secured</u>		
(a) Term loans		
From banks		
State Bank Of India - 9230	193.64	243.24
State Bank Of India - 9593	31.49	60.56
State Bank Of India - 4788	11.99	17.67
Sub-total (a)	237.12	321.47
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (b) (e) & (g)		
1. Period of default		
2. Amount		
<u>Unsecured</u>		
(a) Loans and advances from related parties	289.01	247.98
Sub-total (a)	289.01	247.98
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (b) (e) & (g)		
1. Period of default		
2. Amount		
Total	526.13	569.45

Note 5 SHORT TERM BORROWINGS

Particulars	As at 31st March, 2022	As at 31st March, 2021
Secured		
(a) Working Capital Loans from banks		
State Bank of India	95.51	89.32
(b) Current maturities of Long Term Debt (i.e. Term Liability classified as Short Term)		
State Bank of India - 9230	54.00	54.00
State Bank of India - 9593	30.00	30.00
State Bank Of India - 4788	6.00	6.00
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) & (d)		
1. Period of default		
2. Amount		
Total	185.51	179.32

Note 6 TRADE PAYABLES

Particulars	As at 31st March, 2022	As at 31st March, 2021
(a) Micro, Small and Medium Enterprise	-	-
Less than 01 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
(b) Others	-	-
Not Due	-	-
Outstanding for the period of:	-	-
Less than 01 Years	1,319.28	5.43
01-02 Years	2.86	213.17
02-03 Years	-	-
More than 3 Years	-	-
(b) Others	-	-
Total	1,322.13	218.60

Note 7 OTHER CURRENT LIABILITIES

Particulars	As at 31st March, 2022	As at 31st March, 2021
(i) Statutory Remittance		
(i) TDS Payable	-	0.81
(ii) Other Current Liabilities		
Advance from Customers	0.80	-
Total	0.80	0.81

Note 8 SHORT TERM PROVISIONS

Particulars	As at 31st March, 2022	As at 31st March, 2021
Provision For		
(a) Employee benefits	-	-
(a) Others (Specify nature)		
(i) Audit Fees	1.00	-
(ii) Income Tax	-	2.50
(iii) Expenses Payable	-	1.84
Total	1.00	4.34

Note 10 LONG TERM INVESTMENTS

Particulars	As at 31st March, 2022	As at 31st March, 2021
Investments in Property		
Flat At Suman Residency	202.86	202.86
Total	202.86	202.86

Note 11 LONG TERM LOANS AND ADVANCES

Particulars	As at 31st March, 2022	As at 31st March, 2021
(Unsecured and Considered Good)		
a. Security Deposits	0.61	0.61
b. Loans & Advances		
Loans & Advances to Others	-	-
Loans & Advances to Relatives	-	-
Total	0.61	0.61

Note 12 INVENTORIES

Particulars	As at 31st March, 2022	As at 31st March, 2021
a. Raw Materials and components (Valued at Lower of Cost or NRV as per FIFO Method)	498.07	240.47
b. Work-in-progress (Valued At Estimated Cost)	-	24.78
c. Finished goods (Valued at Cost or NRV as per FIFO) (Valued At Lower of Cost or NRV)	-	-
d. Stores and spares & Packing Materials (Valued at Lower of Cost or NRV as per FIFO Method)	-	-
Total	498.07	265.25

Note 13 TRADE RECEIVABLES

Particulars	As at 31st March, 2022	As at 31st March, 2021
(Unsecured and Considered Good)		
Unsecured and Considered Good		
Not Due		
Outstanding for Following Period from Due date	-	-
Less than 6 Months	862.29	383.95
6 Months - 1 Years	0.14	-
01-02 Years	391.90	216.52
02-03 Years	84.47	32.85
More than 3 Years	32.85	-
Undisputed Trade Receivable - Considered doubtful		
Not Due	-	-
Outstanding for Following Period from Due date	-	-
Disputed Trade Receivable - Considered good		
Not Due	-	-
Outstanding for Following Period from Due date	-	-
Disputed Trade Receivable - Considered Doubtful		
Not Due	-	-
Outstanding for Following Period from Due date	-	-
Total	1,371.65	633.31

Note 14 CASH AND CASH EQUIVALENTS

Particulars	As at 31st March, 2022	As at 31st March, 2021
a. Balances with banks		
ICICI Bank Ltd.	0.10	0.10
Shree Mahavir Sahakri Mandali - CA	0.02	0.02
b. Cash on hand	15.90	16.78
Total	16.02	16.89

Note 15 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31st March, 2022	As at 31st March, 2021
(Unsecured and Considered Good)		
a. Balance with Government Authorities	102.85	47.04
b. Others (specify nature)		
Advance to Creditors	46.71	15.44
Advance for Expenses	3.27	-
Total	152.82	62.48

Note 16 OTHER CURRENT ASSETS

Particulars	As at 31st March, 2022	As at 31st March, 2021
a. Prepaid Expenses		
Prepaid Insurance	1.11	0.71
Total	1.11	0.71

Note 17 REVENUE FROM OPERATIONS

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Sale of Goods	1,075.12	1,069.24
Other Operating Revenue	-	-
Total	1,075.12	1,069.24

Note 17.1 PARTICULARS OF SALE OF GOODS

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
SALE OF GOODS		
Sale of Manufactured Goods-Plastic Products	149.84	345.07
Sale of Traded Goods-Agricultural Commodities	925.28	724.17
Total	1,075.12	1,069.24

Note 18 OTHER INCOME

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Interest Income	-	-
Other Income		
Income Tax Written Off	0.44	-
Total	0.44	-

Note 19 COST OF MATERIAL CONSUMED

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Opening Stock Raw Materials	240.47	135.62
Add:- Purchase of Raw Materials	497.91	193.47
Closing Stock of Raw Materials	498.07	240.47
Total	240.31	88.62

Note 20 PURCHASE OF STOCK-IN-TRADE

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Agriculture Produce	788.08	741.86
Total	788.08	741.86

Note 21 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK IN PROCESS AND WIP

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Inventories at the end of the year		
Finished Goods	-	-
Stock-In-Trade	-	24.78
Inventories at the beginning of the year		
Finished Goods	-	-
Stock-In-Trade	24.78	-
Net(Increase)/decrease	24.78	(24.78)

Note 22 EMPLOYEE BENEFITS EXPENSES

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
(a) Salaries and Wages	0.80	25.09
(b) Contributions to Provident Fund & Other Fund	-	-
(c) Staff welfare expenses	-	1.70
Total	0.80	26.79

Note 23 FINANCE COST

Finance Cost	For the year ended 31 March, 2022	For the year ended 31 March, 2021
(a) Interest expense :-		
(i) Borrowings	38.64	48.66
(ii) Interest on Govt. Payments	-	-
(b) Other borrowing costs	0.06	1.32
Total	38.70	49.98

Note 24 DEPRECIATION AND AMORTISATION

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Depreciation Exp	94.25	111.44
Total	94.25	111.44

Note 25 OTHER EXPENSES

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Manufacturing Expenses		
Power & Fuel Expenses	4.16	24.50
Factory Expenses	0.09	-
Printing Expenses	0.15	0.00
Freight & Forwarding Exp	0.13	0.31
Establishment Expenses		
Rates & Taxes	0.11	0.17
Payment To auditor	1.00	1.00
Insurance Expenses	1.66	1.87
Repair and Maintanance Expenses	-	0.37
Legal & Professional Fees	0.60	11.01
Provision for Doubtful Debts	-	7.85
Miscellaneous Expense	0.01	0.37
Total	7.91	47.47

Note 25.1 PAYMENT TO AUDITORS AS:

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
a. auditor	1.00	1.00
b. for taxation matters	-	-
c. for company law matters	-	-
d. for management services	-	-
e. for other services	-	-
f. for reimbursement of expenses	-	-
Total	1.00	1.00

NOTE : 9 - Property, Plant & Equipment

(Rs. In Lakhs)

	Fixed Assets	Gross Block				Accumulated Depreciation					Net Block	
		Balance as at 1 April 2021	Additions	Disposal/ Adjustment	Balance as at 31 March 2022	Balance as at 1 April 2021	Amount Charged to Reserves	Depreciation charge for the year	Deductions/ Adjustments	Balance as at 31 March 2022	Balance as at 31 March 2022	Balance as at 1 April 2021
a	Tangible Assets											
	Leased Hold Land	2,665,900.00	-	-	2,665,900.00	-	-	-	-	-	2,665,900.00	2,665,900.00
	Building	1,106,617.00	-	-	1,106,617.00	267,155.00	-	82,102.00	-	349,257.00	757,360.00	839,462.00
	Computers	74,805.00	-	-	74,805.00	69,515.00	-	1,549.00	-	71,064.00	3,741.00	5,290.00
	Electrical Installations and Equ	466,764.00	-	-	466,764.00	216,040.00	-	68,026.00	-	284,066.00	182,698.00	250,724.00
	Furnitures & Fixtures	24,345.00	-	-	24,345.00	14,478.00	-	2,554.00	-	17,032.00	7,313.00	9,867.00
	Plant & Machinery	71,720,343.00	10,715.00	2,306,800.00	69,424,258.00	19,031,516.00	-	9,271,148.00	-	28,302,664.00	41,121,594.00	52,688,827.00
b	Capital Work-in-Progress	100,000.00	-	-	100,000.00	-	-	-	-	-	100,000.00	100,000.00
	Total	76,158,774.00	10,715.00	2,306,800.00	73,862,689.00	19,598,704.00	-	9,425,379.00	-	29,024,083.00	44,838,606.00	56,560,070.00

NOTE : 9 - Property, Plant & Equipment

(Rs. In Lakhs)

	Fixed Assets	Gross Block				Accumulated Depreciation					Net Block	
		Balance as at 1 April 2021	Additions	Disposal/ Adjustment	Balance as at 31 March 2022	Balance as at 1 April 2021	Amount Charged to Reserves	Depreciation charge for the year	Deductions/ Adjustments	Balance as at 31 March 2022	Balance as at 31 March 2022	Balance as at 1 April 2021
a	Tangible Assets											
	Leased Hold Land	26.66	-	-	26.66	-	-	-	-	-	26.66	26.66
	Building	11.07	-	-	11.07	2.67	-	0.82	-	3.49	7.57	8.39
	Computers	0.75	-	-	0.75	0.70	-	0.02	-	0.71	0.04	0.05
	Electrical Installations and Equ	4.67	-	-	4.67	2.16	-	0.68	-	2.84	1.83	2.51
	Furnitures & Fixtures	0.24	-	-	0.24	0.14	-	0.03	-	0.17	0.07	0.10
	Plant & Machinery	717.20	0.11	23.07	694.24	190.32	-	92.71	-	283.03	411.22	526.89
b	Capital Work-in-Progress	1.00	-	-	1.00	-	-	-	-	-	1.00	1.00
	Total	761.59	0.11	23.07	738.63	195.99	-	94.25	-	290.24	448.39	565.60

Note: - 1 Significant accounting policies:

1.0 Corporate Information

Roni Households Limited is a Limited Company, incorporated under the provisions of Companies Act, 2013 and having CIN L25207MH2017PLC300575. The Company is mainly engaged in the business of plastic granules and plastic household products which includes tub, buckets, office furniture, ghamela etc, Further, they had further expanded business by manufacturing plastic products for household use, The Registered office of the Company is situated at Plot No. F - 55, Addl. MIDC Area Ajanta Road, Jalgaon MH 425003 IN.

1.1 Basis of preparation of financial statements

a. Accounting Convention: -

These financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India ("Indian GAAP"). Indian GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the Historical Cost Convention. and the Companies (Accounting Standards) Amendment Rules 2016 and the relevant provisions of the Companies Act, 2013.

b. Functional and Presentation Currency

The functional and presentation currency of the company is Indian rupees. This financial statement is presented in Indian rupees.

All amounts disclosed in the financial statements and notes are rounded off to lakhs the nearest INR rupee in compliance with Schedule III of the Act, unless otherwise stated.

Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

c. Use of Estimates and Judgments

The preparation of financial statement in conformity with accounting standard requires the Management to make estimates, judgments, and assumptions. These estimates, judgments and assumptions affects the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statement and reported amounts of revenue and expenses during the period. Accounting estimates could change form period to period. Actual result could differ from those estimates. As soon as the Management is aware of the changes, appropriate changes in estimates are made. The effect of such changes are reflected in the period in which such changes are made and, if material, their effect are disclosed in the notes to financial statement.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in future periods affected.

d. Current and Non - Current Classification

An asset or a liability is classified as Current when it satisfies any of the following criteria:

- i. It is expected to be realized / settled, or is intended for sales or consumptions, in the Company's Normal Operating Cycle;
- ii. It is held primarily for the purpose of being traded.
- iii. It is expected to be realized / due to be settled within twelve months after the end of reporting date;
- iv. The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as Non - Current.

For the purpose of Current / Non - Current classification of assets and liabilities, the Company has ascertained its operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of the assets or liabilities for processing and their realization in Cash and Cash Equivalents.

1.2 Basis of Preparation

a) Property, Plant & Equipment and Intangible Assets:-

- i. The company has adopted Cost Model to measure the gross carrying amount of Property Plant & Equipment.
- ii. Tangible Property Plant & Equipment are stated at cost of acquisition less accumulated depreciation. Cost includes the purchase price and all other attributable costs incurred for bringing the asset to its working condition for intended use.
- iii. Intangible assets are stated at the consideration paid for acquisition and customization thereof less accumulated amortization.
- iv. Cost of fixed assets not ready for use before the balance sheet date is disclosed as Capital Work in Progress.
- v. Cost of Intangible Assets not ready for use before the balance sheet date is disclosed as Intangible Assets under Development.

b) Depreciation / Amortization :-

Depreciation has been provided under Written down Method at the rates prescribed under schedule III of the Companies Act, 2013 on single shift and Pro Rata Basis to result in a more appropriate preparation or presentation of the financial statements.

In respect of assets added/sold during the year, pro-rata depreciation has been provided at the rates prescribed under Schedule II.

Intangible assets being Software are amortized over a period of its useful life on a straight line basis, commencing from date the assets is available to the company for its use.

c) Impairment of Assets: -

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior period is reversed if there has been a change in the estimate of the recoverable amount.

d) Investments: -

- Long term investments are stated at cost. Provision for diminution in the value of long-term investment is made only if such decline is other than temporary.
- Current investments are stated at lower of cost or market value. The determination of carrying amount of such investment is done on the basis of specific identification.

e) Government Grants and Subsidies: -

The Company is entitled to receive any subsidy from the Government authorities or any other authorities in respect of manufacturing or other facilities are dealt as follows:

- Grants in the nature of subsidies which are non – refundable are credited to the respective accounts to which the grants relate, on accrual basis, where there is reasonable assurance that the Company will comply with all the necessary conditions attached to them.
- Grants in the nature of Subsidy which are Refundable are shown as Liabilities in the Balance Sheet at the Reporting date.

f) Retirement Benefits:-

a) Short Term Employee Benefits:

All employee benefits payable within twelve months of rendering the service are classified as short-term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. and the same are recognised in the period in which the employee renders the related service.

b) Employment Benefits:

i) Defined Contribution Plans:

The company has Defined Contribution Plans for post-employment benefit in the form of Provident Fund which are administered by the Regional Provident Fund Commissioner. Provident Fund are classified as defined contribution plans as the company has no further obligation beyond making contributions. The company's contributions to defined contribution plans are charged to the Statement of Profit and Loss as and when incurred.

ii) Defined Benefit Plans:

a) Gratuity:

The company has defined benefit plan for post-employment benefit in the form of gratuity for the employees which are administered through Life Insurance Corporation of India. Liability for the said defined plan is provided on the basis of valuation as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit Method.

b) Leave Encashment:

The Management has decided to pay all the pending leave of the year for the year in which the same has become payable and pending dues are cleared.

g) Valuation of Inventory: -

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and stock in trade are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

Cost of inventories included the cost incurred in bringing each product to its present location and conditions are accounted as follows:

a) Raw Material: - Cost included the purchase price and other direct or indirect costs incurred to bring the inventories into their present location and conditions. Cost is determined on *First in First out basis (FIFO)*.

b) Finished Goods and Work-in-Progress: - Work in progress are valued at cost which includes raw materials and cost incurred till the stage of production of process. Finished Goods are valued at cost or Net realizable value whichever is lower. Cost included cost of direct materials and the labor cost and a proportion of manufacturing overhead based on the normal operating capacity, but excluding the borrowing costs. Cost is determined on "*First in First out basis (FIFO)*".

c) Stock in Trade: - Cost included the purchase price and other direct or indirect costs incurred in bringing the inventories to their present location and conditions. Cost is determined on "*Weighted Average Basis*".

All other inventories of stores and spares, consumables, project material at site are valued at cost. The stock of waste or scrap is valued at net realizable value.

"Net Realizable Value" is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

h) Revenue Recognition:-

Revenue is recognized when it is probable that economic benefit associated with the transaction flows to the Company in ordinary course of its activities and the amount of revenue can be measured reliably, regardless of when the payment is being made. Revenue is measured at the fair value of consideration received or receivable,

taking into the account contractually defined terms of payments, net of its returns, trade discounts and volume rebates allowed.

Revenue includes only the gross inflows of economic benefits, including the excise duty, received and receivable by the Company, on its own account. Amount collected on behalf of third parties such as sales tax, value added tax and goods and service tax (GST) are excluded from the Revenue.

Sale of goods is recognized at the point of dispatch of goods to customers, sales are exclusive of Sales tax, Vat, GST and Freight Charges if any. The revenue and expenditure are accounted on a going concern basis.

Interest Income is Recognized on a time proportion basis taking into account the amount outstanding and the rate applicable i.e., on the basis of matching concept.

Dividend from investments in shares / units is recognized when the company.

As per a recent ICAI opinion, the benefit of DEPB is recognized in the year of export itself, provided no uncertainty exists,

Other items of Income are accounted as and when the right to receive arises.

i) Accounting for effects of changes in foreign exchange rates: -

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transactions.

Any income or expenses on account of exchange difference either on settlement or on Balance sheet Valuation is recognized in the profit and loss account except in cases where they relate to acquisition of fixed assets in which case, they are adjusted to the carrying cost of such assets.

Foreign currency transactions accounts are given in the notes of accounts.

Commodity Hedging: - The realized gain or loss in respect of commodity hedging contracts, the principal period of which has expired during the year, is recognized in profit and loss account. In respect of contracts, that are outstanding as on date of Balance sheet are valued at prevailing market price and the resultant loss, if any, is provided.

j) Borrowing Cost:-

Borrowing Cost includes the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs that are directly attributable to the acquisition or construction of qualifying property, plants and equipments are capitalized as a part of cost of that property, plants and equipments. The amount of borrowing costs eligible for capitalization is determined in accordance with the Accounting Standards – 16 “Borrowing Costs”. Other Borrowing Costs are recognized as expenses in the period in which they are incurred.

In accordance with the Accounting Standard – 16, exchange differences arising from foreign currency borrowings to the extent that they are regarded as adjustments to interest costs are recognized as Borrowing Costs and are capitalized as a part of cost of such property, plants and equipments if they are directly attributable to their acquisition or charged to the Standalone Statement or Profit and Loss.

k) Related Party Disclosure: -

The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given in notes of accounts.

l) Accounting for Leases: -

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership to the Company is classified as a finance lease.

The Company as a lessee:

a) Operating Lease: - Rental payable under the operating lease are charged to the Standalone Statement of Profit and Loss on a Straight-line basis over the term of the relevant lease.

b) Finance Lease: - Finance lease are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liability to the lessor is

included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against the income over the period of the lease. The Company has not provided any of its assets on the basis of operating lease or finance lease to others.

m) Cash flow: -

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals of past or future cash receipts and payments. The cash flows from regular operating, investing and financing activities of the company are segregated.

n) Earnings Per Share: -

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Accounting Standard 20, "Earnings per Share". Basic EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the year by the weighted average number of Equity Shares outstanding during the year as adjusted for the effects of all potential Equity Shares, except where the results are Anti - Dilutive.

The weighted average number of Equity Shares outstanding during the period is adjusted for events such a Bonus Issue, Bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of Equity Shares outstanding, without a corresponding change in resources.

o) Taxes on Income: -

1. Current Tax: -

Provision for current tax is made after taken into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

2. Deferred Taxes: -

Deferred Income Tax is provided using the liability method on all temporary difference at the balance sheet date between the tax basis of assets and liabilities and their carrying amount for financial reporting purposes.

- I. Deferred Tax Assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available in the future against which this items can be utilized.
- II. Deferred Tax Assets and liabilities are measured at the tax rates that are expected to apply to the period when the assets is realized or the liability is settled, based on tax rates (and the tax) that have been enacted or enacted subsequent to the balance sheet date.

p) Discontinuing Operations: -

During the year the company has not discontinued any of its operations.

q) Provisions Contingent liabilities and contingent assets: -

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liability

A disclosure for a Contingent Liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Possible obligation that arises from the past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation is reported as Contingent Liability. In the rare cases, when a liability cannot be measures reliable, it is classified as Contingent Liability. The Company does not recognize a Contingent Liability but disclosed its existence in the standalone financial statements.

r) Event after Reporting Date: -

Where events occurring after the Balance Sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the standalone financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

All the events occurring after the Balance Sheet date up to the date of the approval of the standalone financial statement of the Company by the board of directors on May 07th 2022, have been considered, disclosed and adjusted, wherever applicable, as per the requirement of Accounting Standards.

s) Global Health Pandemic COVID – 19

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant slow disturbance and slowdown of economic activity. The company has evaluated impact of this pandemic on its business operations and based on its review and current indicators for future economic conditions, there is no significant impact on its financial statements.

Notes Forming Part of the Financial Statements

26. The previous year's figures have been reworked, regrouped, and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current annual financial statements and are to be read in relation to the amounts and other disclosures relating to the current financial year.
27. The Company has not revalued its Property, Plant and Equipment for the current year.
28. There has been Capital work in progress for the current year of the company.

CWIP/ Intangible Assets Under Development Property Under Development	Amount In Development for Period (Amount in Lakhs)				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	-	-	-	1.00	1.00
Projects Temporarily suspended (As per IND AS 16)	-	-	-	-	-

29. There is no Intangible assets under development in the current year.
30. Credit and Debit balances of unsecured loans, Trade Payables, sundry Debtors, loans and Advances are subject to confirmation and therefore the effect of the same on profit could not be ascertained.
31. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
32. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
33. No proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988, as amended, and rules made thereunder.
34. The company has not been declared as willful defaulter by any bank or financial institution or government or government authority.
35. The Company has not advanced or loaned to or invested in funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a) directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)
or
 - b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
36. The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
- a) directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries)
or
 - b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
37. The company does not have transaction with the struck off under section 248 of companies act, 2013 or section 560 of Companies act 1956.
38. The company is in compliance with the number of layers prescribed under clause (87) of section 2 of company's act read with companies (restriction on number of layers) Rules, 2017.
39. Foreign Currency Transactions:
- Expenditure in Foreign Currency: - NIL
- Earnings in Foreign Currency: - NIL

40. The balances of Trade payables, Trade Receivable and loans and advances are subject to confirmation by respective parties.
41. In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business.
42. Wherever external evidence in the form of cash memos / bills / supporting are not available, the internal vouchers have been prepared, authorized and approved.
43. Statement of Management
- (i) The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary.
- (ii) Balance Sheet, Statement of Profit and Loss and Cash Flow Statement read together with Notes to the accounts thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.
44. Related Party Reporting:

As per Accounting Standard 18, issued by the Chartered Accountants of India, The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given below:

(i) List of related party and their nature of relationship:

Sr. No.	Nature of Relationship	Name of the Parties
1.	Key Managerial personnel (KMP)	1. Harish M. Sirwani 2. Nidhi Harish Sirwani 3. Manohar Sirwani 4. Arvind Pande 5. Shailesh Bajaj 6. Ms. Richie Mukesh Kothari
2.	Enterprises owned or significantly influenced by K.M.P.	1. RV Gems Private Limited 2. R S Industries – Proprietor Director Nidhi Harish Sirwani

Transactions with Related parties:

Sr. No.	Name of Related Parties	Nature of Relation	Nature of Transaction with related parties	Amount in Lakhs			
				Volume of Transaction Amount (Rs.)		Balance at the end of the Year (Rs.)	
				2021-22	2020-21	2021-22	2020-21
1	Harish Manohar Sirwani	Key Managerial Personnel (KMP)	Loan Taken	63.95	198.49	-	-
			Loan Repaid	40.70	67.50	270.98	247.73
2	Nidhi Manohar Sirwani	Key Managerial Personnel (KMP)	Loan Taken	19.94	95.25	-	-
			Loan repaid	2.15	116.61	18.03	0.25
3	R S Industries	Firm in which KMP is interested	Trade Payables	2.84	0	0.49	2.35

45. EARNINGS PER SHARE: -

The Company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20 prescribed under The Companies (Accounting Standards) Rules, 2006 (as amended). The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding at the end of the year.

(Rs. In Lakhs)

Particulars	2021-22	2020-21
a. Net profit after tax	(1,26.32)	16.36
b. Weighted Average numbers of Equity Shares	43,35,946.00	43,35,946.00
c. Basic Earnings per Share	(2.91)	0.38
d. Diluted Earning per Share	(2.91)	0.38

46. The deferred tax liabilities recognized for the year ending as on 31st March, 2022 comprise of the following:**Components of Deferred tax Liabilities are as under: -**

(Rs. In Lakhs)

Particulars	Amount (Rs.) 31-3-2022	Amount (Rs.) 31-3-2021
<i>Deferred Tax Assets/ (liabilities)</i>		
<i>Block of assets (Depreciation)</i>	35.90	82.93
<i>Net Differed Tax Asset (Liability)</i>	9.33	16.38

47. Segment Reporting

The Company has identified business segments as its primary segment. Business segments are primarily Trading in Agriculture Product and Manufacturing of Plastic Product. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Details are as below:

Particulars		Year Ended	Year Ended	
		31/03/2022	31/03/2022	
1	<u>Segment Revenue</u>			
	a) Trading in Agriculture Products	925.28	724.17	
	b) Manufacturing of Plastic Products	149.84	345.07	
	Gross Turnover (Turnover and Inter Segment transfer)	1,075.12	1,069.24	
	Less:			
	Inter Segment Transfers	-	-	
	Revenue from Operation	1,075.12	1,069.24	
	2	<u>Segment Results</u>		
		a) Trading in Agriculture Products	112.42	7.10
		b) Manufacturing of Plastic Products	(192.99)	70.67
Total Segment profit Profit before Unallocated Interest and Tax		(80.58)	77.77	
i. Finance Cost		38.70	49.90	
ii. Other Income			-	
iii. Other Un-allocable Expenses (Net of Income)		-	-	
Profit before Tax		(119.27)	27.87	
i. Current Tax		-	6.56	
ii. Deferred Tax		7.05	4.95	
	Profit after Tax	(126.32)	16.36	
3	<u>Segment Assets</u>			
	a) Trading in Agriculture Products	925.28	416.68	
	b) Manufacturing of Plastic Products	1,572.72	1,144.57	
	Unallocated	202.86	202.86	
	Total Segment Assets	2,700.85	1,764.11	
4	<u>Segment Liabilities</u>			
	a) Trading in Agriculture Products	788.08	217.90	
	b) Manufacturing of Plastic Products	720.37	180.83	
	Unallocated	527.13	573.79	
	Total Segment Liabilities	2,035.58	972.52	

48. Notes forming part of accounts in relation to Micro and small enterprise

1. Based on information available with the company, on the status of the suppliers being Micro or small enterprises, on which the auditors have relied, the disclosure requirements of Schedule III to the Companies Act, 2013 with regard to the payments made/due to Micro and small Enterprises are given below :

Sr. No.	Particulars	Year Ended on 31 st March 2022		Year Ended on 31 st March 2021	
		Principal	Interest	Principal	Interest
I	Amount due as at the date of Balance sheet	Nil	Nil	Nil	Nil
ii	Amount paid beyond the appointed date during the year	Nil	Nil	Nil	Nil
iii	Amount of interest due and payable for the period of delay in making payments of principal during the year beyond the appointed date	Nil	Nil	Nil	Nil
Iv	The amount of interest accrued and remaining unpaid as at the date of Balance sheet	Nil	Nil	Nil	Nil

The company has initiated the process of obtaining the confirmation from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) but has not received the same in totality. The above information is compiled based on the extent of responses received by the company from its suppliers.

49. Loans or Advances in the nature of loans

No Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

50. Ratios.

Particulars	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	% of Change (Variance)	Explanation
Current Ratio	Current Assets	Current Liabilities	1.35	2.43	(44.35%)	Due to Increase in Trade Payables
Debt Equity Ratio	Debt Capital	Shareholder's Equity	0.79	0.72	9.94%	
Debt Service Coverage Ratio	EBITDA-CAPEX	Debt Service (Int+Principal)	0.12	1.37	(91.40%)	As have loss in current year.
Return on Equity (%)	Profit for the year	Average Shareholder's Equity	(18.99%)	(2.07%)	(1018.73%)	As have loss in current year.
Inventory Turnover Ratio	COGS	Average Inventory	2.76	4.02	(31.35%)	As have higher COGS in Current Year.
Trade Receivables Turnover Ratio	Net Sales	Average trade receivables	1.07	2.01	(46.67%)	As have higher Avg. Trade Receivables.

Trade Payable Turnover Ratio	Total Purchases (Fuel Cost + Other Expenses+Closing Inventory-Opening Inventory)	Avg. Trade Payables	1.02	4.32	(76.34%)	As have higher Avg. Trade Payables.
Net Capital Turnover Ratio	Sales	Working capital (CA-CL)	2.03	1.86	9.15%	-
Net Profit Ratio	Net Profit	Sales	(11.75%)	1.53%	(867.90%)	As have higher expenses in current year.
Return on Capital Employed (%)	Earnings before interest and tax	Capital Employed	(6.76%)	5.72%	(218.24%)	As having Loss before interest and tax in current year.

51. Compliance with approved scheme of Arrangements.

Company does not have made any arrangements in terms of section 230 to 237 of companies act 2013, and hence there is no deviation to be disclosed.