



R. R. SECURITIES LIMITED

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

OUR COMPANY CIN: L67910GJ1993PLC020169

REGISTERED OFFICE: 1, RUSHIL BUNGLOWS, STERLING CITY, BOPAL (CITY), BOPAL, AHMEDABAD: 380 058, GUJARAT, INDIA.

E-mail: rsl1994@yahoo.com

website: www.rrsecurities.com

REF: RRSL/LIST/BSE/RE-34(1)/AR-BSPL/08-2024

DATE: 22nd AUGUST, 2024.

To
The B S E Limited
Listing Compliance Department,
P.J.Towes, Dalal Street, Fort,
Mumbai: 400 001.

Respected Sir,

Sub: Submission of Audited Annual Report of the Company along with Notice for 31st AGM
Of the Company for the financial year ended 31st March 2024.

Ref: Compliance to Regulation 34(1) of the SEBI (LODR) 2015.
Our Scrip Code No: (RRSECUR | 530917 | INE474H01014)

With reference to above subject, please find attached herewith the Audited Annual Report of our Company along with Notice for 31st Annual General Meeting of the Company to be held on 26th September 2024 Thursday at 11.00 A.M. at The President Hotel, Opp: Municipal Market, Off: C.G.Road, Near Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009.

Sir, Please note that this Audited Annual Report is also uploaded on Company's website www.rrsecurities.com and sent to all shareholders who hold shares as on 30th August 2024, the Record Date by e.mail to all shareholders who have registered their e.mail address with the Company / Depository Participants/ Registrar and Share Transfer Agents. The Company is also sending this Annual Report to Stock Exchange in soft copy in PDF format for uploading on its website suitably so that any investor/ shareholder or general public can download the same at any time and have access to such audited annual report.

Please provide an acknowledgement for the same ASAP and do the needful. Thanking you, we remain,

Yours faithfully,
For R R SECURITIES LIMITED,

(Rajendra B Shah)
Chairman And Director,
DIN: 00394384

R. R. SECURITIES LIMITED

COMPANY REGISTRATION NO: 04-20169
CIN NO: L67910GJ1993PLC020169

**31ST ANNUAL REPORT OF
R R SECURITIES LIMITED
FOR THE YEAR 31/03/2024**

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

E-MAIL: rrsl1994@yahoo.com

Website: www.rrsecurities.com

NOTE TO THE SHAREHOLDERS

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

THIRTIETH ANNUAL GENERAL MEETING PROGRAMME

DATE : 26TH SEPTEMBER, 2024

DAY : THURSDAY

TIME : 11.00 A.M.

VENUE : The President Hotel, Opp. Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad:
380 009 Gujarat, India.

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BOARD OF DIRECTORS AND KMP

| Sr.No. | Name of Director/ KMP | DIN Number/ Pan Number | Designation And Category | Date up to which Appointed as such |
|--------|-------------------------|------------------------|--|------------------------------------|
| 1 | Rajendra Babulal Shah | 00394384 | Chairman And Director Non- Executive Promoter | N.A. |
| 2 | Rita Rajendra Shah | 00394290 | Managing Director Executive Promoter | 31/10/2026 |
| 3 | Manish Girisbhai Patel | 00745013 | Non-Executive Non-Promoter Independent Director | 30/09/2024 |
| 4 | Ajitsinh K Chavda | 02663062 | Non-Executive Non-Promoter Independent Director | 30/09/2024 |
| 5 | Birju Rajendra Shah | BFZPS9041C | KMP- CFO w.e.f. 30/09/2019 | N.A. |
| 6 | Mahendra Natverlal Soni | AJRPS4370B | KMP – Company Secretary and Compliance Officer | N.A. |

COMPANY LAW CONSULTANT AND SECRETARIAL AUDITORS

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

STATUTORY AUDITORS

M/s S D P M & Co.,
 Chartered Accountants
 Ahmedabad

REGISTRAR AND SHARE TRANSFER AGENTS:

Link Intime India Private Limited
 ABC-1, 5th Floor, 506-508, Amarnath Business Center-1,
 St.Xaviers College Corner, Sardar Patel Nagar,
 Off: C.G.Road, Ellisbridege, Ahmedabad: 380 006

REGISTERED OFFICE:

1 Rushil Bungalow, Sterling City,
 Village: Bopal (CT), Taluka: Dascroi,
 District: Ahmedabad: 380 058,
 Gujarat, India.

BANKERS OF THE COMPANY

IDBI BANK LIMITED
 Off: C. G Road,
 Ahmedabad-380009

LISTING AT

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

NOTICE TO THE MEMBERS.

NOTICE is hereby given that 31st Annual General Meeting of the Members of R. R. SECURITIES LIMITED will be held on Thursday the 26th September, 2024, at 11.00 A.M. at The President Hotel, Opp. Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad: 380 009, Gujarat, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements i.e., Audited Profit & Loss Account for the year ended on 31st March, 2024, Cash Flow Statement for the year ended on that date, Balance Sheet as on that date, Directors' Report and the Auditors' Report thereon,
2. To Re-Appoint Mr. Rajendra Babulal Shah (DIN 00394384) who retires by rotation at this Annual General Meeting and being eligible offers himself for Re-appointment.
3. Ratify Appointment of Statutory Auditors and Approval of their remuneration.

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

“RESOLVED THAT an Appointment of M/s. S D P M. & Co., Chartered Accountants, (FRN: 126741W) made pursuant to Section 139 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company for and up to 31/03/2025 be and is hereby further reappointed for next financial years commencing from 2024-25 to 2024-25 and to hold the office as such from the conclusion of 31st Annual General Meeting till the conclusion of the 32nd Annual General Meeting of the Company for the financial year 2024-2025 subject to ratification of their appointment in each Annual General Meeting at such remuneration and reimbursement of out of pocket expenses if any, as may be mutually decided between Board of Directors of the Company and Auditors for each of the financial year separately on year to year basis.”

NOTES:

The Register of Members and Share Transfer Books of the company shall remain closed from Saturday the 21st September 2024 to Thursday the 26th September 2024 for the purpose Annual General Meeting.

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding not more than 10% of the total paid up capital of the Company or voting power, in the aggregate.
3. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.

4. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. The complete instruction on e-voting facility provided by the Company is annexed to this Notice, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. Such remote e-voting facility is in addition to voting that may take place at the Meeting venue on Thursday the 26th September 2024.
5. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative/s to attend and vote at the Annual General Meeting.
6. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of directors seeking appointment/reappointment at the Annual General Meeting is given in detail, as annexed hereto.
7. Shareholders are requested to bring their copy of Annual Report to the meeting.
8. Members/Proxies should fill Attendance Slip for attending the meeting.
9. The Register of members and share transfer books of the Company shall remain closed from Saturday the 21/09/2024 TO Thursday the 26/09/2024 (Both days inclusive) as per the provisions of the Companies Act, 2013 and the Regulation 42 of the SEBI (LODR) 2015.
10. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.
11. Relevant documents referred to in the accompanying Notice and the Statement will remain open and available for inspection by the members at the administrative office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN), and other KYC Documents such as Aadhaar Card, (Passport for NRI or Foreign Investor/ Shareholder), details of their Personal Bank Account, E. mail ID and Mobile Numbers etc. as KYC documents by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN and other KYC Details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and other KYC Details in form ISR-1 to the Company or its Share registrars and Transfer Agents M/s. Linkin time India Private Limited.
13. All shareholders are requested to dematerialize their shareholding immediately as the shares are traded compulsorily in demat segment only and as per Ministry of Corporate Affairs directives and notifications w.e.f. 1st April, 2019 the Transfer of Shares by Public Limited Companies and all listed companies are prohibited in physical form.
14. All the shares held in physical form and for which the shareholder has not completed and submitted his/her/their KYC Details such as Income Tax PAN Details, Aadhar Card/ Passport for foreign Investor/

NRI Investor, Signature Verification form their respective Bank Officials where they maintain their Accounts, Details of their personal Bank Account, E.mail ID, Mobile Number etc on or before 31st December 2025 such shares are liable to be transferred to IEPF Account of Government of India as per SEBI Circular.

15. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository.
16. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2024 is uploaded on the Company's website www.rrsecurities.com and may be accessed by the members and also on the website of the Stock Exchange B S E Limited at www.bseindia.com
17. Electronic copy of the Annual Report for 2023-2024 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2023-24 is being sent in the permitted mode.

15. GENERAL INSTRUCTIONS FOR E-VOTING:

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, the Company is pleased to provide the facility to exercise members' right to vote at the ensuing Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL).
- b. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- c. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- d. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- e. **Shri Kamlesh. M. Shah, Practicing Company Secretary, (Membership No. A8356 and COP No. 2072) (Address: 801-A, Mahalay Complex, Opp: Hotel President, B/h. Fairdeal House, Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009, Gujarat, India,) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.**
- f. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, and submit their report to the Chairman of the Company.
- g. The Results will be declared by the Chairman along with the Scrutinizer's Report shall be placed on the Company's website <http://www.rrsecurities.com> and on the e.voting website of CDSL AND the stock exchange B S E Limited three (3) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited and will be uploaded on website of Stock Exchanges.

- h. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20.09.2024 may obtain the login ID and password by sending a request to www.evotingindia.com**

The voting period begins **on Monday 23.09.2024 at 10.00 A.M.IST and ends on Wednesday the 25.09.2024 at 5.00 P.M.IST** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of (record date) of Friday the 20.09.2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on **Monday The 23rd SEPTEMBER 2024 AT 10.00 A.M IST** and ends on **Wednesday The 25th SEPTEMBER 2024 AT 05.00 P.M. IST** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **FRIDAY THE 20TH SEPTEMBER 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholder | Login Method |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 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 |

| | |
|--|--|
| | <p>providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| <p>Individual Shareholders holding securities in demat mode with NSDL Depository</p> | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” “Portal” or click at https://eservices.nsdl.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. |
| <p>Individual Shareholders Participants (DP)</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> |

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| | |
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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. CDSL and NSDL

| Login type | Helpdesk details |
|---|--|
| 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 toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact helpdesk by sending a request at evoting@nsdl.co.in or call no.: 1800 1020 990 and 1800 22 44 30 |

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|---|--|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable to both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant R R Securities Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; rrsecurities1994@yahoo.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Aadhaar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.

1800 22 55 33

BY ORDER OF THE BOARD OF DIRECTORS

Date: 10th August, 2024

Place: Ahmedabad

R R SECURITIES LIMITED

Sd/-

(RAJENDRA BABULAL SHAH)

CHAIRMAN AND DIRECTOR

(DIN: [00394384](#))

**Details of the directors seeking re-appointment in the 31st Annual General Meeting of the Company
[Pursuant to regulation 36 (3) of the SEBI (LODR) Regulations, 2015]**

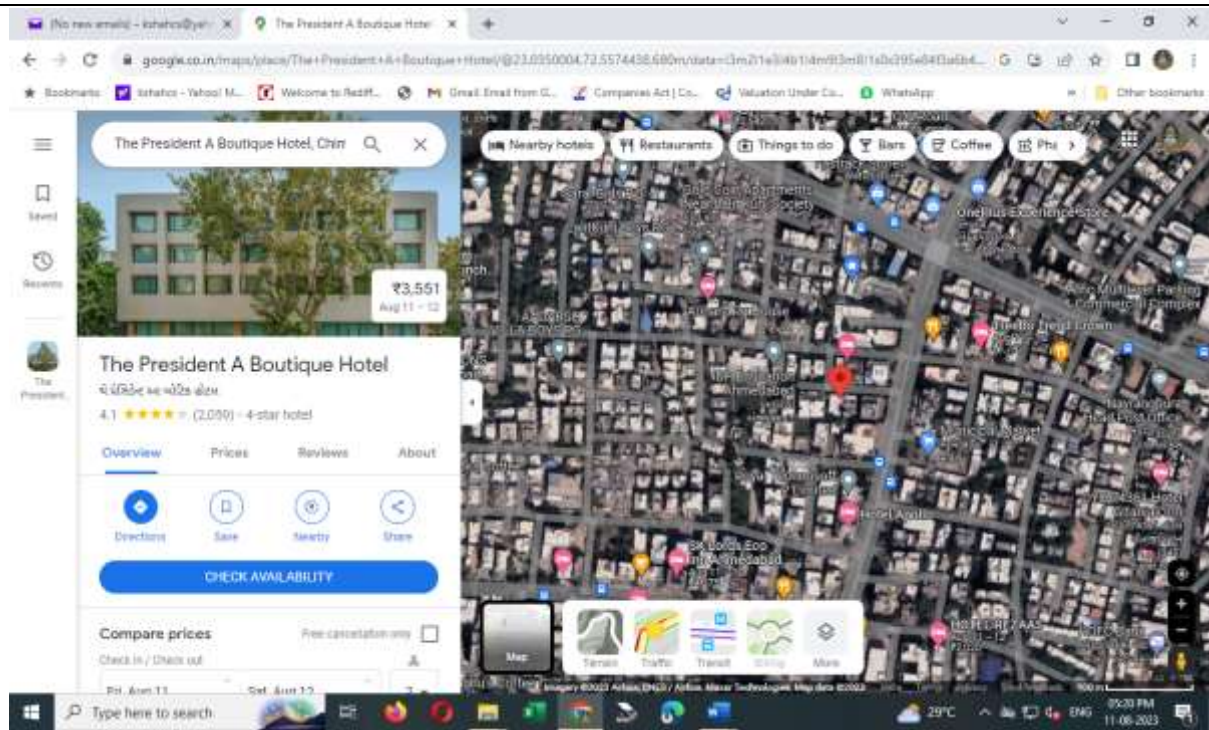
| | |
|--|--|
| Name of Director | RAJENDRA BABULAL SHAH |
| DIN Number | 00394384 |
| IT PAN DETAILS | ACJPS9924N |
| Date of Birth | 27/08/1960 |
| Date of Appointment (as director) | 10/09/1993 |
| Date of Appointment (As Managing Director) | N.A. |
| Relationship with other Directors Inter se | RITA RAJENDRA SHAH (SPOUCE) |
| Profile & Expertise in Specific functional Areas | General Management & Micro Finances and legal corporate compliances. |
| Educational Qualification | ACS, LLB |
| No. of Equity Shares held in the Company | 20700 |
| List of other Companies in which Directorships are held | Akash Agro Industries Limited Whole Time Director and CS (Promoter) |
| List of committees of Board of Directors of the Company in other Companies | Member of Audit Committee of RRSL Chairman Stakeholders Relationship Committee Member Nomination And Remuneration Committee |
| Committee Membership or Chairmanship held in other companies. | Member of Audit Committee of AAIL Member of Nomination and Remuneration Committee of AAIL Chairman Stakeholders Relationship Committee of AAIL |
| Membership of Any Trade Association or Professional Institutions. | Associate Member of the Institute of Company Secretaries of India |
| Any Debarment from engaging as Promoter/ Director of any listed entity or any penalty imposed by SEBI/ BSE/ NSE | Not Applicable |
| Any Disqualification under Section 164 of the Companies Act or deactivation of DIN Number | Not Applicable |

| | |
|--|---|
| Any Relation with any other director Inter se. | Rita Rajendra Shah, Promoter, and Managing Director is Spouse. Mr. Manish G Patel is Co Director and co promoter in another company Akash Agro Industries Limited. |
|--|---|

BY ORDER OF THE BOARD OF DIRECTORS
R R SECURITIES LIMITED
Sd/-
(RAJENDRA BABULAL SHAH)
CHAIRMAN AND DIRECTOR
(DIN: [00394384](#))

Date: 10th August, 2024
Place: Ahmedabad

MAP DIRECTION TO THE VENUE FOR 31ST ANNUAL GENERAL MEETING OF R R SECURITIES LIMITED.



DIRECTOR'S REPORT

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

Dear Shareholders,

Your directors have pleasure in presenting herewith the 31st AUDITED ANNUAL REPORT together with the Audited Statement of Accounts of the Company for the year ended on 31st March, 2024.

FINANCIAL HIGHLIGHTS

During the financial year 2023-24, the financial operational result of the Company is as follows:
(Amount in Rs Lacs)

| Particulars | For the year ended on 31st March, 2024 | For the year ended on 31st March, 2023 |
|--|--|--|
| Total Income. | 16.430 | 4.819 |
| Total Expenses. | 06.523 | 15.35 |
| Exceptional Items (Profit on sale of assets) | 0 | 5.81 |
| Profit Before Tax. | 9.907 | -4.73 |
| Depreciation. (Included in Total Expenses) | 0 | NIL |
| Current Tax. | 1.650 | 0.18 |
| Differed Tax (Assets) Liability. | 0 | NIL |
| MAT Credit Entitlement | -1.486 | NIL |
| Excess Provision of IT Written Back | 0 | -2.83 |
| Net Profit/(Loss) for the Year | 9.743 | -2.07 |
| Earning Per share (In Rupees) | 0.32 | -0.04 |

SHARE CAPITAL STRUCTURE

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

DIVIDEND

During the year under review as your company has earned a very small amount of profit and after considering the previous year losses if any your directors have not recommended any Dividend to be paid for the year.

TRANSFER OF UNPAID/UNCLAIMED DIVIDEND

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

YEAR UNDER REVIEW

During the year under review your company had earned a total income of Rs. 16.43 Lacs (Previous year of Rs. 04.82 Lacs) from interest, rent and other income. After meeting with the day to day and total expenses (including depreciation) of Rs. 06.523 Lacs (Previous year was of Rs. 15.350 Lacs), Provisions of Depreciation and amortization of Rs. NIL/- (Previous year of Rs. Nil/-), Deferred Tax Liability Rs. NIL/- (Previous years Deferred Tax Assets of Rs. Nil/-) the company has earned a net profit after tax of Rs. 9.743 lacs (Previous year incurred a net loss after tax Rs. 2.07 Lacs) which is carried to Balance sheet and shown as Profit & Loss Account under the head Reserve And Surplus (Other Equity) after net off of losses for the previous years.

OPERATIONS DURING THE YEAR:

During the year the company has earned other income in the form of Dividend, Interest and Rental income only. Except holding of the Securities on long term basis and some Real Estate property (LAND) during the year, your company has not done any other business activities during the year. However, the Management of the Company is identifying other opportunities to earn the income from the business of Trading of commodities such as Edible oil, oil cakes etc and also from trading / Broking in Real Estate business.

BUY BACK OF SHARE CAPITAL

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

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

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

REGULATORY STATEMENT

In conformity with Regulations of SEBI (Listing Obligation and Disclosures Regulations), 2015 the Cash Flow Statement for the year ended 31.03.2024 is annexed hereto. The equity shares of the Company are listed on the BSE Ltd. The Company is regular in making timely compliance of every provision of the SEBI (LODR) 2015 as amended from time to time.

The Company has paid listing fees for the year 2024-25 to BSE Limited (The stock exchange- where the shares of the company are listed)

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND ADAPTION. FOREIGN EXCHANGE EARNINGS AND OUTGO.

As required under Section 134 (3) (m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, particulars relating to conservation of Energy, R & D, Technology absorption and foreign Exchange earnings / outgo are not applicable to your company as it is not engaged in Manufacturing Activity so, the rule relating to disclosure of details on Conservation of Energy, Technology Absorption and Adaption is not applicable to the Company and not given herewith.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the Year under review the Company has neither earned nor made any expenses on Foreign Exchange.

EXTRACT OF ANNUAL RETURN

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

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

The Company had not entered into related parties' transactions for sale/purchase of goods or services at preferential prices. However, the company had taken an unsecured loan from its Director during the year total outstanding amount payable at the year end was Rs 13,75,200/-. This being a financial transaction with Director it is shown in the Note No. 27 titled RELATED PARTY TRANSACTIONS as per requirements of AS-18. These transactions are also shown in the Form AOC-2 is attached at **Annexure – II**.

APPLICABILITY AND MAKING PROVISION / SPENDINGS ON CSR ACTIVITIES:

During the year under review as well as during the past 3 continuous financial years, the company has not earned the Profit of Rs. 5 crore or more, its turnover is less than Rs. 1000 crores and the Borrowings are less than the limits prescribed for applicability of the provisions related to CSR.

ASSESSMENT OF THE PERFORMANCE OF THE BOARD OF DIRECTORS AND INDIVIDUAL DIRECTORS:

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

This performance appraisal exercise is done on half yearly basis for each of the directors and on annual basis for Board and its committees. The performance evaluation methodology is active participation of each of the directors at every meeting, their activeness, their vigilance on supply of timely information, agenda documents etc. for each of the meetings. The performance of the Board and committees are based on the each of the business discussed, deliberated, various resolutions passed and compliances made by the company with various provisions of the law relating to corporate legislations and SEBI and Stock exchange provisions.

DEPOSITS

During the year under review your company has neither invited nor accepted any public deposit or deposits from the public as defined under section 73(1) of Companies Act 2013 (section 58A of Companies Act, 1956). The Company has filed form DPT-3 in prescribed form with the office of the Registrar of Companies, various transactions it claims to be exempted as Deposits as per Rule 2 of the Companies (Acceptance of Deposit) Rules 2014.

COMPLIANCE TO CODE OF CORPORATE GOVERNANCE:

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

DEMATERIALISATION OF SECURITIES:

Your Company's Equity shares are admitted in the System of Dematerialization by the Depositories namely NSDL. The Company has signed tripartite Agreement through Registrar and Share Transfer Agent LINK INTIME INDIA (P) LIMITED. The Investors are advised to take advantage of timely dematerialization of their securities. The ISIN allotted to your Company is INE 474 H 01014. Total Share dematerialized up to 31st March 2024 were **1,81,700** which **constitute 6.020% of total capital**. Your directors request all the shareholders to dematerialize their shareholding in the company as early as possible through their Demat Accounts with NSDL or to open a separate account with NSDL.

Disclosures with respect to demat suspense account/ unclaimed suspense account

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

APPLICABLE

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

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

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

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

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

DIRECTORS AND KMP AND CHANGES AMONGST THEM DURING THE YEAR

Mr. RAJENDRABHAI BABULAL SHAH (DIN: 00394384) Chairman and Director of the Company retires by rotation as per provisions of the Act at this Annual General Meeting. However, being eligible offers himself for reappointment. Your directors recommend passing of necessary resolution appointing her as Director of the Company. There was no change in the constitution of the Board of Directors during the year. There

were no changes in the KMP being Company Secretary or Chief Financial Officer of the Company during the year.

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

The Company has received declarations from Mr. Ajit Singh K. Chavda and Mr. Manish G. Patel, the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and also as per SEBI (LODR) 2015 and pursuant to provisions of the Listing Agreement with the Stock Exchanges. **However, both the independent directors are yet to get themselves registered as Independent Directors on the website of Indian Institute of Corporate Affairs, IICA. The last date for such Registration is extended by the Ministry corporate affairs up to 30th September 2020.** The Directors will take necessary actions at their individual level. The Company has taken up the matter with them to complete the process of Registration and passing of the requisite examinations as early as possible. A Certificate from Practicing Company Secretary regarding non disqualification of directors is attached here with.

MANAGING DIRECTOR CFO AND CS AND OTHER KMP:

Mrs. Rita R. Shah is the Managing Director of the Company, she holds the Position of Managing Director only up to 30th September 2023. However, she is eligible and willing to act as Managing Director of the Company. A Special Resolution for her appointment and authorizing the Board of directors to fix her remuneration was already passed at the Annual General Meeting for another 3 years from 01/10/2023 to 30/09/2026.

Mr. Rajendra Babulal Shah the Chairman and Director is professionally qualified Company Secretary. He has rich experience of 35 years in Corporate Management and Legal and Secretarial Compliances by a Company. Both of them being promoters looking after the day-to-day business and management of the affairs of the Company.

In addition, Mr. Birju R Shah is appointed as Chief Financial Officer of the Company. He has rich experience in Corporate Accounting and Taxation (both Direct and Indirect). Mr. Mahendra Natverlal Soni is a Qualified Company secretary. He is appointed as CS and Compliance Officer.

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

During the year, the company held total 6 Board meetings on 30/05/2023, 14/08/2023, 21/09/2023, 09/11/2023, 12/02/2024 and 30/03/2024. All the 4 Directors were present at all the board meetings to consider various businesses and pass necessary resolutions.

The Meeting of the Independent Directors was held once only on 30/03/2024 to make evaluation of every member of the Board i.e., individual Directors and to access and evaluation for effectiveness and efficiency of Board as a whole.

The Company held one 30th Annual General Meeting of its shareholders in physical mode on Sunday the 21/09/2023.

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

Directors present at the Meeting of board:

| Names of Director | 30/05/2023 | 14/08/2023 | 21/09/2023 | 09/11/2023 | 12/02/2024 | 30/03/2024 |
|----------------------------|------------|------------|------------|------------|------------|------------|
| Rita Rajendra Shah | Yes | Yes | Yes | Yes | Yes | Yes |
| Rajendra Babulal Shah | Yes | Yes | Yes | Yes | Yes | Yes |
| Manish Girishbhai Patel | Yes | Yes | Yes | Yes | Yes | Yes |
| Ajitsingh Kacharaji Chavda | Yes | Yes | Yes | Yes | Yes | Nes |

AUDIT COMMITTEE, ITS VARIOUS MEETING SHEL D AND PRESENCE OF ITS MEMBERS:

The audit committee of the Board of Directors, its members, and details of their meetings held and details of the directors present at the meetings are as under:

Directors present at the Audit Committee Meeting:

| Names of Director | 30/05/2023 | 14/08/2023 | 21/09/2023 | 09/11/2023 | 12/02/2024 |
|--------------------------------------|------------|------------|------------|------------|------------|
| Manish Girishbhai Patel, Chairman | Yes | Yes | Yes | Yes | Yes |
| Rajendra Babulal Shah, Member | Yes | Yes | Yes | Yes | Yes |
| Ajitsingh Kacharaji Chavda Member | Yes | Yes | Yes | Yes | Yes |

(A) FUNCTION OF AUDIT COMMITTEE:

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

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

(B) ROLE AND RESPONSIBILITY OF AUDIT COMMITTEE:

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

undertakings or assets of the Company wherever it is necessary. Further, it is also empowered to review the Management Discussion and Analysis of financial condition and results of operations and statement of significant related party transactions. It also looks into any other matter as referred to it by the Board of Directors from time to time.

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

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

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

MEETINGS OF THE NOMINATION AND REMUNERATION COMMITTEE:

The Committee for Nomination and Remuneration meet once only on 30/03/2024 to review the overall policy implementation, H R Policy, Manpower recruitment policy, easing of the procedures for wage revision for employees including that of the Managing Directors within the overall financial position of the company. The Committee omnibus power to shri Rajendra B Shah, member of the Committee to ensure proper implementation of the policy and various decisions taken at such meeting.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders relationship Committee meet 4 times in a year and the presence of the members of the committee were as under:

| Names of Director | 30/05/2023 | 14/08/2023 | 09/11/2023 | 12/02/2024 |
|--------------------------------------|------------|------------|------------|------------|
| Manish Girishbhai Patel, Chairman | Yes | Yes | Yes | Yes |
| Rajendra Babulal Shah, Member | Yes | Yes | Yes | Yes |
| Ajitsingh Kacharaji Chavda Member | Yes | Yes | Yes | Yes |

The committee met and review the performance of the Registrar and Share Transfer Agent M/s. Link Intime India Private Limited, their effectiveness in confirming the Shares Demat/ Remat requests, resolutions of the investors complaints and other share department related queries including the downloading of the shareholders Data/ BENPOS position on weekly basis/ monthly basis/ quarterly basis, the correctness of the data provided for Shareholdings Pattern, timely disclosures required to be made by every Promoters/ Directors/ KMP and their relatives to the company and stock exchanges etc.

The committee Expressed its satisfaction over the performance of the RTA. The Committee also took on record and expressed its satisfaction over the company's ability to service its various other stakeholders such as Customers, Creditors, Employees, relation with various government departments etc.

MATERIAL CHANGES

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

EMPLOYEES

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

PARTICULARS OF THE EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not given as there are no material employees and no substantial salary is being paid to any Directors and KMP. Further, particulars of employee's remuneration, as required under section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable since there was no employee of the Company including Executive Directors who was in receipt of remuneration in excess of the limits set out in the said rules

SUBSIDIARY/ ASSOCIATE/ GROUP COMPANIES AND TRANSACTIONS WITH EACH OF THEM:

Your Company does not have any subsidiary / Associate or Group Companies or other entity in which Directors may have substantial interests and whose accounts required to be consolidated with the Company's financial statements. The company during the year had not done any financial transactions with such entities/ body corporate/ companies.

However, disclosure related to related party transactions as required to be made pursuant to provisions of AS-18 is given by way of notes to the Accounts which are self-explanatory.

ADEQUCY OF INTERNAL FINANCIAL CONTROLS

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

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

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

POLICIES

A. POLICY ON RELATED PARTY TRANSACTIONS

SCOPE AND PURPOSE OF THE POLICY

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

Also, various provisions of the SEBI (LODR) 2015, being Listing Agreement requires a company to formulate a policy on materiality of related party transactions and dealing with related party transactions. In light of the above, our Company has framed this Policy on Related Party Transactions ("Policy"). This Policy has been adopted by the Board of Directors of the Company based on recommendations of the Audit Committee. Going forward, the Audit Committee would review and amend the Policy, as and when required, subject to the approval of the Board.

OBJECTIVE OF THE POLICY

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

MANNER OF DEALING WITH RELATED PARTY TRANSACTIONS

a) Identification of related parties: -

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

b) Identification of related party transactions: -

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

DISCLOSURES

The Company shall disclose, in the Board's report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business along with the justification for entering into such transaction. During the year there was only a one transaction of payment for rent to Mrs. Vasuben B Shah which was within the powers of the Board of Directors and is disclosed in form AOC-2 attached.

B. FAMILIARIZATION POLICY FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVE OF THE POLICY

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

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmes/presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The programmes/presentations also familiarize the Independent Directors with their roles, rights and responsibilities.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- New Independent Directors are provided with copy of latest Annual Report, the Company's Code of Conduct, the Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.
- The Company provides the Directors with the tours of company's facilities from time to time.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

C. RISK MANAGEMENT POLICY

LEGAL FRAMEWORK

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

BACK GROUND AND IMPLEMENTATION

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

COMMITTEE

The Company has not made Risk Management Committee but the Board of Directors & Audit Committee is looking after the Risk Management of the Company. As the Company is not coming within the TOP-200 Companies of the BSE (The Stock Exchange List), this requirement is not applicable to the company.

D. CORPORATE SOCIAL RESPONSIBILITY POLICY

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

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

E. VIGIL MECHANISM POLICY

LEGAL FRAMEWORK

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

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

POLICY:

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

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

F. SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (POLICY WHERE MORE THAN 5 WOMEN WORKING) AND ELIMINATION OF CHILD LABOUR POLICY.

The Company is not employing more than 4 women employees as well as the Company is not employing any child labor. So, these both policies are not applicable to the Company. The Company is not filing annual return under POSH with the office of the District Collector.

DIRECTORS' RESPONSIBILITY STATEMENT

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

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

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

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

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

DECLARATION BY BOARD AS PER REQUIREMENT OF SECTION 178

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

- a. The Company has proper constitution of the Board of Directors including independent directors in proportion as per requirement of SEBI (LODR),2015. Subject to the conditions that both Independent Directors are not registered on the website of Independent Directors and they have yet not passed the requisite qualifying examination. As they are appointed for 5 years up to the date of AGM for the financial year 2023-24, they continue to hold the position of independent directors.
- b. The Company has constituted Nomination and Remuneration Committee, Stakeholders Relationship Committee, Audit Committee as per requirements of the SEBI (LODR) 2015 and of the Listing Agreement and provisions of the Companies Act 2013.
- c. The Company has the policy for selection and appointment of independent directors who are persons of reputation in the society, have adequate educational qualification, sufficient business experience and have integrity & loyalty towards their duties.
- d. The Company does not pay any managerial remuneration to its Managing Directors and Directors because of Company's weak financial position.
- e. The Independent Directors are not paid any sitting fee for attending Board and other committee meetings as decided by the Board from time to time.
- f. The Company is not paying any commission on net profits to any directors.

AUDITORS

STATUTORY AUDITOR

Chartered Accountants M/s. S D P M & Co., (ICAI Firm Registration No. 126741W) are the present Statutory Auditors of the company are appointed up to the financial year 2024-25. Their reappointment is required to be confirmed/ ratified by shareholders at the Annual general Meeting including the remuneration payable to them. As per the amendments made by the Central Government in the Companies (Audit and Auditors) Rules 2014, now there is no requirement for passing of the Resolution for Appointment of the Statutory Auditors at every annual general meeting, but in order to authorize the Board of Directors to fix their remuneration for the next financial year, necessary resolution is proposed for approval and passing by shareholders at the ensuing Annual General meeting.

INTERNAL AUDITORS

The company is in process of appointing an independent Chartered Accountant to act as an Internal Auditor as per suggestion of auditors as well as in compliance with the SEBI (LODR) 2015, in order to strengthen the internal control system for the Company. However, as in the company during the previous financial year, there were not much financial transactions or trading business activities, looking to the size of the company and its business operations and transactions, the matter is being discussed with the statutory auditors on making of compliance with these requirements. Currently Mr. Rajendra B Shah, Director of the Company is acting as an Internal Auditors and they are submitting their report to the Audit Committee and the statutory Auditors for their review, commend for suggestion of any corrective steps required to be taken by the company.

SECRETARIAL AUDITOR

The Company has appointed M/s. KAMLESH SHAH & SHAH CO. as the secretarial auditor for the financial year 2023-24. They have given their report in the prescribed form MR-3 which is **annexed to this report as an ANNEXURE-IV.**

OBSERVATION OF THE SECRETARIAL AUDITOR

- I. The Company has yet not appointed an Independent Chartered Accountants as an Internal Auditors as Required by the SEBI (LODR) 2015.*
- II. The Company is not properly maintaining and updating its website as per requirements of SEBI (LODR) 2015 and the provisions of the Listing Agreement.*
- III. The Promoters Shareholding is yet not Dematerialize for their Equity Shareholding.*
- IV. The Independent Directors of the Company are not registered on IICA website and they have also not passed the requisite qualifying examination.*
- V. The Company has acquired separate computer system, and software to maintain the structured digital database for all its Promoters, Directors, KMP their relatives and all other interested for each of the Insider informative transactions as per requirements of the SEBI in compliance to Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations. However, Updation of information in the software is pending.*
- VI. The Company is yet to admit its Securities for Dematerialization with CDSL the depository.*

MANAGEMENT CLARIFICATIONS:

As there are no much financial transaction within the Company it has yet not appointed an Independent Chartered Accountants as the Internal Auditors. However, one of the Director Mr. Rajendra B Shah who is professionally qualified Company secretary is looking after the Internal Audit functions of the company and is submitting his reports to the Audit Committee and the statutory auditors.

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

The Company has also instructed its Independent Directors to register themselves on dedicated website www.independentdirectorsdatabank.in and to pass the requisite examinations as may be required within the time. They have assured the company to do so in the next financial year.

The Company is taking effective steps to admit its equity securities in CDSL for dematerialization. The Promoters and Directors of the Company are in process to dematerialize their Shareholding in the current year.

The Company is in process of Updation of information relating to insider trading and generation of master data of all insiders including all promoters, directors, KMP and their relatives in specific software.

Other observations of the Secretarial Auditors are self-explanatory.

AUDITORS OBSERVATION

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

OTHER STATUTORY DISCLOSURES:

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

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

The details on various corporate policies adopted by the management are given elsewhere in this report.

APPRECIATION

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

Place: Ahmedabad.
Date: 10th August, 2024

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

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

ANNEXURE – I TO THE DIRECTOR’S REPORT

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDING ON 31/03/2024

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| SR. No | Name and descriptions of main products/ services | NIC Code of the product/ Service | % to Total turnover of the company |
|--------|--|----------------------------------|------------------------------------|
| 1 | Financial Services and Real Estate Rental Services | 9971 AND 9973 | 100% from Other Income. |

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

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

II. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2023] | | | | No. of Shares held at the end of the year [As on 31-March-2024] | | | | % Change during the year |
|---|--|--------------|--------------|-------------------|--|--------------|--------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoter's | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | 0 | 40900 | 40900 | 1.36 | 0 | 40900 | 40900 | 1.36 | 0 |
| b) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub Total (A) (1) | 0 | 40900 | 40900 | 1.36 | 0 | 40900 | 40900 | 1.36 | 0 |
| (2) Foreign | | | | | | | | | |
| a) NRI- Individual | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Other Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corp | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks. FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub Total (A) (2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total shareholding of Promoter (A) = (A)(1)+(A)(2) | 0 | 40900 | 40900 | 1.36 | 0 | 40900 | 40900 | 1.36 | 0 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | | | | |
|--|---------------|----------------|----------------|--------------|---------------|----------------|----------------|--------------|----------|
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(1):- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | 3200 | 826200 | 829400 | 27.48 | 3200 | 826200 | 829400 | 27.48 | 0.00 |
| i) Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 142100 | 1722000 | 1864100 | 61.76 | 151900 | 1709400 | 1861300 | 61.67 | 0 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 0 | 260000 | 260000 | 08.61 | 0 | 259900 | 259900 | 08.61 | 0 |
| c) Others (specify) | | | | | | | | | |
| Non-Resident India | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Overseas Corporate Bodies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Foreign Nationals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Clearing Members | 0 | 0 | 0 | 0 | 100 | 0 | 100 | 0 | 0 |
| Hindu Undivided Family | 23700 | 0 | 23700 | 0.78 | 26500 | 0 | 26500 | 00.88 | 0.0 |
| Foreign Bodies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(2):- | 169000 | 2808200 | 2977200 | 98.64 | 181700 | 2795500 | 2977200 | 98.64 | 0 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 169000 | 2808200 | 2977200 | 98.64 | 181700 | 2795500 | 2977200 | 98.64 | 0 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 169000 | 2849100 | 3018100 | 100 | 181700 | 2836400 | 3018100 | 100 | 0 |

(ii) Shareholding of promoters

| SN | Shareholder's Name | Shareholding at the beginning of the year | Share holding at the end of the year | % change in share holding |
|----|--------------------|---|--------------------------------------|---------------------------|
|----|--------------------|---|--------------------------------------|---------------------------|

| | | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered total shares | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered to total shares | during the year |
|---|------------------|---------------|----------------------------------|--|---------------|----------------------------------|---|-----------------|
| 1 | Rajendra B. Shah | 20700 | 0.69 | 0 | 20700 | 0.69 | 0 | 0 |
| 2 | Rita R. Shah | 20200 | 0.67 | 0 | 20200 | 0.67 | 0 | 0 |
| | | | | | | | | |
| | Total | 40900 | 1.36 | 0 | 40900 | 1.36 | 0 | 0 |

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

NO CHANGE

| SN | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|----|---|---|----------------------------------|---|----------------------------------|
| | | No. of share | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | | | | |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | | | | |
| | At the end of the year | | | | |

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

| | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|----|-----------------------------|---|---------------------------------|---|---------------------------------|
| | | No. of shares | % of total share of the company | No. of shares | % of total share of the company |
| 1 | Akash Agro Industries Ltd. | 449900 | 14.91 | 449900 | 14.91 |
| 2 | Akash Agro Industries Ltd. | 225000 | 7.46 | 225000 | 7.46 |
| 3 | Manisha H. Vora | 97000 | 3.21 | 97000 | 3.21 |
| 4 | Akash Agro Industries Ltd. | 75000 | 2.49 | 75000 | 2.49 |
| 5 | Saryubala H. Vora | 63400 | 2.10 | 63400 | 2.10 |
| 6 | Kamlesh Shankarlal | 40000 | 1.33 | 40000 | 1.33 |
| 7 | Parul Harshad Shah | 31600 | 1.05 | 31600 | 1.05 |
| 8 | Kamlaben Babulal Shah | 28000 | 0.93 | 28000 | 0.93 |
| 9 | Osiajee Housing Finance Ltd | 24400 | 0.81 | 24400 | 0.81 |
| 10 | Osiajee Housing Finance Ltd | 22100 | 0.73 | 22000 | 0.73 |

(V) Shareholding of directors and key managerial personnel:

| 1 | Rita R. Shah, Managing Director | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 20,200 | 0.67 | 20,200 | 0.67 |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | NIL | NIL | NIL | NIL |
| | At the end of the year | 20,200 | 0.67 | 20,200 | 0.67 |

| 2 | Rajendra B. Shah, Chairman And Director | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 20,700 | 0.69 | 20,700 | 0.69 |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | NIL | NIL | NIL | NIL |
| | At the end of the year | 20,700 | 0.69 | 20,700 | 0.69 |

| 3 | Manish G. Patel, Independent Director | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | NIL | NIL | NIL | NIL |
| | At the end of the year | - | - | - | - |

| 4 | Ajitsinh K. Chavda, Independent Director | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | NIL | NIL | NIL | NIL |
| | At the end of the year | - | - | - | - |

(VI) INDEBTEDNESS

**Indebtedness of the Company including interest outstanding/accrued but not due for payment
(Amount Rupees in Thousands)**

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | - | 1430.37 | - | 1430.37 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | - | 1430.37 | - | 1430.37 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | - | - | - | - |
| * Reduction | - | 55.17 | - | 55.17 |
| Net Change | - | -55.17 | - | -55.17 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | - | 1375.20 | - | 1375.20 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | - | 1375.20 | - | 1375.20 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|-----|---|----------------------------|-----------------|
| | | Rita R. Shah | nil |
| 1 | Gross salary | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | NIL | NIL |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - |
| 2 | Stock Option | - | - |
| 3 | Sweat Equity | - | - |
| 4 | Commission - as % of profit - others, specify... | - | - |
| 5 | Others, please specify | - | - |
| | Total (A) | NIL | NIL |

B. Remuneration to other directors: (NOT APPLICABLE)

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

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

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

| SN | Particulars of Remuneration | Key Managerial Personnel | | |
|----|---|--------------------------|-------------------|-------|
| | | CS Mahendra N Soni | CFO BIRJU SHAH | Total |
| 1 | Gross salary | 2,16,000/- | NIL | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | - | - |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | - | - | - |
| 2 | Stock Option | - | - | - |
| 3 | Sweat Equity | - | - | - |
| 4 | Commission | | | |
| | - as % of profit | - | - | - |
| | others, specify... | - | - | - |
| 5 | Others, please specify | - | - | - |
| | Total | | | |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type | Section of the Companies Act | Brief Description | Details of Penalty / Punishment/ Compounding fees imposed | Authority [RD / NCLT / COURT] | Appeal made, if any (give Details) |
|------|------------------------------|-------------------|---|-------------------------------|------------------------------------|
| | | | | | |

A. COMPANY

| | | | | | |
|-------------|----|----|----|----|----|
| Penalty | No | No | No | No | No |
| punishment | No | No | No | No | No |
| compounding | No | No | No | No | No |

B. DIRECTORS

| | | | | | |
|-------------|----|----|----|----|----|
| Penalty | No | No | No | No | No |
| punishment | No | No | No | No | No |
| compounding | No | No | No | No | No |

C. OTHER OFFICERS IN DEFAULT

| | | | | | |
|-------------|----|----|----|----|----|
| Penalty | No | No | No | No | No |
| punishment | No | No | No | No | No |
| compounding | No | No | No | No | No |

Place: Ahmedabad.
Date: 10th August, 2024

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

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

ANNEXURE – II TO THE DIRECTOR’S REPORT

FORM NO. AOC -2

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

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

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

| 2 Details of material contracts or arrangement or transactions at arm’s length basis | | | | | | | |
|--|-------------------------------|------------------------|-----------------------|-----------------------------|-----------------------------|-------------------------------|-------------------------|
| | Name (s) of the related party | Nature of relationship | Nature of transaction | Duration of the transaction | Transactions value) in Rs. | Date of approval by the Board | Amount paid as advances |
| 1. | NIL | NIL | NIL | NIL | NIL | NIL | N.A. |

Place: Ahmedabad.
Date: 10th August, 2024

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

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

ANNEXURE – III TO THE DIRECTOR’S REPORT

PARTICULARS OF THE EMPLOYEES

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

| I. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year: | | | | |
|---|-------------------------------|--------------------|---|--|
| Sr. no. | Name of director / KMP | Designation | Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the FY 2023-24 | % increase / (decrease) in remuneration in the FY 2022-23 |
| a) | Smt. Rita R. Shah | Managing Director | - | 0 |
| b) | Shri Rajendra B. Shah | Director | - | 0 |
| c) | Mr. Mahendra N Soni | Company Secretary | 216000 | 0.00 |

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

Place: Ahmedabad.
Date: 10th August, 2024

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

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

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

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

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

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

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

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

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

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

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

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

DISCLAIMER STATEMENT:

In this report titled Management Discussion and Analyses for the existing performance, future outlook of the Industry in which the company operates, its future business plans, overall economic conditions prevailing in the country, micro and macro-economic factors all are forwarding looking statements and does not in any way assure or guarantee the future business performances in terms of financial and business achievements in future or years to come.

Investors, shareholders and public at large is requested to take their own judgement of investing considering the overall report of the company, its past financial performances, overall economic situation etc.

The Board of Directors or the Management of the company does not in any way take any financial, legal or other responsibilities for the financial or other loss if any suffered to any investor/ shareholder/ general public at large at any time in any case.

Place: Ahmedabad.
Date: 10th August, 2024

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

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

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

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

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

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

Based on my/our verification of the records of **R R SECURITIES LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, subject to our observations in this report, the company has, during the audit period covering the financial year ended on 31ST March 2024 complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliances mechanism in place to the extent , in the manner and subject to the reporting made hereinafter:

I/We have examined the books, papers, minute books, forms and returns filed and record maintained by **R R SECURITIES LIMITED (CIN: L67910GJ1993PLC020169)** for the financial year ended on 31ST March 2024 according to the provisions of:

- (i) The Companies Act, 2013(the Act) and the rules made thereunder; except,
 - (A) Company is yet to appoint an Independent Internal Auditors.
 - (B) As number of shareholders who have supplied their e-mail ID to the Company are very small The Audited Annual Reports are being dispatched by Approved / Registered Angadia / Courier services to every shareholder by the Company and by e. mail to shareholders and other permitted mode.
 - (c) The Company uploads its Audited Annual Report on website of Stock exchange at least 21 days in advance of the date of Annual General Meeting.
- (ii) The Securities Contracts (Regulations) Act,1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
The Company's Equity shares are yet to be enrolled/ admitted in the Dematerialization system of CDSL the Depository.
- (iv) Foreign Exchange Management Act,1999 and the rules and regulation made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: NOT APPLICABLE FOR THE YEAR.
- (v) The following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992('SEBI Act') :-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011; Annual Disclosure of shareholding not made by Directors/ Promoters as per requirements of Regulation 30 of the SEBI (SAST) Regulations. (Subject to our observation in Annexure-A)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Training) Regulations, 1992; (Subject to Our Observation in Annexure-A.)
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. NOT APPLICABLE FOR THE YEAR
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; NOT APPLICABLE FOR THE YEAR
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; NOT APPLICABLE FOR THE YEAR
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding maintenance of Register of Members, Register of Transfer, Register for issue of Duplicate/ Split/ Consolidate Share Certificates/ Comfort Letter as per SEBI Circular and such other Members related data as per provisions of the Companies Act and receiving, recording, redressal of all Investors Complaints by the Company and RTA on regular basis.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and NOT APPLICABLE FOR THE YEAR
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; NOT APPLICABLE FOR THE YEAR
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015 is duly complied with from time to time.
- (vi) As stated in the Annexure – A – all the laws, rules, regulations are applicable to the company.

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

- (j) Secretarial Standards issued by The Institute of Company Secretaries of India are complied with. However as except confirmation and approval of the quarterly/ half yearly financial Results and Annual Audited Financial Statements to be considered and taken on record or approved and passed, no formal Agenda Papers are being circulated to every Directors as required by SS-1
- (ii) The Listing Agreements entered into by the Company with B S E Ltd and the applicable provisions of the SEBI (LODR) 2015- Except that the Website of the Company is not properly updated with the requisite information required to be displayed by it all other provisions of SEBI (LODR) are complied with. However, wherever there is delay in submission of any half yearly, yearly, quarterly compliance, the BSE has imposed a penalty which is paid by the company. No such penalty imposed are pending for payment.

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

OUR OTHER OBSERVATIONS:

1. *The Company has yet not appointed an Independent Chartered Accountants as an Internal Auditors as Required by the SEBI (LODR) 2015.*
2. *The Company is not properly maintaining and updating its website as per requirements of SEBI (LODR) 2015 and the provisions of the Listing Agreement.*

3. *The Promoters Shareholding yet not Dematerialize their Equity Shareholding.*
4. *Independent Directors of the Company are not registered on the Website of IICA and they are yet to pass the requisite examination.*
5. *The Company has at the closure of the financial year acquired separate computer system, and software to maintain the structured digital database for all its Promoters, Directors, KMP their relatives and all other interested prospective UPSI recipient persons. The Company is at present in process of Updation of Master data and other UPSI in its specific software. for each of the Insider informative transactions as per requirements of the SEBI in compliance to Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations.*
6. *The Company's Equity shares are yet not admitted in the CDSL System for Dematerialization*

I/We further report that:

The board of directors of the company is duly constituted with proper balance of executive directors, non - executives directors, independent directors and woman director. The changes in the composition of the board of directors that took place during the period under review were carried out in compliance with the provisions of the act and with intimation to stock exchanges(s). The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act. NOT APPLICABLE FOR THE YEAR UNDER REVIEW However, All the Independent Directors are not Registered at www.independentdirectorsdatabank.in Portal but the Appointment of all Independent Directors were made before the new rules for mandatory Registration at IICA came into Force.

Adequate notice is given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance or with consent of directors at a shorter notice, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting as per requests of any directors for meaningful participation at the meeting. Majority decision is carried through ORAL Voting system at the Board or Committee Meetings, while the dissenting members' views, if any, are captured and recorded as part of the minutes. The Company does not have Electronic or Paper Voting system for its Board Meetings. In absence of any such documents, we are unable to comment upon the Consent of all the directors to all the agenda items of Board or Committee meetings. However, while sending draft minutes to the Directors for every board meeting, views of directors are invited for any corrections/ modifications/ alterations in draft minutes from the directors. The Dissent notes of Directors recorded in Minutes only at the specific requests of particular director with his names.

The Company does not have system of electronic or Paper Documentation for individual director's and Board as a whole Performance evaluation system. However, the Company does hold one Board Meeting at the year-end of independent directors who does make evaluation of individual directors of Promoters and non-promoter non-executive directors which is recorded in minutes of the meetings of such Directors. Likewise, the Chairman Does make performance evaluation of all independent directors on an annual basis based on their participation at board meetings and their comments on draft minutes basis. Such evaluation results of the Chairman is written in the minutes of the Board and taken note of and recorded in minutes of board of directors.

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

During the audit period, the company has not incurred any specific event / action that can have a bearing on the company's compliance responsibilities in pursuance of the above referred laws, rules, regulations, guideline, standards, etc. except the Issue and allotment of bonus equity shares for which the company has duly complied with the necessary provisions thereof.

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

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

Place: Ahmedabad
Date: 04TH JUNE 2024
UDIN: A008356F000535817

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

Sd/-
(KAMLESH M. SHAH)
PROPRIETOR
ACS:8356 COP: 2072
Peer Review Certificate No. 1090/2021

ANNEXURE-A

Securities Laws

1. All Price Sensitive Information were informed to the stock exchanges from time to time as per requirements of Regulation 30 of the SEBI (LODR) 2015
2. All investors' complaint directly received by the RTA and Company is recorded on the same date of receipts and all are resolved within reasonable time. The Company has filed status report on investors complaints every quarter in time to the stock exchange as per Regulation 13 of the SEBI (LODR) 2015
3. The Company has after the closure of the financial year installed specific Software for Structural Digital Database in computer system with password protection for access and making entries therein. All relevant entries related to UPSI are being uploaded including creation of master data of UPSI Recipients. However, the Company follows the system of Trading Window Closure and intimation to concerned persons who are prospective persons receiving UPSI from time to time.
4. The Promoters shareholding is not dematerialized. The Company has not yet signed agreement with Designated depository for System Driven Disclosure. No promoters or their relatives have made an Annual Disclosure of their shareholding as on 31st March to the Stock Exchange as per Requirements of Regulation 30 of the SEBI (SAST) Regulations. As the Company has not received such disclosures from promoters, the company has not submitted such declarations on Stock Exchange.

Labour Laws

1. The Registered Office is not Registered with Shops and Establishment Act Authorities and No Profession tax is been paid for the said Office by the Company.
2. The Company has not employed any child labour as per Child and Adolescent Labour (Prohibition & Regulation) Act, 1986 in any of its establishments.
3. Provisions relating to compliances of PF/ESI/Gratuity Act are not applicable to Company during the year under review.
4. There was no incidence of Sexual Harassment to any of the Female/ Women employee of the Company. However, the company has not filed an Annual Return with District Collector as per requirements of POSH Act.

Environmental Laws

During the year under review the Company was not engaged in any Manufacturing activities. Hence No Provisions of the Environment Laws are applicable to the Company. However, it has the proper system for sanitation, clear air and other congenial working atmosphere within its office premises. Except the paper waste no other polluting materials is been generated by the Company and the same is properly disposed of on daily basis.

Taxation Laws

The company follows all the provisions of the Indirect taxation laws and Income Tax Act, 1961 and filing the returns at proper time with Income tax department and all other applicable departments. We are not expert

in taxation laws. We have relied upon the disclosures made by Statutory Financial Auditors in their report on compliance with these regulations.

INDUSTRY SPECIFIC LAWS/ RULES/ REGULATIONS:

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

Place: Ahmedabad
Date: 04TH JUNE 2024
UDIN: A008356F000535817

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

Sd/-
(KAMLESH M. SHAH)
PROPRIETOR
ACS:8356 COP: 2072
Peer Review Certificate No. 1090/2021

ANNEXURE B

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

Our report of even date for the year ended 31st March 2024 is to be read along with this letter:

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

Place: Ahmedabad
Date: 04TH JUNE 2024
UDIN: A008356F000535817

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

Sd/-
(KAMLESH M. SHAH)
PROPRIETOR
ACS:8356 COP: 2072
Peer Review Certificate No. 1090/2021

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

To,
Members,
R R SECURITIES LIMITED,
Ahmedabad-380 058, Gujarat

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of R R SECURITIES LTD bearing CIN: L67910GJ1993PLC020169 and having its registered office at 1 RUSHIL BUNGLOW STERLING CITY VILLAGE: BOPAL (CT) TALUKA DASCROI DIST: AHMEDABAD 380058 GUJARAT INDIA (hereinafter referred to 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In respect of position of directors for the year ended on 31/03/2024 we state as under:

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that subject to observations elsewhere in this certificate in respect of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024, None of the Directors have been debarred or disqualified from being appointed or continuing as Directors of company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

However, All the Independent Directors are not Registered at www.independentdirectorsdatabank.in Portal but the Appointment of all Independent Directors were made before the new rules for mandatory Registration at IICA came into Force.

| Sr. No. | Name of Director, Category and Designation | DIN | Original Date of Appointment | Disqualified u/s. 164 of the Companies Act 2013 | De-activation of DIN Number by MCA. | Any Penal Action/ Debarred by SEBI |
|---------|---|----------|------------------------------|---|-------------------------------------|------------------------------------|
| 1 | Rajendra Babulal Shah Chairman and Director Promoter | 00394384 | 10/09/1993 | N.A. | N.A. | N.A. |
| 2 | Rita Rajendra Shah Promoter Managing Director | 00394290 | 30/09/2015 | N.A. | N.A. | N.A. |
| 3 | Ajitsinh Kacharaji Kavda, Non Promoter Independent Director | 02663062 | 30/09/2015 | N.A. | N.A. | N.A. |
| 4 | Manish Girishbhai Patel, Non Promoter Independent Director | 00745013 | 30/09/2015 | N.A. | N.A. | N.A. |

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company, our responsibility is to express an opinion on this information based on our verification from www.mca.gov.in the BSE Ltd and personal representations made by the Directors/ Management of the Company.

Place: Ahmedabad
Date: May 16, 2024
UDIN: A008356F000383258

For Kamlesh M Shah And Company
Practicing Company Secretaries,

Sd/-

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

INDEPENDENT AUDITOR'S REPORT

To The Members of R R Securities Limited

Report on the Audit of Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of R R Securities Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, and a summary of the 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 Ind AS financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31st March, 2024, and its financial performance including other comprehensive income, its cash flows and the statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. our responsibilities under those Standards are further described in the 'Auditor's Responsibility for the Audit of the Ind AS 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 (ICAI) together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and We have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by

us is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for 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, Business Responsibility Report, Corporate Governance and Shareholder's Information and other information in the Company's annual report, but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work We have performed, We conclude that there is a material misstatement of this other information, We are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with companies (Indian Accounting Standards) Rules, 2015, as amended.

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 Ind AS financial

statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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 for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, 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 the 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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Ind AS 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 Ind AS 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 Ind AS financial statements for the

financial year ended 31st March, 2024 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 in terms of Section 143(11) of the Act, We give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. (A) As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act, read with companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e. On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as at the end of the year;

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. 1) The management has represented that, to the best of its knowledge and belief, as disclosed in Note no 28 (h) 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 person or entity, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

2) The management has represented that, to the best of its knowledge and belief, as disclosed in Note no. 28 (h) to the financial statement, 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

3) Based on such audit procedures that have been 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 (a) and (b) contain any material misstatement.
- v. During the year company has not declared or paid any dividend so section 123 of Companies Act 2013 is not applicable.
- vi. Based on our examination which included test checks, performed by us on the Company, have used accounting software for maintaining their respective books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares.

Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

- h. According to the information and explanation given to us, during the current year, no remuneration is paid by the company to its directors hence section 197(16) of Companies Act, 2013 is not applicable.

Place : Ahmedabad

Date : 25/05/2024

For, S D P M & Co.

Chartered Accountants

FRN: 126741W

Sd/-

Malay Pandit (Partner)

Membership No. : 046482

UDIN : 24046482BKCIQV5270

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

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

(i) In respect of its Property Plant & Equipment & Intangible Assets:

- a. (A) The Company has maintained proper records showing full particulars including quantitative details and the situation of Property Plant & Equipment.
(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 does not possess any Intangible assets. Hence, paragraph 3(i)(a)(B) of the Order is not applicable.
 - b. Majority of the assets have been physically verified by the management according to a program designed to cover substantial items, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the fixed assets during the year, no material discrepancies between the book records and physical inventory are noticed on such verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not possess any immovable properties. Hence, paragraph 3(i)(c) of the Order is not applicable.
 - d. The Company has not revalued its Property Plant & Equipment (including Right of Use assets) or Intangible Assets or both during the year ended March 31, 2024.
 - e. There are no proceedings initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) a.** The Company is engaged in business of providing services relating to exploration of oil & gas. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii)(a) of the Order is not applicable to the Company.

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 taken any working capital loans during any point of time of the year from banks or financial institutions. Hence, paragraph 3(ii)(b) of the Order is not applicable.

(iii) **In respect of the loans secured or unsecured to the Companies, Firms, Limited Liability Partnership or other parties:**

a. During the year the Company has not provided security or guarantee to companies, firms, Limited Liability Partnerships or any other parties.

b. The company has not granted unsecured loan to the Companies in the nature of loans

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made except in case of interest free loan given to Companies covered in the register maintained under section 189 of the Act, which in the opinion of management, is not prejudicial to the interest of the Company.

(v) In our opinion and according to the information and explanations given to me, the Company has not accepted any deposit or amounts which are deemed to be deposits, and hence the provisions of Section 73 and 76 or any other relevant provisions of the Companies Act and the Companies (Acceptance of Deposits) Rules, 2014 with regard to the deposits accepted are not applicable to the Company. Therefore, the provision of Clause (v) of paragraph 3 of the Order is not applicable to the Company. According to the information and explanations given to me, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.

(vii) In respect of statutory dues:

a. According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including

Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues applicable to it. According to the information and explanations given to me, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at 31st March, 2024 for a period of more than six months from the date they became payable.

- b. According to the records of the Company, there are no disputed statutory dues as referred to in sub-clause (a) that have not been deposited on account of any dispute except following :

| Name of the Statute | Nature of Dues | Amount (Rs.) | Status |
|----------------------------|--|---------------------|---|
| Income Tax Act, 1961 | Income Tax Demend of A.Y. 2016-17 (Order passed under Section 147 of the Income Tax Act) | 0.00 | During the year under audit, the department has raised demand under Section 156 of the Income Tax Act demanding Rs. 0 (Nil amount). The company has filed against the order which is pending. |

- (viii) According to the information and explanation given to me, the Company has not surrendered or disclosed any transaction previously unrecorded in the books of accounts as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the requirement to report on clause 3(viii) of the order is not applicable to the company.

- (ix) a. The company has not defaulted in repayment of loans or other borrowings or in payment of interest thereon to any lender.

b. The Company is not declared as a wilful defaulter by any bank or financial institutions or government or any government authority.

c. The Company did not have any term loans outstanding during the year hence, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.

d. On an overall examination of the financial statements of the Company, no funds raised on short term basis have been used 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, associates or joint ventures.

f. The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company did not raise any money by way of initial public offer, further public offer (including debt instruments) during the year. Accordingly, paragraph 3 (x)(a) of the Order is not applicable.

(b) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Hence, paragraph 3 (x)(b) of the Order is not applicable.

(xi) a. Based on the audit procedures performed and representation obtained from management We report that, no case of material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year under audit.

b. During the year, no report under section 143(12) of the companies act, 2013 has been filed by cost auditor/secretarial auditor or by us in Form ADT-4 as prescribed under the rule 13 of Companies (Audit and Auditors) Rules,2014 with the Central Government.

c. In our opinion and according to the explanation and information given to me, there is no whistle-blower complaints received by the Company during the year.

- (xii) In our opinion and according to the information and explanations given to me, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii)(a)(b)(c) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) The Company is not required to conduct an Internal Audit as per the provision of section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014. Hence, the paragraph 3(xiv) of the Order is not applicable.
- (xv) 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 non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (xvii) According to the information and explanation given to us and based on our examination of books of accounts, there has been no cash losses incurred by the Company during the financial year 2022-23.
- (xviii) There has been no resignation from of the Statutory Auditors during the year. Accordingly, paragraph 3(xviii) of the Order is not applicable.
- (xix) On the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the board of directors and management plans and based on our examination of 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 that company is capable of meeting its liabilities existing at the balance sheet date 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 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) The provision of Section 135 of the Companies Act, 2013 about the Corporate Social Responsibility (CSR) is not applicable to the Company. Thus the paragraph 3 (xx) of the Order is not applicable.
- (xxi) The reporting under clause 3(xxi) of the order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

Place : Ahmedabad

Date : 25/05/2024

For, S D P M & Co.

Chartered Accountants

FRN: 126741W

Sd/-

Malay Pandit (Partner)

Membership No. : 046482

UDIN : 24046482BKCIQV5270

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 R R Securities Ltd. ("the Company") as of 31st March, 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, merge, or disposition of the Company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become

inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Ahmedabad

Date : 25/05/2024

For, S D P M & Co.

Chartered Accountants

FRN: 126741W

Sd/-

Malay Pandit (Partner)

Membership No. : 046482

UDIN : 24046482BKCIQV5270

R R Securities Limited
CIN : L67910GJ1993PLC020169
Balance sheet as at 31/03/2024

(₹ in Thousands)

| Particulars | Notes | 31st March 2024 | 31st March 2023 |
|--|-------|------------------|------------------|
| ASSETS | | | |
| Non-current assets | | | |
| (a) Property, plant and equipment | | - | - |
| (b) Financial assets | 2 | | |
| i. Investments | 2(a) | 7,682.52 | 6,742.99 |
| (c) Deferred tax assets (Net) | | - | - |
| (d) Other non-current assets | 2(b) | 465.86 | 482.17 |
| Total non-current assets | | 8,148.38 | 7,225.15 |
| Current assets | | | |
| (a) Inventories | 3 | 32,217.19 | 32,217.19 |
| (b) Financial assets | 4 | | |
| i. Investments | | - | - |
| ii. Trade receivables | 4(a) | - | - |
| iii. Cash and cash equivalents | 4(b) | 37.70 | 32.66 |
| iv. Bank balances other than (iii) above | | - | - |
| v. Loans and advances | 4(c) | 7,094.88 | 7,094.88 |
| (c) Current tax Assets (Net) | | - | - |
| (d) Other current assets | | - | - |
| Total current assets | | 39,349.76 | 39,344.72 |
| Total Assets | | 47,498.14 | 46,569.88 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity share capital | 5 | 30,181.00 | 30,181.00 |
| (b) Other equity | 6 | 15,759.47 | 14,785.14 |
| | | 45,940.47 | 44,966.14 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| (a) Financial Liabilities | 7 | | |
| i. Borrowings | 7(a) | 1,375.20 | 1,430.37 |
| (b) Provisions | | - | - |
| (c) Deferred tax liabilities (Net) | | 130.27 | 130.27 |
| Other non-current liabilities | | - | - |
| Total non-current liabilities | | 1,505.47 | 1,560.64 |
| Current liabilities | | | |
| (a) Financial liabilities | 8 | | |
| i. Borrowings | 8(a) | - | - |
| ii. Trade payables | 8(b) | - | - |
| iii. Other financial liabilities | 8(c) | 47.78 | 37.80 |
| (b) Other current liabilities | 9 | 4.42 | 5.30 |
| (c) Provisions | | - | - |
| (d) Current Tax Liabilities (net) | | - | - |
| Total current liabilities | | 52.21 | 43.10 |
| Total liabilities | | 1,557.68 | 1,603.74 |
| Total equity and liabilities | | 47,498.14 | 46,569.88 |

Significant accounting policies

1

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

As per our attached report of even date

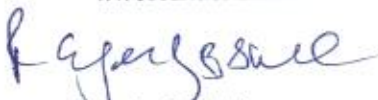
For, S D P M & Co.
Chartered Accountants
FRN : 126741W


Malay Pandit
Partner
Membership No. 046482
UDIN : 24046482BKCIQV5270

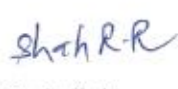
Place: Ahmedabad
Date : 25/05/2024

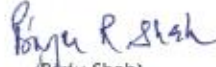
For and on behalf of the Board of Directors

R R Securities Limited


(Rajendra B. Shah)
Chairman
'(00394384)


(Mahendra Soni)
Company Secretary
FCS : 3076
Ahmedabad
Date : 25/05/2024


(Rita R. Shah)
Managing Director
'(00394290)


(Rita R. Shah)
CFO
PAN : BFZPS9041C

R R Securities Limited
CIN : L67910GJ1993PLC020169
Statement of Profit and Loss for the year ended 31st March 2024

(₹ in Thousands)

| Particulars | Notes | Year ended 31st March 2024 | Year ended 31st March 2023 |
|--|-------|-------------------------------|-------------------------------|
| Continuing operations | | | |
| (a) Revenue from operations | 10 | 0.00 | 0.00 |
| (b) Other income | 11 | 1643.04 | 481.89 |
| Total income | | 1643.04 | 481.89 |
| Expenses | | | |
| (a) Cost of materials consumed | | 0.00 | 0.00 |
| (b) Purchases of stock-in-trade | | 0.00 | 0.00 |
| (c) Changes in inventories of work-in-progress, stock-in-trade and finished goods | 12 | 0.00 | 0.00 |
| (d) Employee benefit expense | 13 | 0.00 | 0.00 |
| (e) Finance costs | 14 | 0.01 | 9.40 |
| (f) Depreciation and amortisation expense | | 0.00 | 0.00 |
| (g) Other expenses | 15 | 652.31 | 1525.56 |
| Total expenses | | 652.32 | 1534.96 |
| Profit before exceptional items and tax | | 990.72 | (1053.07) |
| Exceptional & Extraordinary items | 16 | 0.00 | 580.50 |
| Profit/(Loss) before tax | | 990.72 | (472.57) |
| Tax expense | | | |
| (a) Current tax | | 165.00 | 17.98 |
| (b) Deferred tax | 17 | 0.00 | 0.00 |
| (c) MAT Credit Entitlement | | (148.61) | 0.00 |
| (d) Short/ Excess Provision of Income Tax | | 0.00 | (283.36) |
| Profit/(Loss) for the period from continuing operations | | 974.33 | (207.19) |
| Other comprehensive income | | | |
| <i>Items that will not be reclassified to profit or loss</i> | | | |
| (a) Remeasurements of the defined benefit plans | | 0.00 | 0.00 |
| (c) Income Tax effect | | 0.00 | 0.00 |
| (b) Equity Instruments designated through other comprehensive income | | 0.00 | 0.00 |
| (c) Income Tax relating to items that will not be reclassified to profit or loss | | 0.00 | 0.00 |
| Other comprehensive income for the year, net of tax | | 0.00 | 0.00 |
| Total comprehensive income for the year | | 974.33 | (207.19) |
| Earnings per equity share for profit from operation attributable to owners of the entity: | | | |
| (a) Basic earnings per share | 18 | 0.32 | (0.07) |
| (b) Diluted earnings per share | 18 | 0.32 | (0.07) |

For, S D P M & Co.
Chartered Accountants
FRN : 126741W

sd/-

Malay Pandit
Partner
Membership No. 046482
UDIN : 24046482BKCIQV5270

Place: Ahmedabad
Date : 25/05/2024

For and on behalf of the Board of Directors

R R Securities Limited

Rajendra B. Shah

(Rajendra B. Shah)
Chairman
'00394384)

M. Soni
(Mahendra Soni)
Company Secretary
FCS : 3076
Ahmedabad

Date : 25/05/2024

shk R.R.

(Rita R. Shah)
Managing Director
'00394290)

Ritju R. Shah

(Birju Shah)
CFO

PAN : BFZPS9041C

R. R. SECURITIES LIMITED

₹ in Thousands)

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH, 2024

| | (Amount Rs.) | |
|--|-----------------|-----------------|
| | 2023-24 | 2022-23 |
| A. Cash Flow from Operating Activities | | |
| Net Profit for the year | 990.72 | (472.57) |
| Add / (Deduct) : Adjustments for | | |
| Interest Paid | - | - |
| Depreciation (net) | - | - |
| Change in Fair Value | (1,247.01) | 882.24 |
| (Profit)/Loss on sale of Investment | (395.19) | (341.39) |
| Dividend Income | - | - |
| (Profit)/Loss on sale of assets | - | - |
| Preliminary Expenses Deferred Revenue written off | (1,642.20) | 540.85 |
| Operating Profit before working capital changes | (651.48) | 68.28 |
| Add / (Deduct) Adjustments for : | | |
| Current Assets | - | - |
| Inventories | 0.00 | - |
| Trade Payables | - | (589.12) |
| Current Liabilities | - | - |
| Other Financial Liabilities | 9.98 | (47.00) |
| Other Current liabilities | (0.88) | (15.98) |
| Cash Generated from Operations | 9.11 | (652.10) |
| Direct taxes paid (net of refunds) | (0.08) | (41.20) |
| Cash flow before extraordinary items | (0.08) | (41.20) |
| Net cash from operating activities | (642.46) | (625.02) |
| B. Cash Flow from Investing Activities | | |
| Activities - Inflow / (outflow) | | |
| Purchase of fixed assets (including CWIP and | - | - |
| Proceeds from Sale of Fixed assets | - | - |
| (Increase)/Decrease in value of Investment | 702.66 | 1.15 |
| Dividend Income | - | - |
| Net cash generated / (used) in investing activities | 702.66 | 1.15 |
| C. Cash Flow from Financing activities | | |
| Increase in Long term borrowings | (55.17) | 559.57 |
| Increase in Short term borrowings | - | - |
| Interest Income | - | - |
| Interest paid | - | - |
| Issue of shares/Equity Warrants | - | - |
| Net cash generated/ (used) in financing activities | (55.17) | 559.57 |
| Net increase/ (decrease) in cash equivalents | 5.04 | (64.30) |
| Cash & Cash Equivalents as at 1st April 2023 | | |
| (a) Cash & Bank Balalance | 32.66 | 96.97 |
| (b) Bank Deposits maturing within 1 year | - | - |
| Cash & Cash Equivalents as at 31st March 2024 | | |
| (a) Cash & Bank Balalance | 37.70 | 32.66 |
| (b) Bank Deposits maturing within 1 year | - | - |
| Cash and cash equivalents as at 31st March 2024 | 37.70 | 32.66 |

For, S D P M & Co.
Chartered Accountants
FRN : 126741W

st/-
Malay Pandit
Partner
M. No. 046482

Ahmedabad, dated : 25/05/2024

For and on behalf of the Board
R R Securities Limited

Rajendra B. Shah
Chairman
(00394384)

Rita R. Shah
Managing Director
(00394290)

M. Soni
(Mahendra Soni)
Company Secretary
FCS : 3076

Ahmedabad, dated : 25/05/2024

Birju R. Shah
(Birju Shah)
CFO
PAN : BFZPS9041C

R R Securities Limited
CIN : L67910GJ1993PLC020169
Statement of Changes in Equity
For the Year Ended March 31,2024

(₹ in Thousands)

A. EQUITY SHARE CAPITAL

| Particulars | Balance at the beginning of the reporting year | | Changes in Equity share capital during the year* | | Balance at the end of the reporting year | |
|----------------------------------|--|---------------------|--|---------------------|--|---------------------|
| | No. of Shares | Amount in Thousands | No. of Shares | Amount in Thousands | No. of Shares | Amount in Thousands |
| For the year ended March 31,2023 | 3018100 | 30,181.00 | - | - | 30,18,100 | 30,181.00 |
| For the year ended March 31,2024 | 3018100 | 30,181.00 | - | - | 30,18,100 | 30,181.00 |

* There were no changes in Equity Share Capital due to Prior period errors

B. OTHER EQUITY

(Rs. in Thousands)

| Particulars | Reserves & Surplus | | | | Other Comprehensive Income | Total |
|--|--------------------|-------------------|-----------------|--------------|--------------------------------|-----------|
| | Security Premium | Retained Earnings | General Reserve | Reserve Fund | Equity Instruments through OCI | |
| Balance as on April 1,2022 | - | 12,517.02 | 1,000.00 | 968.44 | 506.87 | 13,936.03 |
| Profit for the Year | - | (207.19) | - | - | - | (207.19) |
| Remeasurement of net defined benefit liability/asset(Net of Tax) | - | - | - | - | - | - |
| Balance as on March 31,2023 | 0 | 12,309.83 | 1,000.00 | 968.44 | 506.87 | 14,785.14 |
| Balance as on April 1,2023 | - | 12,309.83 | 1,000.00 | 968.44 | 506.87 | 14,785.14 |
| Profit for the Year | - | 974.33 | - | - | - | 974.33 |
| Remeasurement of net defined benefit liability/asset(Net of Tax) | - | - | - | - | - | - |
| Balance as on March 31,2024 | 0 | 13284.16 | 1000.00 | 968.44 | 506.87 | 15,759.47 |

The accompanying notes are integral part of the standalone financial statements

For, S D P M & Co.
Chartered Accountants
FRN : 126741W

sd/-
Malay Pandit
Partner
Membership No. 046482

For and on behalf of the Board of Directors

R R Securities Limited

Rajendra B. Shah
(Rajendra B. Shah)
Chairman
(00394384)

shal R.R
(Rita R. Shah)
Managing Director
(00394290)

M. Soni
(Mahendra Soni)
Company Secretary
FCS : 3076
Ahmedabad
Date : 25/05/2024

Birju R. Shah
(Birju Shah)
CFO
PAN : BFZPS9041C

Place: Ahmedabad
Date : 25/05/2024

R.R.SECURITIES LIMITED

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2024 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE

Note : 1 : MATERIAL ACCOUNTING POLICY INFORMATION

(1) Corporate Information

R R Securities Limited is a public company domiciled in India with its Registered Office at 1 Rushil Bungalow, Sterling City, Bopal, Ahmedabad . The Company has been incorporated under the provisions of Companies Act applicable in India. The Company is primarily engaged in the business of Trading in Shares and Securities and Properties.

(2) Statement of Compliance with IND AS

These financial statements are prepared on going concern basis in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for financial instruments which are measured at fair values (Refer Note No.1.3(d)), as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under section 133 of Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

Accounting policies have been consistently applied except where a newly issued accounting standards is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hereto in use.

(3) Basis of Preparation of Financial Statements

a) METHOD OF ACCOUNTING:

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

b) REVENUE RECOGNITION

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

(i) SALES AND INCOME:

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

The Income of Interest is accounted on accrual basis.

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

(ii) PURCHASE AND EXPENSES:

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

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

c) FIXED ASSETS:

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

d) **DEPRECIATION:**

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

e) **INVESTMENTS:**

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

f) **INVENTORY:**

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

g) **RETIREMENT BENEFITS:**

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

h) **USE OF ESTIMATES :**

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

i) **BORROWING COSTS:**

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

j) **TAXATION :**

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

k) **DEFERED TAX**

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

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

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

J) **EARNING PER SHARE**

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

K) **FINANCIAL INSTRUMENTS**

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

NOTE 2: FINANCIAL ASSETS (Non current)

(a) Non Current Investments

(in Thousands)

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| | ₹ | ₹ |
| Non current Investments | | |
| (a) Investments in Mutual Funds | | |
| ICICI Prudential LIC Mutual Fund | 500.00 | 500.00 |
| ICICI Prudential Infrastructure Fund | 513.89 | - |
| ICICI Prudential Technology Fund | 683.60 | 892.71 |
| ICICI Prudential Nifty PSU Bond Plus SDL | 298.29 | 278.79 |
| Kotak Silver ETF Fund | 315.44 | - |
| PGIM India Diversified Equity Fund | 4,249.12 | 4,239.00 |
| Mirae Asset Flexi Cap Fund | 1,122.18 | 832.48 |
| Total | 7,682.52 | 6,742.99 |
| (-) Provision for diminution in the value of Investments | - | - |
| Total | 7,682.52 | 6,742.99 |

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| | ₹ | ₹ |
| Aggregate amount of quoted investments | 7,682.52 | 6,742.99 |
| Aggregate amount of unquoted investments | | |

| A Details of Non Current Investments | | | | | | |
|--------------------------------------|----------------------------------|---|-------------------|--------------------------|-----------------|-----------------|
| Sr. No. | Name of the Body Corporate | Subsidiary / Associate / JV/ Controlled Entity / Others | Quoted / Unquoted | Partly Paid / Fully paid | ₹ in Thousands | |
| | | | | | 31st March 2024 | 31st March 2023 |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) |
| (a) | Investment in Equity Instruments | | | | - | - |
| (b) | Investments in Mutual Funds | | | | | |
| | ICICI Prudential Saving Fund | OTHERS | QUOTED | - | 513.89 | - |
| | ICICI Prudential LIC Mutual | OTHERS | QUOTED | - | 500.00 | 500.00 |
| | ICICI Prudential Technology | OTHERS | QUOTED | - | 683.60 | 892.71 |
| | ICICI Prudential Nifty PSU Bond | OTHERS | QUOTED | - | 298.29 | 278.79 |
| | Edelweiss Maiden | OTHERS | QUOTED | - | 315.44 | - |
| | PGIM India Diversified Equity | OTHERS | QUOTED | - | 4,249.12 | 4,239.00 |
| | Mirae Asset Flexi Cap Fund | OTHERS | QUOTED | - | 1,122.18 | 832.48 |
| | Total | | | | 7,682.52 | 6,742.99 |

NOTE 2 (b): OTHER NON-CURRENT ASSETS

| Other Non- current Assets | As at 31 March 2024 | As at 31 March 2023 |
|---------------------------------------|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| MAT Credit Entitlement (Net of Taxes) | 465.86 | 482.17 |
| Total | 465.86 | 482.17 |

NOTE 3: INVENTORIES

| Inventories | As at 31 March 2024 | As at 31 March 2023 |
|---------------------|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| Shares & Securities | 509.63 | 509.63 |
| Land | 31,707.56 | 31,707.56 |
| Total | 32,217.19 | 32,217.19 |

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

NOTE 4 : FINANCIAL ASSETS (Current)

(a) TRADE RECEIVABLES

| Trade Receivables | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Other Receivables | - | - |
| (b) Outstanding for more than 6 months | - | - |
| Total | - | - |

(b) CASH AND CASH EQUIVALENTS

| Cash and cash equivalents | As at 31 March 2024 | As at 31 March 2023 |
|---|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Cash & Cash Equivalent | | |
| Balances with Banks | 35.99 | 19.28 |
| Cash On Hand | 1.70 | 13.38 |
| (b) Other Bank Deposits | | |
| Fixed Deposit(Maturity less than 12 months) | - | - |
| Total | 37.70 | 32.66 |

(c) LOANS AND ADVANCES

| Loans and advances | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Unsecured & Considered good Loans & Advances | 7,094.88 | 7,094.88 |
| Total | 7,094.88 | 7,094.88 |

NOTE 5: SHARE CAPITAL

Note 5.1 Equity Share Capital

| Share Capital | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---------------------|------------------|---------------------|------------------|
| | Number | ₹ | Number | ₹ |
| Authorised | | | | |
| Equity Shares of Rs 10 each | 31,00,000 | 31,000.00 | 31,00,000 | 31,000.00 |
| Issued, Subscribed & Paid up | | | | |
| Equity Shares of Rs. 10 each | 30,18,100 | 30,181.00 | 30,18,100 | 30,181.00 |
| Total | 30,18,100 | 30,181.00 | 30,18,100 | 30,181.00 |

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

| Particulars | Equity Shares | |
|---|---------------|-----------|
| | 2023-24 | 2022-23 |
| Shares outstanding at the beginning of the year | 30,18,100 | 30,18,100 |
| Shares Issued during the year | 0 | 0 |
| Shares bought back during the year | 0 | 0 |
| Shares outstanding at the end of the year | 30,18,100 | 30,18,100 |

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

| Name of Shareholder | As at 31 March 2024 | | As at 31 March 2023 | |
|--------------------------------|---------------------|--------------|---------------------|--------------|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Aakash Agro Industries Limited | 7,49,900 | 24.85% | 7,49,900 | 24.85% |

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

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

Note 5.6 Details of Share Holding of Promoter at the end of the Year

| Name of Promoter | As at 31 March 2024 | | % change during the year |
|-----------------------|---------------------|------------------|--------------------------|
| | No. of Shares held | % of Total Share | |
| Rajendra Babulal Shah | 20700 | 0.69 | NIL |
| Rita Rajendra Shah | 20200 | 0.67 | NIL |

NOTE 6: OTHER EQUITY

| Other Equity | As at 31 March 2024 | As at 31 March 2023 |
|---|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| Share Premium (As per last Balance Sheet) | - | - |
| Less : Transferred to Profit & Loss Account | - | - |
| General Reseve | 1,000.00 | 1,000.00 |
| Reserve u/s 45 - IC of Reserve Bank Of India Act, 1934 Transferred to Reserve u/s 45 - IC of RBI Act, 1934 | 968.44 | 968.44 |
| Fair Value through Other comprehensive Income Reserve | 506.87 | 506.87 |
| Profit & Loss Account | | |
| Opening balance | 12,309.83 | 12,517.02 |
| (+) Net Profit/(Net Loss) For the current year | 974.33 | (207.19) |
| (+) Transfer from Reserves | 0.00 | 0.00 |
| (-) Proposed Dividends | 0.00 | 0.00 |
| (-) Interim Dividends | 0.00 | 0.00 |
| (-) Transfer to Reserves u/s 45 IC | 0.00 | 0.00 |
| Closing Balance | 13,284.161 | 12,309.83 |
| Total | 15,759.47 | 14,785.14 |

NOTE 7: FINANCIAL LIABILITIES (NON CURRENT)

(a) BORROWINGS

| Borrowings | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Unsecured, considered good : From Related Parties | 1,375.20 | 1,430.37 |
| Total | 1,375.20 | 1,430.37 |

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

NOTE 8: FINANCIAL LIABILITIES (CURRENT)

(a) BORROWINGS

| Borrowings | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Unsecured, considered good : From Related Parties | 0.00 | 0.00 |
| Total | 0.00 | 0.00 |

(b) : TRADE PAYABLES

| Trade Payables | As at 31 March 2024 | As at 31 March 2023 |
|---------------------------------------|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Micro, Small & Medium Enterprises | | |
| (b) Others | | |
| Creditors for Goods & Expenses | 0.00 | 0.00 |
| Total | 0.00 | 0.00 |

| Particulars | Outstanding for following periods from due date of payment as at 31st March 2024 | | | | Total |
|---------------------------|--|-----------|-----------|-------------------|-------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | | | | | |
| (ii) Others | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| (iii) Disputed dues-MSME | | | | | |
| (iv) Disputed dues-Others | | | | | |

| Particulars | Outstanding for following periods from due date of payment as at 31st March 2023 | | | | Total |
|---------------------------|--|-----------|-----------|-------------------|-------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | | | | | |
| (ii) Others | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| (iii) Disputed dues-MSME | | | | | |
| (iv) Disputed dues-Others | | | | | |

Note 8.1 : Micro, Small and Medium Enterprises :

The Company has no amounts due to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2024. Hence, the disclosures, if any, relating to amounts unpaid as at the year end together with Interest paid/payable as required under the said Act have not been made.

(c) : OTHER FINANCIAL LIABILITIES

| Other Financial Liabilities | As at 31 March 2024 | As at 31 March 2023 |
|-----------------------------|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| Statutory Auditor's Payable | 37.80 | 37.80 |
| Other Payable | 9.98 | 0.00 |
| Total | 47.78 | 37.80 |

NOTE 9: OTHER CURRENT LIABILITIES

| Other Current Liabilities | As at 31 March 2024 | As at 31 March 2023 |
|-------------------------------------|---------------------|---------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Other payables (specify nature) | | |
| TDS Payable | 4.42 | 5.30 |
| Other Current Liabilities | 0.00 | 0.00 |
| Total | 4.42 | 5.30 |

NOTE 10: REVENUE FROM OPERATIONS

| <u>Revenue From Operations</u> | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|--------------------------------|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Sales | | |
| - Sales of Shares & Securities | - | - |
| Total | - | - |

NOTE 11: OTHER INCOME

| <u>Other Income</u> | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|---|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Rent Income | 0.00 | 140.50 |
| (b) Income from Mutual Fund Redemption | 395.19 | 341.39 |
| (c) Fair Value Gain of Current Investment | 1,247.01 | 0.00 |
| (D) Dividend Income | 0.83 | 0.00 |
| Total | 1,643.04 | 481.89 |

NOTE 12: CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

| <u>Particulars</u> | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|---|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (A) Inventories at the end of the year | | |
| (a) land | 31,707.56 | 31,707.56 |
| (b) Shares & Securities | 509.63 | 509.63 |
| | 32,217.19 | 32,217.19 |
| (B) Inventories at the beginning of the year | | |
| (a) land | 31,707.56 | 31,707.56 |
| (b) Shares & Securities | 509.63 | 509.63 |
| | 32,217.19 | 32,217.19 |
| Net (Increase)/Decrease | 0.00 | 0.00 |

NOTE 13: EMPLOYEES BENEFITS EXPENSE

| <u>Employee Benefits Expense</u> | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|----------------------------------|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Salaries and Wages | 0.00 | 0.00 |
| Total | 0.00 | 0.00 |

NOTE 14 : FINANCE COST

| <u>Finance Cost</u> | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|---------------------|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Bank Charges | 0.01 | 9.40 |
| Total | 0.01 | 9.40 |

NOTE 15: ADMINISTRATIVE, GENERAL & OPERATIONAL EXPENSES

| Particulars | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|---------------------------------------|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| Payment to Auditors : | | |
| (a) Statutory Audit fees | 41.30 | 41.30 |
| Advertisement Expense | 0.00 | 7.67 |
| Interest on Late payment of TDS | 2.35 | 0.86 |
| Legal & Professional Charges | 115.00 | 115.00 |
| Listing Fees | 383.50 | 354.00 |
| Office Expenses | 18.18 | 14.18 |
| Rent Expense | 0.00 | 29.00 |
| Share Registration Fees | 91.99 | 81.32 |
| Fair Value Loss of Current Investment | 0.00 | 882.24 |
| Total | 652.31 | 1,525.56 |

NOTE 16 : Exceptional & Extraordinary items

| Finance Cost | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|---------------------------------------|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| (a) Exceptional & Extraordinary items | 0.00 | 580.50 |
| Total | 0.00 | 580.50 |

NOTE 17 : DEFFERED TAX

| Particulars | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|---|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| Deferred Tax Assets/Liabilities: | | |
| On Account of Difference on Book and Income tax Block of Asset | - | - |
| Deferred Tax Liability: | | |
| On Account of Disallowance under IT Act | - | - |
| Net Deferred Tax Liability (Charged to P&L Account): | - | - |

NOTE 18 : CALCULATION OF EARNINGS PER EQUITY SHARE [EPS]

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

| PARTICULARS | For the year ended 31 March 2024 | For the year ended 31 March 2023 |
|--|-------------------------------------|-------------------------------------|
| | ₹ in Thousands | ₹ in Thousands |
| Deferred Tax Assets: | | |
| Profit after tax attributable to Shareholders | 974.33 | (207.19) |
| Basic and weighted average number of Equity shares outstanding during the year | 3,018.10 | 3,018.10 |
| Nominal value of equity share | 10 | 10 |
| Basic EPS | 0.32 | (0.07) |
| Diluted EPS | 0.32 | (0.07) |

NOTE 19 : SEGMENT REPORTING

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

NOTE 20 : PAYMENT TO AUDITORS

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

NOTE 21 : VALUATION OF CLOSING STOCK

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

Note 22 : CONTINGENT LIABILITY :

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

NOTE 23 : FOREIGN CURRENCY TRANSACTION

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

NOTE 24 : REMUNERATION TO DIRECTORS

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

NOTE 25 : BALANCE CONFIRMATION

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

NOTE 26 : Cash Flow statement is prepared in accordance with the Indian Accounting Standard 7

NOTE 27 : RELATED PARTY DISCLOSURE

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

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

| Nature of Transaction | Enterprises where key managerial personnel (KMP) exercise significant influence | Key Management Person | Relatives of Key management Personnel |
|--|---|-----------------------|---------------------------------------|
| (a) Loans taken during the year | | | |
| -Rajendra Shah | | 644.832 (559.57) | - |
| -Rita Shah | - | - | - |
| -Rajendra Shah HUF | - | - | - |
| (b) Repayment of loans taken | | | |
| -Rajendra Shah | | 700.00 (0.00) | - |
| - Rita Shah | - | - | - |
| -Rajendra Shah HUF | - | - | - |
| (c) Expenditure | | | |
| - | | | |

(Previous Year figures are mentioned in brackets)

NOTE 28 : PREVIOUS YEAR FIGURES

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

Note 29: Additional regulatory information

(a) Ratios

| Ratios | Numerrator | Denominator | As at March 31,2024 | As at March 31,2023 | Variance in % | Reason for Variation |
|-----------------------------------|--|------------------------------|---------------------|---------------------|---------------|---|
| A.Current Ratio | Current assets | Current liabilities | 753.73 | 912.87 | (17.43) | - |
| B.Debt-equity ratio | Total debt | Shareholders' equity | 0.03 | 0.03 | (5.90) | - |
| C.Debt services coverage ratio | Earnings available for debt services | Debt services | 0.00 | 0.00 | 0.00 | - |
| D.Return on equity ratio | Net Profit after taxes less preference dividend (if any) | Average Shareholders' equity | 2.14 | (0.46) | (566.30) | Due to increase in Fair Value of Equity Oriented Mutual Funds |
| E.Inventory turnover ratio | Cost of goods sold or sales | Average inventory | 0.00 | 0.00 | 0.00 | - |
| F.Trade receivable turnover ratio | Net Credit Sales | Average trade receivables | 0.00 | 0.00 | 0.00 | - |
| G.Trade Payables turnover ratio | Net credit purchases | Average trade payables | 0.00 | 0.00 | 0.00 | - |
| H.Net capital turnover ratio | Net sales | Average working capital | 0.00 | 0.00 | 0.00 | - |
| I.Net profit ratio | Net Profit after taxes | Net sales | 0.00 | 0.00 | 0.00 | - |
| J.Return on capital employed | Earning before interest and taxes | Capital employed | 2.09 | (1.02) | (305.58) | Due to increase in Fair Value of Equity Oriented Mutual Funds |
| K.Return on Investment | Income from investments | Cost of investment | 21.38 | 5.06 | 322.20 | Due to increase in Fair Value of Equity Oriented Mutual Funds |

(b) Particulars relating to Corporate Social Responsibility :- Not Applicable

(c) Particulars of transaction with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 :- Not Applicable

(d) Details of Benami Property held :- Not Applicable

(e) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(f) The Company has not revalued its Properties, Plant and Equipment during the year under consideration.

(g) The Company has not granted any Loan or advance in nature of loan to Promoter, Director, KMPs and related parties

(h) Title deeds of immovable property not held in the name of company :- There are no property which is not held in the name of the Company.

(i) The company doesn't have any undisclosed Income.

(j) Compliance with number of layers of companies :- There are no investment held by the company

(k) Compliance with approved scheme of arrangement :- Not Applicable

(l) Utilization of Borrowed funds and Share Premium :-

(a) During the year, no funds have been advanced or loaned or invested by the company to or in any other persons or entities, including foreign entities, with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) During the year, no funds have been received by the company, from any persons or entities, including foreign entities, with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(m) (a)The Company do not have any charges or satisfaction which is yet to be registered with ROC.

(b) The Company has not been declared wilful defaulter by any Bank or any financial institution.

(n) The Company doesn't have any Capital Work In Progress and hence details are not applicable.

(o) The The Company doesn't have any Intangible Assets under development and hence details are not applicable.

For S D P M & Co.
Chartered Accountants
FRN : 126741W

sd/-
Walay Pandit
Partner
Membership No. 046482

Place: Ahmedabad
Date : 25/05/2024

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

Rajendra B. Shah
(Rajendra B. Shah)
Chairman
(00394384)

M. Soni
(Mahendra Soni)
Company Secretary
FCS : 3076
Place: Ahmedabad
Date : 25/05/2024

Shal R R
(Rita R. Shah)
Managing Director
(00394290)

Rajendra R. Shah
(Rajendra R. Shah)
CFO
PAN : BFZP59041C

ATTENDANCE SHEET

I Shri / Smt.....of Being a member / proxy /
Authorized Representative for and on behalf of M/s. _____ a
Shareholder of R R SECURITIES LIMITED do hereby record my presence at the 31ST Annual General
Meeting of the member of the Company to be held on Thursday the 26TH September, 2024 at 11.00
A.M. at The President Hotel, Opp. Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad 380
009 Gujarat India.

| | |
|------------------------|--|
| FOLOI NO / CLIENT I.D. | |
| D.P. ID. | |
| D.P. NAME. | |
| NAME OF SHAREHOLDER | |
| NUMBER OF SHARE HELD | |
| TYPE OF SHARES HELD | |

Date:

Place:

(Signature of the Member/ Proxy attending the Meeting)

Notes:

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue. For route map of the meeting venue, please see route map given in this report.

Form No. MGT- 11

[PROXY FORM]

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

| | |
|------------------------|--|
| FOLOI NO / CLIENT I.D. | |
| D.P. ID. | |
| D.P. NAME. | |
| NAME OF SHAREHOLDER | |
| NUMBER OF SHARE HELD | |
| TYPE OF SHARES HELD | |
| REGISTERED ADDRESS. | |
| | |
| | |
| E.Mail Address. | |

I/We being a member/ Shareholder of R R SECURITIES LIMITED, holdingShares in the Company do hereby appointed

| Sr.No. | Name, Address and E.Mail ID. | Specimen Signature. |
|--------|------------------------------|---------------------|
| | | |
| | | |
| | | |

OR FAILING HIM.

| Sr.No. | Name, Address and E.Mail ID. | Specimen Signature. |
|--------|------------------------------|---------------------|
| | | |
| | | |

| | | |
|--|--|--|
| | | |
|--|--|--|

OR FAILING HIM

| Sr.No. | Name, Address and E.Mail ID. | Specimen Signature. |
|--------|------------------------------|---------------------|
| | | |
| | | |
| | | |

to remain present at the 31st Annual General Meeting of the Company to be held on Thursday the 26th September, 2024 at 11.00 A.M. at The President Hotel, Opp. Municipal Market, Off C.G. Road, Navrangpura, Ahmedabad 380 009 Gujarat India or at any adjournment thereof and to vote for and on my behalf if poll is granted in respect of the Resolutions as are indicated below.

| Sr.No. | Description of Business/ Resolution | Type of Resolution. |
|--------|--|----------------------|
| (1) | Adoption of the Audited Annual Report/ Financial Statement for the financial Year ended on 31/03/2024 | Ordinary Resolution. |
| (2) | To Appoint a Director in place of Mr. Rajendra Babulal Shah (DIN: 00394384) who retires by rotation and being eligible offers himself for reappointment. | Ordinary Resolution. |
| (3) | The Appointment of M/s. S D P M & Co., Chartered Accountants, Firm Registration Number: 126741W done for 5 financial years up to 31/03/2025 be and is hereby ratified and confirmed for the next financial year 2024-25 as the statutory auditor of the company and Mr. Rajendra Babulal Shah Chairman And Director is authorized to fix their remuneration and they are authorized to hold the office as statutory auditors from the date of conclusion of this 31st Annual General Meeting up to the date of conclusion of 32nd Annual General Meeting to be held for the financial year ending on 31/03/2025 be and is hereby ratified and confirmed. | Ordinary Resolution. |

Date :
Place :

Affix Rs.1/-
revenue

Stamp

(Signature of the member appointing a proxy)

Proxy form duly stamped, signed and completed in all respect should be deposited 48 hours before the time fixed for the meeting at the registered office of the company.

Note:

1. This form of proxy in order to be effective should be duly stamped, completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. Those Members who have multiple folios with different joint holders may use copies of this Attendance Slip/Proxy.
3. Proxy need not be a member of the Company.
4. A person can act as Proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent of total share capital of the Company. Members holding more than ten percent of total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other member.

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: R R SECURITIES LIMITED

Registered Office: 1, Rushil Bungalow, Sterling City, Village: Bopal (CT), Taluka: Dascroi, District:
Ahmedabad: 380 058, Gujarat State, India.

CIN: L67910GJ1993PLC020169

NO. OF AGM: 31ST ANNUAL GENERAL MEETING

DATE: 26TH SEPTEMBER, 2024

DAY: THURSDAY

PLACE OF AGM: THE PRESIDENT - A BOUTIQUE HOTEL Opp- Municipal Market, Off C.G. Road,
Navrangpura, Ahmedabad, Gujarat- 380009.

TIME: 11.00 A.M.

BALLOTPAPER

| Sr. No. | Particulars | Details |
|---------|--|---------|
| 1 | Name of the first named Shareholder (In Block Letters) | |
| 2 | Postal address | |
| 3 | Registered Folio No. / *Client ID No. (*applicable to investors holding shares in dematerialized form (8 DIGIT DPID and 8 Digit Client ID to be mentioned) | |
| 4 | Class of Share | Equity |
| 5. | Number of Shares held as on date of AGM. | |

I hereby exercise my vote in respect of Resolutions enumerated below which are proposed to be passed as ORDINARY / SPECIAL RESOLUTION by recording my assent or dissent to the said resolutions in the following manner:

| No. | Item No. | No. of Shares held by me/us | I assent to the resolution | I dissent from the resolution |
|-----|--|-----------------------------|----------------------------|-------------------------------|
| 1 | To receive, consider and adopt the financial statements of the Company including the Audited Balance Sheet as on March 31, 2024, the Statement of Profit and Loss and the Cash flow statement for the year ended on that date and the Reports of the Board of Directors and the Auditors of the Company. TO BE PASSED AS AN ORDINARY RESOLUTION. | | | |
| 2 | To Re-Appoint Mr. Rajendrabhai Babulal Shah (DIN: 00394384), who retires by rotation and being eligible, offers himself for re-appointment. TO BE PASSED AS AN ORDINARY RESOLUTION. | | | |
| 3 | The Appointment of M/s. S D P M & Co., Chartered Accountants, Firm Registration Number: 126741W done for 5 financial years up to 31/03/2025 be and is hereby ratified and confirmed for the next financial year 2024-25 as the statutory auditor of the company and Mr. Rajendra Babulal Shah Chairman And Director is authorized to fix their remuneration and they are authorized to hold the office as statutory auditors from the date of conclusion of this 31st Annual General Meeting up to the date of conclusion of 32nd Annual General Meeting to be held for the financial year ending on 31/03/2025 be and is hereby ratified and confirmed. TO BE PASSED AS AN ORDINARY RESOLUTION. | | | |

Place: Ahmedabad
Date: 26/09/2024

(Signature of Shareholder/ Proxy)