

R. K. WIRE PRODUCTS LIMITED



37TH ANNUAL REPORT

2019 – 2020

BOARD OF DIRECTORS

Shri Binod Kumar Bagaria	Managing Director
Shri Chetan Kumar Bagaria	Director Cum CFO
Shri Ajay Kumar Bagaria	Executive Director
Shri. Sanjeev Kumar Shukla	Independent Director
Shri Om Prakash Agarwala	Independent Director
Smt. Mila Das	Independent Director

AUDITORS

M/s. MANDAWEWALA & Co.
Chartered Accountants

COMPLIANCE OFFICER

Shri Tarak Roy

REGD. OFFICE

Unit No. 1507, 15th Floor, Tower 1, PS. Srijan Corporate Park
Block EP & GP, Sector V, Salt Lake Kolkata Kolkata - 700 091
Tel No.: (033) 2258 0042, Telefax: (033) 2258 0014
E-mail: info@rkwire.com; Website: www.rkwire.com

CIN

L17233WB1983PLC036948

ISIN

INE424E01016

SCRIP CODE AT CSE

028057

NOTICE

NOTICE is hereby given that the 37th Annual General Meeting of the Members of the R K Wire Products Limited will be held at Unit No. 1507, 15th Floor, Tower 1, PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake, Kolkata - 700091 on Thursday, the 31st day of December, 2020 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with Reports of the Board of Directors' and Auditor's thereon
2. To appoint a Director in place of Mr. Ajay Kumar Bagaria (DIN - 02279537), who retires by rotation and being eligible offers himself for re-appointment.

AS SPECIAL BUSINESS:

3. **Regularisation of the Appointment of Mr. Sanjeev Kumar Sukhla as a Non-Executive Independent Director of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and read with Schedule IV and all other applicable provisions, if any of the Companies Act, 2013 (‘the Act’) and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sanjeev Kumar Sukhla (DIN - 07395153), who was appointed as an Additional Independent Director by the Board with effect from 16th March, 2020 in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting of the Company, who has submitted declaration that he meet the criteria for Independence as provided in section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and being eligible for appointment, and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Independent Director in non-executive category of the Company to hold office with effect from 16th March, 2020 to 15th March, 2025 and whose office shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

4. **Regularisation of the Appointment of Mrs. Mila Das as a Non-Executive Independent Woman Director of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and read with Schedule IV and all other applicable provisions, if any of the Companies Act, 2013 (‘the Act’) and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Mila Das (DIN -08585349), who was appointed as an Additional Independent Director by the Board with effect from 16th March, 2020 in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting of the

Company, who has submitted declaration that she meet the criteria for Independence as provided in section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and being eligible for appointment, and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Independent Woman Director in non-executive category of the Company to hold office with effect from 16th March, 2020 to 15th March, 2025 and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

5. To re-appoint Mr. Binod Kumar Bagaria (DIN: 00484802) as Managing Director:

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013(‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force) and the Articles of Association of the Company and subject to such other approvals as may be necessary and based on the recommendation of the Nomination and Remuneration Committee and the Board, the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Binod Kumar Bagaria (DIN: 00484802) as the Managing Director of the Company, for a period of 3 (three) years with effect from 14th August, 2020 on such terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Board of Directors (which includes Nomination and Remuneration Committee) be and is hereby authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be which may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) without any further reference to the Shareholders of the Company in the General Meeting.

RESOLVED FURTHER THAT any of the Directors or the Key Managerial Personnel of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of Directors to give full effect to the foregoing resolution.”

6. To re-appoint Mr. Ajay Kumar Bagaria as Executive Director (DIN-02279527):

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

“RESOLVED THAT in supersession of all earlier resolution and pursuant to the provisions of Section 196, 197 and 203 all other applicable provisions, of the Companies Act, 2013, (“the Act”) read with Schedule V to the said Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof, for time being in force and as per the Articles of Association of the Company and subject to such other approval(s) or sanction(s) as may be required and based on the recommendation of the Nomination and Remuneration Committee and the Board, consent of the Company be and is hereby accorded for the

reappointment of Mr. Ajay Kumar Bagaria (DIN-02279527) as an Executive Director of the Company for a period of 3 (three) years with effect from 1st April, 2020 on such terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Board of Directors (which includes Nomination and Remuneration Committee) be and is hereby authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be which may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) without any further reference to the Shareholders of the Company in the General Meeting.

RESOLVED FURTHER THAT any of the Directors or the Key Managerial Personnel of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of Directors to give full effect to the foregoing resolution.”

7. To re-appoint Mr. Chetan Bagaria (DIN-01226808) as Executive Director and Chief Financial officer:

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

“**RESOLVED THAT** in supersession of all earlier resolution and pursuant to the provisions of Section 196, 197 and 203 all other applicable provisions, of the Companies Act, 2013, (“the Act”) read with Schedule V to the said Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof, for time being in force and as per the Articles of Association of the Company and subject to such other approval(s) or sanction(s) as may be required and based on the recommendation of the Nomination and Remuneration Committee and the Board, consent of the Company be and is hereby accorded for the re-appointment of Mr. Chetan Bagaria (DIN-01226808) as “Executive Director and Chief Financial Officer” of the Company for a period of 3 (three) years with effect from 14th August, 2020 on such terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Board of Directors (which includes Nomination and Remuneration Committee) be and is hereby authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be which may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) without any further reference to the Shareholders of the Company in the General Meeting.

RESOLVED FURTHER THAT any of the Directors or the Key Managerial Personnel of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of Directors to give full effect to the foregoing resolution.”

Ajay Kumar Bagaria
Director (DIN-02279537)

Registered Office:

Unit No. 1507, 15th Floor, Tower 1,
PS. Srijan Corporate Park, Block EP & GP,
Sector V, Salt Lake, Kolkata - 700091
Date: 24th November, 2020

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- Proxies in order to be effective, must be received by the Company, duly filled, stamped and signed, at its Registered Office not less than 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
- Corporate members intending to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- The Register of Members and Share Transfer books of the Company shall remain closed from 24th December, 2020 to 30th December, 2020 (both days inclusive).
- Members/proxies/authorized representatives are requested to bring the duly filled attendance slip to attend the Annual General Meeting along with their copy of Annual Report.
- In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
- Members who are holding shares in the demat form are requested to bring their Depository ID Number and Client ID Number to facilitate easier identification for attendance at the meeting.
- As per the Article of Association of the Company, no member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid in full.
- Securities and Exchange Board of India has mandated that securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019. Accordingly the Company has stopped accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization.
- Members desirous of asking any questions at the Annual General Meeting and desiring any information as regards the Accounts are requested to write to the Company at least ten days before the date of Annual General Meeting so as to

enable the Management to keep the information ready.

12. Keeping in view the “Green Initiative in Corporate Governance” of Ministry of Corporate Affairs and in continuation to the practice adopted in previous years, the Company proposes to continue to send notices / documents including annual reports, etc. to the members in electronic form. Members who have still not registered their email addresses are requested to register their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company’s Registrar and Share Transfer Agents, Niche Technologies Private Limited, 3A, Auckland Place, 7th Floor, room No. 7A & 7B, Kolkata – 700 017. Further, the documents served through email are available on the Company’s website www.rkwire.com.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank particulars by every participant in the securities market. Shareholders holding shares in electronic form are therefore requested to submit their PAN and Bank details to their Depository Participant and shareholders holding shares in physical form are requested to submit their PAN and Bank details to the Company’s Registrar and Share Transfer Agents, Niche Technologies Private Limited, 3A, Auckland Place, 7th Floor, room No. 7A & 7B, Kolkata – 700 017. Those shareholders who has already updated/provided the above said details need not require sending the same again.
14. The Financial Statements of the Company for the financial year ended 31st March 2020 and reports of the Board of Directors and the Auditors’ Report thereon and all other documents required by law to be annexed or attached to the Financial Statements shall be available for inspection at the Registered Office of the Company on all working days during business hours between 11.00 a.m. and 2.00 p.m. up to the date of ensuing date of Annual General Meeting.
15. **Voting Through Electronic Means**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, 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 Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 37th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL).
 - II. 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. 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.
 - III. The process and manner for remote e-voting are as under:
 - i. The remote e-voting period commences on 27th December, 2020 at (11.00 A.M) and ends on 29th December, 2020 at (5.00 P.M). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd December, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - ii. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
 - iii. Click on “Shareholders” tab.
 - iv. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - v. Next enter the Image Verification as displayed and Click on Login.
 - vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of

any company, then your existing password is to be used.

vii. However, if you are a first time user, please follow the steps given below:

PAN	<p>For Members holding shares in Demat Form and Physical Form</p> <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number in the PAN field which is printed on the address sticker.
Dividend Bank details or Date of Birth (DOB)	<p>Enter the dividend bank details or date of birth (in dd/mm/yyyy) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the Company/ Depository Participant, please enter the DP ID and Client ID/ Folio No. in the dividend bank details field as mentioned in instruction (iv).

viii. After entering these details appropriately, click on “SUBMIT” tab.

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

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

xi. Click on the EVSN for the relevant Company Name i.e. “R K WIRE PRODUCTS LIMITED.” on which you choose to vote.

xii. 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.

xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

xiv. 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.

xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xvi. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

xvii. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xviii. Members can also cast their vote using CDSL’s mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store, Apple Store and Windows Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xix. Note for Non-Individual Shareholders and Custodians:

i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

iii. After receiving the login details, User would be able to link the account(s) for which they wish to vote on.

- iv. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - v. 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.
- xx. 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 or contact them at 1800 200 5533.

16. General Guidelines for shareholders

- i. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies), who are authorized to vote, to the Company by e-mail to fin.jrd@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.
 - ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evotingindia.com to reset the password.
 - iii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section www.evotingindia.com or send a request at helpdesk.evoting@cdslindia.com.
 - iv. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Wednesday, 23rd December, 2020.
17. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Wednesday, 23rd December, 2020, may obtain the login Id and password by sending a request at helpdesk.evoting@cdslindia.com
18. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/ Password” option available on www.evotingindia.com or contact CDSL at helpdesk.evoting@cdslindia.com.
19. The Company has appointed CS Sankar Kumar Patnaik, Practicing Company Secretary (Membership No. 5699; CP No: 7117), to act as the Scrutinizer for conducting the remote e-voting process as well as the voting at the AGM, in a fair and transparent manner.
20. The Chairman shall, at the 37th Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
21. The Scrutinizer shall, after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
22. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.jrdfinance.com and on the website of CDSL www.cdslindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Metropolitan Stock exchange of India Limited, Mumbai, where the shares of the Company are listed.
23. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013, will be available for inspection at the Annual General Meeting.
24. Details of Directors seeking appointment/re-appointment at the Annual General Meeting as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name of the Director	Sanjeev Kumar Shukla
Date of Birth	27.11.1966
Date of Appointment	16.03.2020
Qualification	Company Secretary
Expertise in Specific Functional areas	He is having a vast experience in corporate laws, finance and accounts.
Directorship held in listed Companies	NIL
Committee Membership in other Listed Companies	NIL
Shareholding in the Company	NIL

Name of the Director	Mila Das
Date of Birth	13.06.1975
Date of Appointment	16.03.2020
Qualification	Graduate
Expertise in Specific Functional areas	She is a graduate with experience in management and administration.
Directorship held in listed Companies	NIL
Committee Membership in other Listed Companies	NIL
Shareholding in the Company	NIL

Name of the Director	Mr. Binod Kumar Bagaria
Date of Birth	07.11.1953
Date of Appointment	14.08.2020
Qualification	Graduate
Expertise in Specific Functional areas	Shri Binod Kumar Bagaria is a Commerce graduate. He has been serving the Company as a member of the Board of Directors since 2nd March, 1994 and has vast knowledge with rich experience in the field of finance, manufacturing, production and processing of Wire and Wire products.
Directorship held in listed Companies	NIL
Committee Membership in other Listed Companies	NIL
Shareholding in the Company	98630

Name of the Director	Mr. Ajay Kumar Bagaria
Date of Birth	16.11.1962
Date of Appointment	01.04.2020
Qualification	Bachelor's degree in Technology
Expertise in Specific Functional areas	Shri Ajay Kumar Bagaria holds a Bachelor's degree in Technology. He has been serving the Company as a member of the Board of Directors since 9th January, 1990 and has vast knowledge, expertise & rich experience in the field of technology and taxation.
Directorship held in listed Companies	NIL
Committee Membership in other Listed Companies	NIL
Shareholding in the Company	130580

Name of the Director	Mr. Chetan Bagaria
Date of Birth	15.07.1979
Date of Appointment	01.04.2020
Qualification	Graduate of commerce
Expertise in Specific Functional areas	He has been serving the Company as a member of the Board of Directors since 9th June, 2010 and has vast knowledge & rich experience in marketing & finance.
Directorship held in listed Companies	NIL
Committee Membership in other Listed Companies	NIL
Shareholding in the Company	34500

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 OF THE COMPANIES ACT, 2013

Item No. 3: Regularisation of Appointment of Mr. Sanjeev Kumar Sukhla (DIN - 07395153) as a Non-Executive and Independent director of the Company.

The Board of Directors of the Company at their meeting held on 16th March, 2020, appointed Mr. Sanjeev Kumar Sukhla (DIN-07395153) as an additional Director of the Company in Independent category pursuant to section 161 of the Companies Act, 2013. Mr. Sanjeev Kumar Sukhla will hold office up to the date of ensuing Annual General Meeting. The Company has received notice in writing under the provision of Section 160 of Companies Act, 2013, proposing the candidature of Mr. Sanjeev Kumar Sukhla for the office of director in Independent category. A brief profile and other details of Mr. Mr. Sanjeev Kumar Sukhla (DIN - 07395153) are given in point no. 24 to this notice.

The Company has received the consent from Mr. Sanjeev Kumar Sukhla (DIN - 07395153) to act as the Director and intimation in DIR 8 in terms of Companies (Appointment & Qualification Of Directors) Rule 2014, to the effect that he is not disqualified under subsection (2) of section 164 of companies Act,2013 and a declaration to the effect that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He, along with his relatives does not hold any shares in the Company.

The Board considers that his association is in the interest of the Company and it is desirable to avail services of Mr. Sanjeev Kumar Sukhla as a Non-Executive Independent Director. The Resolution seeks the approval of members of the Company for the appointment of Mr. Sanjeev Kumar Sukhla (DIN - 07395153) as an Independent Director of the Company for a term of consecutive 5 years from 16th March, 2020 to 15thMarch, 2025 pursuant to Section 149 of the Companies Act, 2013 and the Rules made thereunder and he shall not be liable to retire by rotation.

The Board recommends the resolution as set out in the Notice as Item No. 3 for the approval of the Shareholders of the Company as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested financially or otherwise in this Resolution except Mr. Mr. Sanjeev Kumar Sukhla.

Items No. 4: Regularisation of Appointment of Mrs. Mila Das as a Non-Executive and Independent woman director of the Company.

The Board of Directors of the Company at their meeting held on 16th March, 2020, appointed Mrs. Mila Das (DIN - 08585349) as an additional Woman Director of the Company in Independent Category pursuant to section 161 of the Companies Act, 2013. Mrs. Mila Das will hold office up to the date of ensuing Annual General Meeting. The Company has received notice in writing under the provision of Section 160 of Companies

Act, 2013, proposing the candidature of Mrs. Mila Das for the office of director in Independent category. A brief profile and other details of Mrs. Mila Das (DIN -08585349) are given in point no. 24 to this notice.

The Company has received the consent from Mrs. Mila Das (DIN -08585349) to act as the Woman Director and intimation in DIR 8 in terms of Companies (Appointment & Qualification Of Directors) Rule 2014, to the effect that she is not disqualified under subsection (2) of section 164 of companies Act,2013 and a declaration to the effect that she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16

(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She along with her relatives does not hold any shares in the Company.

The Board considers that her association is in the interest of the Company and it is desirable to avail services of Mrs. Mila Das as a Non-Executive Independent woman Director. The Resolution seeks the approval of members of the Company for the appointment of Mrs. Mila Das (DIN -08585349) as an Independent woman Director of the Company for a term of consecutive 5 years from 16th March, 2020 to 15th March, 2025 pursuant to Section 149 of the Companies Act, 2013 and the Rules made thereunder and she shall not be liable to retire by rotation.

The Board recommends the resolution as set out in the Notice as Item No. 4 for the approval of the Shareholders of the Company as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested financially or otherwise in this Resolution except Mrs. Mila Das.

Items No. 5: To re-appoint Mr. Binod Kumar Bagaria (DIN: 00484802) as Managing Director.

The Shareholders of the Company at the 34th Annual General Meeting held on 18th September, 2017 had approved the appointment of Mr. Binod Kumar Bagaria as the Managing Director for a period of 3 years effective 14th August, 2017, along with other terms & conditions of appointment, including payment of remuneration. His current term of appointment as the Managing Director of the Company expires on 13.08.2020.

Based on the performance evaluation of the Managing Director, considering his knowledge of various aspects relating to the Company's affairs and long business experience, given the background and contribution made by his during his tenure and for smooth and efficient running of the business and as per the recommendation of the Nomination and Remuneration Committee, the Board considers that the continued association of Mr. Binod Kumar Bagaria would be beneficial to the Company. It is desirable to continue to avail his services as the Managing Director for a further period of 3 (three) years with effect from 14th August, 2020 to 13th August, 2023.

The remuneration payable to Mr. Binod Kumar Bagaria as the Managing Director,

shall be as follows: SALARY: Basic Salary of Rs. 28,00,000/- p.a.

BONUS & LEAVE PAY: As per the rules of the Company. PERQUISITES: As per the rules of the Company.

MEDICAL REIMBURSEMENT: Reimbursement of actual medical expenses incurred for self and family. LEAVE TRAVEL ALLOWANCE: As per the rules of the Company.

PERFORMANCE LINKED INCENTIVE: As per the rules of the Company.

PERSONAL LIFE AND MEDICLAIM INSURANCE: As per the rules of the Company.

CAR & TELEPHONE: Company car with chauffer for official use. Reimbursement of actual telephone expenses(including residential connection).

OTHER ALLOWANCES: As per the rules of the Company.

However the Board of Directors (which includes Nomination and Remuneration Committee) authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be which may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) without any further reference to the Shareholders of the Company.

Accordingly, it is proposed to re-appoint Mr. Bagaria as the Managing Director of the Company, liable to retire by rotation and to hold office for a further period of 3 (three) years on the Board of the Company with effect from 14th August, 2020 to 13th August, 2023.

The Board recommends the resolution as set out in the Notice as Item No. 5 for the approval of the Shareholders of the Company as a special resolution.

None of the Directors or Key Managerial Personnel or their relatives, except Mr. Ajay Kumar Bagaria, Mr, Chetan Bagaria and Mr. Binod Kumar Bagaria and their relatives are in any way concerned or interested in the proposed resolution as set out in the Notice.

Items No. 6: Re-appoint Mr. Ajay Kumar Bagaria as Executive Director (DIN-02279527):

Mr. Ajay Kumar Bagaria has been serving the company as a director since 9th January, 1990 and thereafter appointed as an executive director of the Company at a remuneration of Rs. 42,00,000/- per annum.

Mr. Ajay Kumar Bagaria has played a major role in leading the achievements of the Company as an Executive Director in the past few years and has regularly managed and supervised various operations including sales, purchases, supply chains, manufacturing,

resourcing and distribution. He has devoted his skills on multiple functional areas. With his strong leadership skills.

Considering his expertise and enriched knowledge of the industry and his huge experience in the field of technology and taxation, the Company, intends to utilise his experience to elevate its growth opportunities and also to further streamline its operations and to broaden the Board structure. Therefore, the Board of Directors at its meeting held on 16th March, 2020, based on the recommendation of Nomination and Remuneration Committee and subject to the approval of members, had approved the re-appointment of Shri Ajay Kumar Bagaria as an Executive Director of the Company for a period of 3 years with effect from 1st April, 2020 as per the terms of remuneration mentioned hereunder.

The remuneration payable to Mr. Ajay Kumar Bagaria as the Executive

Director, shall be as follows: SALARY: Basic Salary of Rs. 42,00,000/-

p.a.

BONUS & LEAVE PAY: As per the rules of the Company.

PERQUISITES: As per the rules of the Company.

MEDICAL REIMBURSEMENT: Reimbursement of actual medical expenses incurred for self and family.

LEAVE TRAVEL ALLOWANCE: As per the rules of the Company.

PERFORMANCE LINKED INCENTIVE: As per the rules of the Company.

PERSONAL LIFE AND MEDICLAIM INSURANCE: As per the rules of the Company.

CAR & TELEPHONE: Company car with chauffer for official use. Reimbursement of actual telephone expenses (including residential connection).

OTHER ALLOWANCES: As per the rules of the Company.

However the Board of Directors (which includes Nomination and Remuneration Committee) shall be authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be which may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) without any further reference to the Shareholders of the Company.

The Board recommends the resolution as set out in the Notice as Item No. 6 for the approval of the Shareholders of the Company as a special resolution.

None of the Directors or Key Managerial Personnel or their relatives, except Mr. Ajay Kumar Bagaria, Mr, Chetan Bagaria, Mr. Binod Kumar Bagaria and their relatives are in any way concerned or interested in the proposed resolution as set out in the Notice.

Items No. 7: Re-appointment of Mr. Chetan Bagaria (DIN-01226808) as Executive Director and Chief Financial officer:

Mr. Chetan Bagaria, was appointed as a director of the Company w.e.f. 05.11.2008 and thereafter appointed as Chief Financial Officer (CFO) and executive director of the Company w.e.f. 14.08.2014 of the Company with a remuneration of Rs. 42,00,000/- per annum.

Based on the performance evaluation of Mr. Chetan Bagaria and considering his knowledge of various aspects relating to the Company's affairs and long business experience, given the background and contribution made by his during his tenure and for smooth and efficient running of the business and as per the recommendation of the Nomination and Remuneration Committee, the Board considers that the continued association of Mr. Chetan Bagaria would be beneficial to the Company. It is desirable to continue to avail his services as Executive Director and Chief Financial officer for a further period of 3 (three) years with effect from 14th August, 2020 to 13th August, 2023.

The remuneration payable to Mr. Chetan Bagaria as the Executive

Director, shall be as follows: SALARY: Basic Salary of Rs.

42,00,000/- p.a.

BONUS & LEAVE PAY: As per the rules of the Company.

PERQUISITES: As per the rules of the Company.

MEDICAL REIMBURSEMENT: Reimbursement of actual medical expenses incurred for self and family.

LEAVE TRAVEL ALLOWANCE: As per the rules of the Company.

PERFORMANCE LINKED INCENTIVE: As per the rules of the Company.

PERSONAL LIFE AND MEDICLAIM INSURANCE: As per the rules of the Company.

CAR & TELEPHONE: Company car with chauffer for official use. Reimbursement of actual telephone expenses (including residential connection).

OTHER ALLOWANCES: As per the rules of the Company.

However the Board of Directors (which includes Nomination and Remuneration Committee) authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation

or increase, as the case may be which may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) without any further reference to the Shareholders of the Company.

Accordingly, it is proposed to increase re-appoint Mr. Chetan Bagaria as Executive Director and Chief Financial officer of the Company, liable to retire by rotation and to hold office for a further period of 3 (three) years on the Board of the Company with effect from 14th August, 2020 to 13th August, 2023.

In the event of absence or inadequacy of profits in any financial year during the tenure of the Managing Director, salary and perquisites subject to the limits stipulated under Schedule V read with Sections 196 and 197 of the Companies Act, 2013, are payable.

The Board recommends the resolution as set out in the Notice for the approval of the Shareholders of the Company as a special resolution.

None of the Directors or Key Managerial Personnel or their relatives, except Mr, Chetan Bagaria, Mr. Binod Kumar Bagaria, Mr. Ajay Kumar Bagaria and their relatives are in any way concerned or interested in the proposed resolution as set out in the Notice.

By order of the Board For
R K Wire Products Limited

Ajay Kumar Bagaria
Director (DIN-02279537)

Registered Office:

Unit No. 1507, 15th Floor, Tower 1,
PS. Srijan Corporate Park,
Block EP & GP, Sector V, Salt Lake,
Kolkata - 700091

Date: 24th November, 2020

DIRECTORS' REPORT

**To
The Members**

Your Directors take pleasure in presenting the 37th (Thirty Seventh) Annual Report on the business and operations of the Company togetherwith the Financial Statements for the financial year ended 31st March, 2020.

Financial Performance

The financial performance of the Company for the financial year ended 31st March, 2020 is summarized below:

Particulars	(Amt. in Rs.)	
	Year ended 31 st March, 2020	Year ended 31 st March, 2019
Revenue from Operations	99,94,42,405.14	1,102,448,691.50
Other Income	69,78,654.84	2,970,448.25
Profitbefore Finance Cost, Depreciation and Tax	14,76,59,221.57	106,273,400.42
Less: Finance Cost	54,39,397.75	6,591,164.70
Depreciation	77,26,707.58	5,672,967.00
Profiton account of exceptional item	2,33,598.2	74,281.24
Profitbefore Taxation	13,47,26,714.44	94,083,549.96
Less: Tax Expenses	3,29,06,600.00	24,027,587.00
Less: Deferred Tax	(2,56,585.00)	2,357,766.00
Profit after tax	10,20,76,699.44	6,76,98,196.96

GLOBAL HEALTH PENDAMIC COVID-19

In the wake of the corona virus (COVID-19) outbreak measures taken by the Government of India and the State Govt., the operations of the company was disrupted completely and this has affected the business of the company in the first few months of the year 2020. Management is putting its sincere efforts to re-store normalcy. However this may be a temporary affect and the company is expected to overcome all these problems in the near future. The financial statements of the company for the year ended 31st March, 2020 have been prepared based on the above circumstances.

State of the Company's Affairs

During the financial year ended 31stMarch, 2020, the Company recorded a total income of Rs.1,00,64,21,059.98 as compared to total income of Rs. 1,10,54,19,139.75 in the previous financial year. The net profit of the Company for the year under review stood at Rs. 10,20,76,699.44 as against a profit of Rs. 6,76,98,196.96 in the previous financial year.

Transfer to Reserves

During the financial year the Company has transferred an amount of Rs. 10,00,000/- to the General Reserves of the company. Except the same there was no transfer made to any reserve of the Company for the financial year ended 31st March, 2020.

Dividend

With a view to conserve the resources of the Company, your Directors do not recommend payment of any dividend on Equity Shares for the F.Y. ended March 31, 2020.

Capital Structure

During the year under review, there has been no change in the Capital structure of the Company.

Extract of Annual Return

The extract of Annual Return in Form MGT-9 pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is annexed herewith as “Annexure A”.

Directors and Key Managerial Person

Mr. Chetan Kumar Bagaria, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Mrs. Pratima Ganeriwala resigned from the directorship of the Company with effect from 3rd May, 2019. The Board placed on record its sincere appreciation for the valuable contribution and guidance rendered by her during her tenure with the Company.

Mr. Sanjeev Kumar Shukla and Mrs. Mila Das were appointed as independent directors of company with effect from 16th March, 2020.

In terms of the provisions of Section 164 of the Companies Act, 2013, none of the Directors of the Company are disqualified for appointment or for continuation as Director of the Company.

Declaration of Independent Directors

All the Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Board Meetings

During the period under review, the Board met 8 times respectively on 03/05/2019, 14/05/2019, 29/05/2019, 14/08/2019, 15/11/2019, 14/02/2020, 14/03/2020 and 16/03/2020 and the gap between two consecutive meetings did not exceed the limit as stipulated in Section 173 of the Companies Act, 2013. Details of Board Meetings along with attendance of Directors are given below:

Name of the Directors	Number of Meeting during the Financial Year 2018-19	
	Held	Attended
BINOD KUMAR BAGARIA	8	8
CHETAN BAGARIA	8	8
AJAY KUMAR BAGARIA	8	8
OM PRAKASH AGARWALA	8	8
SANJEEV KUMAR SHUKLA	1	1
MILA DAS	1	1

During the financial year ended 31st March, 2020, one meeting of the Independent Directors was held on 30/03/2020 to discuss the followings:

- Evaluation of the performance of the Non-Executive Directors and Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company;
- taking into account views of the Executive and Non-executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Committees of Board

The details pertaining to the composition of the various Committees of Board and details of their meeting held are included in the Corporate Governance Report, which is a part of this report.

Directors' Responsibility Statement

In terms of Section 134(3) (c) of the Companies Act, 2013, your Directors state that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis; and
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and
- f) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

Related party transactions

All transactions entered with Related Parties during the financial year were on an arm's length basis and were in the ordinary course of business, therefore, the provision of section 188 of the Companies Act, 2013 are not attracted and disclosure in Form AOC- 2 is not required. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors or other designated person which may have a potential conflict with the interest of the Company at large.

All the related party transactions were placed before the Audit Committee for approval. Necessary disclosures required under the Indian Accounting Standards have been made in the notes to financial statements.

Material Changes Affecting the Financial Position of the Company

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings & Outgo

The particulars relating to energy conservation, technology absorption, research & development and foreign exchange earnings and outgo, as required to be disclosed under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are annexed hereto as "**Annexure - B**" and form part of this report.

Subsidiaries, Associates and Joint Venture Companies

The Company does not have any Subsidiary, Associate or Joint Venture Companies and no companies became or ceased to be its subsidiary, associates or joint ventures during the year.

Risk Management Policy

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. Considering the volume, size and business of the company no major risks have been identified by the Company. However measures have been formulated in the areas such as business, financial, human and statutory compliances. The Company's Internal control systems are commensurate with the nature of its business and the size and complexity of its operation.

Prevention of Insider Trading

The Company adopted a Code of Conduct as per the Guidelines issued by the Securities and Exchange Board of India as amended from time to time for prevention of Insider Trading which is applicable to the members of the Board and all employees in the course of day-to-day business operations of the Company. The code of conduct framed by the Company has helped in ensuring compliance with the requirements.

Statutory Disclosures

None of the Directors of the Company are disqualified as per the provision of Section 164 of the Companies Act, 2013. All the Directors have made the necessary disclosures as required by the various provisions of the Act.

Adequacy of Internal Financial Control with Reference to the Financial Statements

The Company has an internal control system, commensurate with the size, scale & complexities of its operations. Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. The Management ensures adherence to all internal control policies and procedures as well as compliance with regulatory guidelines. The audit committee of the Board of Directors reviews the adequacy of internal controls. This has improved the management of the affairs of the Company and strengthened transparency and accountability. During the year under review no reportable material weakness in the design or operation were observed.

Deposits

The Company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014

and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

Corporate Social Responsibility

The company has duly constituted a CSR Committee as required under section 135 of the Companies Act, 2013. The Committee was headed by Shri ChetanBagaria.

A brief outline of the CSR Policy of the Company, the CSR initiatives undertaken during the financial year 2019-20 together with the progress thereon and the Annual Report on CSR activities as required by the Companies (Corporate Social Responsibility Policy) Rules, 2014, are set out in “Annexure - C” to this Report.

Particulars of Employees and KMP

During the financial year under review, the Key Managerial Personnel of the Company as per the provisions of the Companies Act, 2013 are Mr. Binod Kumar Bagaria as managing director, Mr. Ajay Kumar Bagaria as an Executive Director and Mr. ChetanBagaria as the Chief Financial Officer and of the Company. Your Company is in the process to fill up the vacancy for the post of Company Secretary.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

(i) The ratio of the remuneration of each director/KMP to the median employee's remuneration for the financial year as prescribed is as given below:

Sr. No.	Name of KMP	Remuneration of KMP for FY 2019-20 (₹)	Previous Year Remuneration (2018-19) (₹)	% Increase	Ratio of Remuneration of each director / to median remuneration of employees
1.	Binod Kumar Bagaria (Managing Director)	28,00,000	28,00,000	NIL	24.56
2.	Mr. ChetanBagaria (Chief financial officer)	42,00,000	42,00,000	NIL	36.84
3.	Ajay Kumar Bagaria (Executive Director)	42,00,000	28,00,000	50%	36.84

Note: other than the above none of the directors received any remuneration during the financial year ended 31st March, 2020.

- (ii) Percentage increase in the median remuneration director, CEO and CFO during the financial year: 3%
- (iii) Percentage increase in median remuneration of employees in the financial year: NA
- (iv) The number of permanent employees on the rolls of the company as on 31st March, 2020: 47
- (v) Average percentage increase/(decrease) made in the salaries of employees other than KMP in the financial year - 8%

It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, KMP and other employees.

There were no person employed by the Company during the Financial Year 2019-20 who draws remuneration as prescribed under Rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014, hence details with respect to the same is not required to be given.

Significant and material orders passed by the regulators, courts and Tribunals

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and the Company's future operations.

Compliance with Secretarial Standards

The Company has complied with Secretarial Standards issued by Institute of Company Secretaries of India (ICSI) as and when it was applicable.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during each Calendar year:

- No. of complaints received: NIL
- No. of complaints disposed off: NIL

Statutory Auditors

M/s. Mandawewala & Co, Chartered Accountants, having Registration No. 322130E, were appointed as the Statutory Auditors of the Company at the 34th Annual General

Meeting (AGM) of the Company for a period of 5 years until the conclusion of the 39th AGM to be held in the year 2022.

Statutory Auditors' Report

The Auditors' Report read together with the Notes on Accounts are self-explanatory and therefore do not call for any further explanation and comments.

There are no qualifications, reservations or adverse remarks or disclaimers made by the Auditor.

Secretarial Audit Report

The Board has appointed Mr. S. K. Patnaik, a Company Secretary in Practice to carry out the Secretarial Audit pursuant to the provision of Section 204 of the Companies Act, 2013 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the Financial Year 2019-20. The Secretarial Audit Report for the Financial Year ended 31st March, 2020 annexed as Annexure - D and forming part of this report.

With respect to Secretarial Auditor's observations in his report, the management is taking all necessary steps to comply with the same. However due to the Covid –19 the same was bit delayed and all compliances will be in place at the earliest.

Cost Records

The company has been maintaining the cost records as prescribed by the Central Government under Section 148 of Companies Act, 2013 for the Company.

Corporate Governance

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance and a certificate confirming compliance of conditions of Corporate Governance, is annexed herewith as Annexure-'E' and forms part of this Board Report.

Annual Evaluation by the Board

In compliance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Board of Directors has carried out an Annual Evaluation of its own performance and performance of Board Committees, Individual Directors, Chairpersons and the CEO/Managing Director etc., for the year under review.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual Directors including the Managing Director, their personal performance carried out using a peer review process, participation, contribution and offering guidance and understanding of the areas which were relevant to them in their

capacity and was assessed on selected parameters related to roles, responsibilities and obligations of the Board and functioning of the Committees including assessing the quality, quantity and timeliness of flow of information between the Company's Management and the Board which is necessary for the Board to effectively and reasonably perform their duties.

Particulars of Loans, Guarantees or Investments under Section 186

The details of loans and investments made by Company are given in the notes to the financial statements and in compliance with the provisions of the Act.

Vigil Mechanism:

In pursuant to Section 177(9) & (10) of the Companies Act, 2013, and SEBI(LODR) Regulation, 2015 your company has established a Vigil Mechanism for its directors and employees to report genuine concern or grievances. The said mechanism encompasses the Whistle Blower Policy and provides for adequate safeguards against victimization of persons who use the mechanism. It also provides direct access to the Chairman of the Audit Committee in appropriate and exceptional cases. The concerned employees and the Directors of the Company are made aware of the said policy from time to time.

Management Discussion and Analysis Report

Management Discussion and Analysis Report for the year under review as stipulated under Regulation 34(3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached as Annexure -F forming part of the Annual Report.

Listing

The fully paid up Equity Shares of the Company are listed on the Calcutta Stock Exchange Limited (CSE).

Other Disclosure Requirements

- The disclosures and reporting with respect to issue of equity shares with differential rights as to dividend, voting or otherwise is not applicable as the Company has not issued any such shares during the reporting period.
- The disclosures and reporting on issue of shares (including sweat equity shares and Issue of Shares under Employees Stock Option Scheme) to employees of the Company under any scheme are not applicable as the Company has not issued any such shares during the reporting period.
- Your Company did not have any funds lying unpaid or unclaimed for a period of Seven years. Therefore there were no funds which were required to be transferred to investor Education and Protection Fund (IEPF).

- There is no change in the nature of the business of the Company.

Acknowledgement

Your Director express their sincere thanks and place on record their deep appreciation of the valuable support the Company has received from Shareholders, Bankers, Government and from all concerned.

By Order of the Board

For R. K. Wire Products Ltd.

Date: 24th November, 2020

Binod Kumar Bagaria

Chetan Bagaria

Managing Director

Director

DIN: 00484802

DIN: 01226808

Registered Office:

*Unit No. 1507, 15th Floor, Tower 1
PS. Srijan Corporate Park
Block EP & GP, Sector V Salt Lake
Kolkata - 700 091*

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31st March, 2020

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

I. REGISTRATION AND OTHER DETAILS

i)	CIN	U17233WB1983PLC036948
ii)	REGISTRATION DATE	23/11/1983
iii)	NAME OF THE COMPANY	R. K. Wire Products Limited
iv)	CATEGORY / SUB-CATEGORY OF THE COMPANY	Company Limited by Shares/Indian Non-Government Company
v)	ADDRESS OF THE REGISTERED OFFICE AND CONTACT DETAILS	Unit No. 1507, 15th Floor, Tower 1, PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake Kolkata WB 70009 Tel. No.- (033) 2258-0042; Telefax- (033) 2258-0014; E-mail- info@rkwire.com; Website: www.rkwire.com
vi)	WHETHER LISTED COMPANY	Listed
vii)	NAME, ADDRESS AND CONTACT DETAILS OF REGISTRAR & TRANSFER AGENTS (RTA), IF ANY	Niche Technologies Pvt. Ltd. 3A, Auckland Place 7th Floor, Room No. 7A & 7B, Kolkata Kolkata WB (033) 2235-7270/7271, 2234-3576, 2215-6823 nichetechpl@nichetechpl.com www.nichetechpl.com

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:

Sl. No.	Name and Description of main products / Services	NIC Code of the Product/ service	% to total turnover of the Company
1	Wire and Wire Products	8311	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –NIL

Sl.	Name And Address Of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
-	-	-	-	-	-

(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
(g) FIs	-	-	-	-	-	-	-	-	-	-
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
(i) Others (specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-	-
(2) Non-Institutions										
(a) Bodies Corp.										
(i) Indian	-	1,86,000	1,86,000	24.807	-	1,86,000	1,86,000	24.807	-	-
(ii) Overseas	-	-	-	-	-	-	-	-	-	-
(b) Individuals	-	-	-	-	-	-	-	-	-	-
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	28,120	28,120	3.750	-	28,120	28,120	3.750	-	-
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	20,000	25,000	45,000	6.002	20,000	25,000	45,000	6.002	-	-
(c) Others (specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	20,000	2,39,120	2,59,120	34.559	20,000	2,39,120	2,59,120	34.559	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	20,000	2,39,120	2,59,120	34.559	20,000	2,39,120	2,59,120	34.559	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	5,10,680	2,39,120	7,49,800	100	5,10,680	2,39,120	7,49,800	100	-	-

(ii) Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the Year (as on 01.04.2019)			Shareholding at the end of the Year (as on 31.03.2020)			% change in share holding during the year
		No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Bagaria Enterprises Pvt. Ltd.	35470	4.731	-	35470	4.731	-	-
2.	Ajay Kumar Bagaria	130580	17.415	-	130580	17.415	-	-
3	Anita Bagaria	64900	8.656	-	64900	8.656	-	-
4	Atul Kumar Bagaria	46400	6.188	-	46400	6.188	-	-
5	Binod Kumar Bagaria	98630	13.154	-	98630	13.154	-	-
6	Chetan Kumar Bagaria	34500	4.601	-	34500	4.601	-	-
7	Kala Devi Bagaria	49200	6.562	-	49200	6.562	-	-
8	Nayanjyoti Bagaria	6000	0.800	-	6000	0.800	-	-
9	Ritu Bagaria	25000	3.334	-	25000	3.334	-	-
Total		490680	65.441	-	490680	65.441	-	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change) : No Change

Sl. No. 1.		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	490680	65.441	490680	65.441
	Date wise Increase/Decrease in Promoters Shareholding during the Year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.):	No Change			
	At the end of the year	490680	65.441	490680	65.441

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR and ADRs): NIL

Sl.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Gold Gest. Tracon Pvt. Ltd	-	-	-	-
	At the beginning of the year	25000	3.334	25000	3.334
	Date wise Increase / Decrease in Shareholding during the year specifying the				

	reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25000	3.334	25000	3.334
2.	Navneet Agencies Pvt. Ltd	-	-	-	-
	At the beginning of the year	25600	3.414	25600	3.414
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25600	3.414	25600	3.414
3.	Progressive Finitex Pvt. Ltd	-	-	-	-
	At the beginning of the year	25000	3.334	25000	3.334
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25000	3.334	25000	3.334
4.	Regency Distributors Pvt. Ltd	-	-	-	-
	At the beginning of the year	25600	3.414	25600	3.414
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25600	3.414	25600	3.414
5.	Seema Rastogi				
	At the beginning of the year	25000	3.334	25000	3.334
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25000	3.334	25000	3.334
6.	Saurav Kutir & Homes Pvt. Ltd	-	-	-	-
	At the beginning of the year	25600	3.414	25600	3.414
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25600	3.414	25600	3.414
7.	Star Point Commodeal Pvt. Ltd	-	-	-	-
	At the beginning of the year	25600	3.414	25600	3.414
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			

	allotment / transfer / bonus / sweat equity etc):				
	At the End of the year	25600	3.414	25600	3.414
8	Suryashakti Marketing Pvt. Ltd.	-	-	-	-
	At the beginning of the year	25600	3.414	25600	3.414
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	25600	3.414	25600	3.414
9.	Avanish Mundhra				
	At the beginning of the year	20000	2.667	20000	2.667
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	20000	2.667	20000	2.667
10.	Good Ward Trade & Credit (P) Ltd	-	-	-	-
	At the beginning of the year	5000	0.667	5000	0.667
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	No Change			
	At the End of the year	5000	0.667	5000	0.667

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Binod Kumar Bagaria				
	At the beginning of the year	98630	13.154	98630	13.154
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	No Change			
	At the end of the year	98630	13.154	98630	13.154
2	Chetan Kumar Bagaria				
	At the beginning of the year	34500	4.601	34500	4.601
	Date wise Increase / Decrease in Share	No Change			

	holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	34500	4.601	34500	4.601
3	Ajay Kumar Bagaria	No Change			
	At the beginning of the year	130580	17.415	130580	17.415
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	No Change			
	At the end of the year	130580	17.415	130580	17.415
4	Om Prakash Agarwala				
	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	-	-	-	-
5	Sanjeev Kumar Shukla				
	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	-	-	-	-
6	Mila Das				
	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	-	-	-	-

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,32,12,739.64	49,747,800.45	-	7,29,60,540.09
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,32,12,739.64	49,747,800.45	-	7,29,60,540.09
Change in Indebtedness during				

the financial year				
• Addition	-	-	-	-
• Reduction	2,24,51,782.89	4,03,93,928.23	-	6,28,45,711.12
Net Change	2,24,51,782.89	4,03,93,928.23	-	6,28,45,711.12
Indebtedness at the end of the financial year				
i) Principal Amount	7,60,956.75	93,53,872.22	-	1,01,14,828.97
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	7,60,956.75	93,53,872.22	-	1,01,14,828.97

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount (in Rs.)
		Binod Kumar Bagaria (Managing Director)	Chetan Bagaria	Ajay Kumar Bagaria	
1.	Gross salary (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	28,00,000	42,00,000	42,00,000	11,200,000
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - Others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	28,00,000	42,00,000	42,00,000	11,200,000
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other directors: NIL

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
	1. Independent Directors • 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:

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary 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: NIL

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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

By Order of the Board
For R. K. Wire Products Ltd.

Date: 24thNovember, 2020

Registered Office:

*Unit No. 1507, 15th Floor, Tower 1
PS. Srijan Corporate Park
Block EP & GP, Sector V
Salt Lake, Kolkata – 700 091*

Binod Kumar Bagaria
Managing Director
DIN: 00484802

Chetan Bagaria
Director
DIN: 01226808

Annexure - B

Statement Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY

(i)	The steps taken or impact on conservation of energy		With the objective of conservation of energy your Company continues to give efforts for: <ul style="list-style-type: none">▪ improvisation and innovation of its existing production and manufacturing processes;▪ waste utilization;▪ undertaking of efficient practices that help in avoiding wastage of resources such as electricity, paper, etc.
(ii)	The steps taken by the Company for utilizing alternate sources of energy		No specific steps have been taken by the Company for utilizing alternate source of energy.
(iii)	The capital investment on energy conservation equipments		No specific investment has been made in reduction in energy consumption.

B. TECHNOLOGY ABSORPTION

(i)	The efforts made towards technology absorption		The Company is continuously involved in up-gradation of its manufacturing process keeping a close eye on the latest developments and incorporating advancement in its processes.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution		The measures undertaken serves to achieve: <ul style="list-style-type: none">▪ reduction in the consumption of fuel and power;▪ reduction in cost of productivity;▪ improvement in quality of products;▪ improvement in manufacturing processes resulting in cost reduction;▪ optimum utilization of resources.
(iii)	Technology Imported		No technology is imported and the whole plant is working on indigenous technology.
(iv)	The expenditure incurred on Research and Development		Nil

C. FOREIGN EXCHANGE EARNINGS & OUTGO	Earnings	Nil
	Outgo	Nil

By Order of the Board
For R. K. Wire Products Ltd.

Date: 24th November, 2020
Place: Kolkata

Binod Kumar Bagaria Managing Director DIN: 00484802	Chetan Bagaria Director DIN: 01226808
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REPORT ON CSR ACTIVITIES/ INITIATIVES
[Pursuant to Section 135 of the Act & Rules made thereunder]

1. A brief outline of the company's CSR policy, including overview of the projects or programmes proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programmes.

Considering the Company's small size, geographical spread and scope, steps have been always taken for addition of social, environmental and economic value to the society. The company has adopted a policy to undertake social endeavors itself as well as to support external bodies for the purpose. To pursue its CSR objectives the company will continue to work actively in areas of eradication of hunger and poverty, eradication of diseases and other healthcare activities, provide opportunity and financial assistance for the promotion of education and work in the activities related to Social Business Projects selected by the Committee.

2. The composition of the CSR Committee -

Name of The Member	Designation
Shri Chetan Bagaria	Chairman
Smt. Mila Das	Member
Shri Binod Kumar Bagaria *	Member
Shri Om Prakash Agarwala	Member

The CSR committee met 2 (two) times during the period for FY 2019-20 viz, 03/05/2019 & 15/11/2019.

*Binod Kumar Bagaria ceases to member of CSR Committee w.e.f 16/03/2020

3. Average Net Profit of the company for last 3 financial years - Rs. 6,63,94931.64
4. Prescribed CSR expenditure (2% of amount) - Rs. 13,27,898/-
5. Details of CSR spent during the financial year:
- a) Total amount to be spent for the financial year - Rs. 13,27,898/-
- a) Amount unspent, if any: i) Rs. 3,99,297.63 (For financial year 2019-20)
ii) Rs. 23,99,369.07 (Cumulative outstanding including past years liability)
- b) Manner in which the amount spent during the year is detailed below:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity identified	Sector in which the project covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-head: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure up to the reporting period	Amount spent Direct or through implementin g agency
1	Eradicating hunger, poverty and malnutrition	Eradication of poverty	All India	3,00,000/-	55,000/-	55,000/-	Through Implementin g Agency

2	Protection of national heritage, art and culture	Promotion of culture	Kolkata	27,900/-	20,001/-	20,001/-	Through Implementing Agency
3	Contribution for research and development	Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine.	All India	5,00,000/-	5,00,000/-	5,00,000/-	Amount spent through implementing agency
4	Promoting education	Promoting education, including special education and employment enhancing vocation skills.	Local area as well as all India	3,00,000/-	1,53,600/-	1,53,600/-	Through Implementing Agency
5.	Contribution to the prime minister's national relief fund	Contribution to the prime minister's national relief fund	All India	2,00,000/-	2,00,000/-	2,00,000/-	Direct

6. The Company is in the process of identifying various CSR activities/projects and efforts are being made to spend the requisite amount as prescribed towards CSR expenditure. However due to the ongoing Pandemic and sudden lockdown imposed by the Government a cumulative amount to the tune of Rs. 23,99,370/- remained unspent. This amount was expected to be utilized towards eradication of poverty, promotion of education, promoting art and culture, rural development projects and slum area development. The committee has decided to spent the amount which remained unspent in due course.
7. We hereby declare that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the company.

Shri Mila Das
Director

Shri Chetan Bagaria
Chairman of CSR Committee

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020**

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

To,
The Members,
R. K. Wire Products Limited

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and the representations made by the Company, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to me and maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 2018/1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable to the Company during the Audit Period.**
- (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 Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **Not Applicable to the Company during the Audit Period.**

- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable to the Company during the Audit Period;**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable to the Company during the Audit Period;**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- **Not Applicable to the Company during the Audit Period;**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not Applicable to the Company during the Audit period;**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company during the Audit period;**
- vi. I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances under other various applicable Acts, Laws, Rules and Regulations to the Company.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above subject to the following observation:

- a. The Company has not appointed a whole-time Company Secretary as mandated under Section 203 of the Act, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- b. That the Company has not maintained a functional website as per the Listing agreement.
- c. As per the information available at the website of the Calcutta Stock Exchange, the status of the company is “Suspended” and “Non Compliant”. However, I am not able to form an opinion whether the said suspension for the non-compliance status was applicable on the company during the period under scrutiny or not.
- d. The composition of the Board and its committees was not in compliance with the requirements of the Act and SEBI requirements during the year. However the company has taken necessary steps and complied with the same as on 31st March, 2020.

I further report that

The Board of Directors of the Company is duly constituted and the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all Directors in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings, as represented by the management, were taken unanimously.

I further report that as represented by the Company and relied upon by me there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines etc.

I further report that during the audit period there were no instances of:

- (i) Public/Right/Preferential issue of shares / debentures/sweat equity.
- (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

I further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

For **S. K. Patnaik & Associates**
Company Secretaries

S. K. Patnaik
Proprietor
FCS No.: 5699
C.P. No.:7117

Place: Kolkata
Date: 24th November, 2020

[Note: This Report is to be read with our letter of declaration which is annexed hereto as "Annexure -A" and forms an integral part of this Report.]

To,
The Members,
R. K. Wire Products Limited

Our Report is to be read along with this letter.

- (i) 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.
- (ii) We have followed the audit practices and processes as 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.
- (iii) We have not verified the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.
- (iv) The status of compliance of other laws as listed at (vi) in our Report, we relied upon the statement provided by the Management.
- (v) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
- (vi) 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 the same on test basis.
- (vii) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
- (viii)

For **S. K. Patnaik & Associates**
Company Secretaries

S. K. Patnaik
Proprietor
FCS No.: 5699
C.P. No.:7117

Place: Kolkata
Date: 24th November, 2020

REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance pursuant to the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI Listing Regulations) for the financial year ended 31st March, 2020. This report on Corporate Governance is divided into the following parts:

- I. Company's philosophy on Code of Corporate Governance
- II. The Board of Directors ("Board")
- III. Audit Committee
- IV. Nomination and Remuneration Committee
- V. Stakeholders Relationship Committee
- VI. Risk Management Committee
- VII. General Body Meetings
- VIII. Material related party transaction
- IX. General Shareholder information.

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Effective corporate governance is the basis for decision-making and control processes and comprises responsible, value based management and monitoring focused on long-term success, goal-orientation and respect for the interests of our stakeholders. It provides the framework for attaining a company's objectives while balancing the interests of all its stakeholders.

Your Company is dedicated to conduct its business consistently with the highest standards of business ethics and values. We have an obligation towards our stakeholders including shareholders, employees, customers, suppliers and communities to be honest, fair and forthright in our business activities.

The Company's governance framework is based on the following principles:

- Appropriate composition and size of the Board, with all the Members bringing in expertise in their respective domains;
- Availability of information to the Members of the Board and Board Committees to enable them to discharge their fiduciary duties;
- Timely disclosure of material, operational and financial information to the Stakeholders;
- Proper business conduct by the Board, Senior Management and employees.

II. THE BOARD OF DIRECTORS:

The Company recognizes and embraces the importance of a diverse Board in its success and it believes that a truly diverse Board would leverage differences in thought, perspective, knowledge, skill and industry experience, which will enrich Board discussions and enable effective decision making. Your Company actively seeks to adopt best practices for an effective functioning of the Board and believes in having a truly diverse Board whose wisdom and strength can be leveraged for earning higher returns for its shareholders and better Corporate Governance. Therefore, the Board is an ideal mix of Knowledge, perspective, professionalism, divergent thinking and experience.

In line with the applicable provisions of the Act and the SEBI Regulations, your Company's Board has an optimum combination of Executive and Non-Executive Directors with half of the Board comprising Independent Directors. The Board effectively separates the functions of governance and management and balances deliverables.

Skills / Expertise / Core Competencies of the Board

The Board of the Company is structured having requisite level of education/qualifications, professional background, sector expertise, special skills, nationality and geography. The Board after taking into consideration the Company's nature of business, core competencies and key characteristics has identified the following core skills/ expertise/ competencies as required in the context of its business(es) & sector(s) for it to function effectively and which are currently available with the Board.

i. Composition and Category of the Board:

The Company is managed by the Board of Directors in synchronization with the Senior Management team. The Board does not step into the management shoes, it reviews the strategy, asks the right questions, and mentors the management for sustainable profitable growth of the Company. There is a complete alignment between the Board and the Management on the respective roles. The composition and strength of the Board is reviewed from time to time for ensuring that it remains aligned with statutory as well as business requirements.

The Company has a judicious mix of Executive and Non-Executive Directors as governed by the Companies Act, 2013 (the "Act"), and the stipulations laid down in the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). As on March 31, 2020, the Board comprised of 06 (Six) Directors out of which 3 (Three) are Executive Directors (i.e. 50 %), 3 (three) are Non-Executive Independent Directors (i.e. 50 %) which includes one Non-Executive Independent Woman Director. The Chairman of the Board is a Executive Director. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations and Section 149 of the Act and other applicable regulatory requirements. As on the date of this report, all Directors of the Company meet the criteria of maximum number of directorship as laid down in section 165 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act. The maximum tenure of Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act.

Details of Directorship/Committee Membership as on March 31, 2020:

Sr. No.	Name of Director	Original date of appointment	Category	No. of Shares Held in the Company	Member of Board of other Companies (1)	Member of Committees Of Other Companies (2)
1	Binod Kumar Bagaria DIN-00484802	02/03/1994	Chairman- Managing Director	98,630	2	-
2	Ajay Kumar Bagaria DIN- 02279537	09/01/1990	Executive Director	1,30,580	2	-
3	Chetan Bagaria DIN- 01226808	05/11/2008	Executive Director	34,500	1	-
4	Om Prakash Agarwala DIN- 03599189	14/08/2014	Non-Executive- Independent Director	-	2	-
5	Sanjeev Kumar Shukla DIN- 07395153	16/03/2020	Non-Executive- Independent Director	-	4	2
6	Mila Das DIN- 08585349	16/03/2020	Non-Executive- Independent Director	-	2	1

Note:

- (1) This excludes directorships in private limited companies, foreign companies and companies licensed under Section 8 of the Companies Act, 2013 / Section 25 of the Companies Act, 1956;
- (2) This relates to membership of Committees referred to in Regulation 26(1) of the Listing Regulations, viz. Audit Committee and Stakeholders Relationship Committee of all public limited companies, whether listed or not and excludes private limited companies, foreign companies and companies licensed under Section 8 of the Companies Act, 2013 / Section 25 of the Companies Act, 1956;
- (3) Mrs. Pratima Ganeriwala resigned from the directorship of the Company with effect from 3rd May, 2019.

ii. Meetings of the Board:

The Board meets at least once in a quarter, inter alia, to review the quarterly financial result, performance of the Company, status of compliance of laws, review of business and functions, material transactions and other similar matters. The gap between any two Board Meetings did not exceed one hundred and twenty days, as prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Board have complete access to all the information of the Company.

During Financial Year ("F.Y.") 2019-20, 8 (Eight) Board Meetings were held on 03/05/2019, 14/05/2019, 29/05/2019, 14/08/2019, 15/11/2019, 14/02/2020, 14/03/2020 and 16/03/2020.

The necessary quorum was present for all the meetings. The notice and detailed agenda along with the relevant notes and other material information were sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board.

Details of Directors attendance at Board Meetings and at the last Annual General Meeting (AGM) held during the financial year 2019-20:

Name of the Directors	Number of Meeting during the Financial Year 2019-20		AGM, 29 th SEPTEMBER, 2019
	Held	Attended	
BINOD KUMAR BAGARIA	8	8	Yes
CHETAN BAGARIA	8	8	Yes
AJAY KUMAR BAGARIA	8	8	Yes
OM PRAKASH AGARWALA	8	8	Yes
SANJEEV KUMAR SHUKLA	1	1	NA
MILA DAS	1	1	NA

iii. Independent Directors Meeting:

During the year the Independent Directors meeting were held on 30/03/2020.

The terms of reference of the Independent Directors includes various matters in conformity with the statutory guidelines including the following:

- Evaluation of the performance of the Non-Executive Directors and Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company;
- Taking into account views of the Executive and Non-executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Non-Executive Independent Directors of the Company attended the meeting.

III. AUDIT COMMITTEE:

In line with the provisions of Regulation 18 of Listing Regulations, read with Part C of Schedule II and Section 177 of the Act,thereto, a three member Audit committee of the Board (“AC”) comprises two independent Directors and one ExecutiveDirector. All Members of the Committee are financially literate The Committee invites statutory auditor and the internalauditor for one-on-one discussion, independent of the management. The Chief financial officer of the Company is present at the Audit Committee for relevant Agenda matters.

The Audit Committee met 5 (five) times during the period under review for FY 2019-20 viz, 29/05/2019, 14/08/2019, 15/11/2019, 14/02/2020 & 30/03/2020.

The Composition of the Audit Committee along with the details of the meetings held andattended during the aforesaid period is detailed below:

Name	Position Held	Number of Meeting during the Financial Year 2019-20	
		Held	Attended
Om Prakash Agarwala	Chairperson	5	5
Ajay Kumar Bagaria	Member	5	5
Pratima Ganeriwala *	Member	0	0
Chetan Bagaria *	Member	4	4
Sanjeev Kumar Sukhla*	Member	1	1

*Mrs. Pratima Ganeriwala resigned with effect from 03/05/2019 and Mr. Sanjeev Kumar Sukhla become a member w.e.f. 16.03.2020. Mr. Chetan Bagaria appointed as member of audit committee w.e.f 03/05/2019 and cesses to member w.e.f 16/03/2020.

The Charter of Audit Committee, inter-alia, articulates its role, responsibility and powers as follows:

1. Oversight of the listed entity’s financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor’s report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director’s Responsibility Statement to be included in the Board’s report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions;
 - g. Modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Evaluation of internal financial controls and risk management systems;
7. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
9. Discussion with internal auditors of any significant findings and follow up there on; and
10. Other related matters.

IV. NOMINATION AND REMUNERATION COMMITTEE:

As on 31.03.2020, the Nomination and Remuneration Committee (“NRC”) of the Company is constituted in line with the provisions of Regulation 19 of the Listing Regulations, read with Part D of Schedule II and Section 178 of the Act. As on the date of this report, Nomination and Remuneration Committee (“NRC”) comprised of 3 (three) Members. All Members of NRC are Non-Executive Independent Directors. As per details in the following table:

Name	Position Held
Om Prakash Agarwala	Chairperson
Sanjeev Kumar Shukla	Member
Mila Das	Member

However during the year the NRC has been reconstituted after the resignation of Mrs. Pratima Ganeriwal. During the year Nomination and Remuneration Committee meeting were held on 16/03/2020.

V. STAKEHOLDERS AND RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee (“SRC”) of the Company is constituted in compliance with the requirements of the Provisions of Regulation 20 of the Listing Regulations, read with Part D of Schedule II and Section 178 of the Companies Act, 2013. During the year Stakeholders and Relationship Committee Meetings were held on 16/03/2020.

The terms of reference of the SRC, inter-alia, includes the following:

1. Consider and resolve the grievances of security holders of the Company, including complaints related to transfer/transmission of securities, non-receipt of annual report / declared dividends / notices / balance sheet, issue of new/duplicate certificates, general meetings etc.
2. Monitor and Reviewing of investors complaints and take necessary steps for redressal thereof;
3. To perform all functions relating to the interest of the Stakeholders of the Company as may be required by the provisions of the Companies Act, 2013 and the rules made thereunder, Listing Agreements and the guidelines issued by SEBI or any other regulatory authority.

The Company attends to the shareholders’ / Investors’ grievances / correspondence expeditiously.

As on the date of this report, Stakeholders Relationship Committee (“SRC”) comprised of 3 (three) Members. As per details in the following table:

The Composition and attendance of Stakeholder Relationship Committee is given below:

Name	Position Held
Om Prakash Agarwala	Chairperson
Chetan Bagaria	Member
Sanjeev Kumar Shukla	Member

Your Company obtains half yearly certificate from a Company Secretary in Practice confirming the issue of certificate for transfer, sub-division, consolidation etc., within the prescribed timelines and submits a copy thereof to the stock exchanges in terms of Regulation 40(9) of the SEBI Regulations. Further the Compliance Certificate under Regulation 7(3) of the SEBI Regulations, confirming that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar and Transfer facility are maintained by Registrar and Transfer Agent is also submitted to the Stock Exchanges on a half yearly basis.

VI. GENERAL BODY MEETING:

a. Details of last three Annual General Meeting (“AGM”) are as under:

Sr. No.	Day, Date and Time	Location	Details of Special Resolution Passed
1	Monday, September 18, 2017, 11: 00 AM	Registered Office: 167, Netaji Subhash Chandra Road, 1 st Floor, Kolkata - 700 007	To approve the increase in salary of Shri. Ajay Kumar Bagaria, Executive

			Director.
2	Tuesday, September 18 th , 2018, 11:00 AM	<u>Registered Office:</u> Registered Office: Unit No. 1507, 15th Floor, Tower 1 PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake, Kolkata - 700 091	-
3	Sunday, September 29, 2019, 11:00 AM	<u>Registered Office:</u> Registered Office: Unit No. 1507, 15th Floor, Tower 1 PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake, Kolkata - 700 091	-

b. Postal Ballot:

During the year under review, no resolution was passed through Postal Ballot.

VII. MATERIAL RELATED PARTY TRANSACTIONS:

There are no transactions of material nature other than reported under "Related Party Disclosures" that have been entered into by the Company with the promoters, directors, their relatives and the management and in any Company in which they are interested and that may have potential conflict with the interest of the Company.

All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion, nor do they vote on such matters. The Company has formulated a policy on dealing with Related Party Transactions and determining material subsidiaries.

VIII. GENERAL INFORMATION FOR SHAREHOLDERS:

a. Company Registration Details:

The Company is registered in the State of West Bengal, India. The Corporate Identification Number (CIN) allotted to the Company by the Ministry of Corporate Affairs is L17233WB1983PLC036948.

b. Annual General Meeting ("AGM") for the F.Y. 2019-2020:

Day and Date	Wednesday
Time	11:00 AM
Venue	<u>Registered Office:</u> Unit No. 1507, 15th Floor, Tower 1 PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake, Kolkata - 700 091
Financial Year	The Company follows 1st April to 31st March as Financial year.

c. Stock Exchanges where the securities of the Company are listed:

The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata - 700 001

d. Stock Market Data:

Due to no trading held in the Calcutta Stock exchange Limited No stock market data available.

e. Registrar to an Issue and Share Transfer Agents:

Niche Technologies Pvt. Ltd.

3A, Auckland Place 7th Floor, Room No. 7A & 7B, Kolkata Kolkata WB
(033) 2235-7270/7271, 2234-3576, 2215-6823
nichetechpl@nichetechpl.com
www.nichetechpl.com

f. Share Transfer System:

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Officers of the Registrars were authorised to approve transfers.

g. Distribution of Shareholding and Shareholding Pattern as on March 31, 2020:**• Distribution of Shareholding:**

Slab of Shareholding	No. of Shareholders	% age	No. of Shares	%age
1-500	70	63.0631	14,520	1.9365
501-1000	22	19.8198	16,600	2.2139
1001-5000	1	0.9009	5,000	0.6668
5001-10000	1	0.9009	6,000	0.8002
10001-50000	14	12.6126	4,13,570	55.1574
50001-100000	2	1.8018	1,63,560	21.8098
100001 and above	1	0.9009	1,30,580	17.4153
Total	111	100.000	7,49,800	100.000

Category of Shareholders:

Category	No. of Shares held	% of Shareholding
Promoters & Promoter Group	4,90,680	65.44
Institutional Investors	Nil	Nil
Body Corporate	1,86,000	24.808
Indian Public	73,120	9.752
NRIs/OCBs	Nil	Nil
Total	7,49,800	100.00

Place : Kolkata
Dated: 24.11.2020

Binod Kumar Bagaria
Managing Director
DIN: 00484802

Management Discussion and Analysis

OVERVIEW OF THE ECONOMY:

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF) and it is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India's GDP is estimated to have increased 6.5 % in 2019-20. Young population corresponding low dependency ratio, improved investment rating and high FDI inflow are some of the major factor of growth of the Indian economy.

INDUSTRY STRUCTURE AND DEVELOPMENTS:

It has been witnessed that Steel & Wire Manufacturing Industry is growing very fast. The demand of wires is expected to increase in leaps and bounds in the years to come. Steel Wire Rope industry in India has prospered owing to growth in infrastructure activities and demand in industrial sector. This growth was witnessed majorly due to government initiatives such as Pradhan Mantri Awas Yojana, Atal Mission for Rejuvenation and Urban Transformation (AMRUT), Smart Cities Mission, Delhi Mumbai Industrial Corridor (DMIC) and others. The primary growth drivers for steel wire ropes in India have been infrastructure development, increased industrial activity, enhanced emphasis on shipping and port sector along with growth in the mining industry. The resurgence in the Oil and Gas industry is expected to increase the number of oil rigs which will further add impetus to the growth of steel wire rope industry.

OUR BUSINESS:

Wire ropes are a value-added product, formed from wire rods, which falls in the long steel category of steel products. Over the years, with significant improvement in the strength of steel wire ropes manufactured, the usage of these steel wire ropes has significantly increased in various diverse applications.

Wire rope consists of several strands of metal wire laid (twisted) into a helix. The term "cable" is often used interchangeably with "wire rope". R K Wire Products Limited ("the Company") is a leading steel wire rope manufacturing company.

RISKS AND CONCERNS

Growth of the sector is depended on the enlargement of allied sectors. Forecasted plans and projections are subject to risk. Various kinds of risk associated with the development are Liquidity Risk, Market Risk and Operational Risk. Other dominant threats faced by the Company are in the form of competition it faces in the industry. In particular, the Company competes with other wire rope manufacturing companies, both in India and a broad, on the basis of a number of factors, including but not limited to quality, time of delivery and price. Fluctuations in the price, availability and quality of raw materials used in our manufacturing process could have a material adverse effect on cost of sales or the Company's ability to meet customer demands. There can be no assurance that the Company will always be successful in its efforts to protect the business from the volatility of the market price of raw materials, and the business can be affected by dramatic movements in prices of raw materials.

Risk is the vital factor of every business. The Company has in place a Risk management Committee which outlines the amount of risk involved in the business and various techniques for risk mitigation & Risk minimization. The Company believes that managing risks helps in maximizing returns. The Company's approach for addressing business risks is comprehensive and includes identification of Risks, periodic review of such risks and measures to for mitigating such risks.

OPPORTUNITIES AND THREATS

Government's initiative of expanding infrastructure under various schemes, such as Housing for All, AMRUT, will increase the demand for wire ropes in future. Increasing urbanization in India and growth of nuclear families has led to increase in residential development. This has further increased housing requirements, which will drive the demand for wire ropes.

Rise in mining and quarrying sector will also augment the steel wire ropes in market in India. The market for steel wire rope is at a matured stage, with a limited number of players dominating the market. Steel Wire ropes are used dynamically for lifting and hosting in applications, and for transmission of mechanical power. The primary drivers of wire rope market in future will be "Housing for all by 2022" project. This will require a series of government projects to be launched which can provide impetus to the construction and allied industries and consequently to the steel wire rope market. It has been anticipated that steel wire ropes production will meet the domestic market demand owing to year-on-year increasing production capacities of the companies. "Smart Cities Mission" has planned to invest INR 1 Billion for each smart city. The aim of the mission is to improve living standards across major cities in India. The mission also aims at improving infrastructure facilities in urban areas in the country which will drive the demand of steel wire ropes in India.

The resurgence in the Oil and Gas industry is expected to increase the number of oil rigs which will further add impetus to the growth of steel wire rope industry. However, high debt levels of manufacturers and actual implementation of infrastructure projects remain a concern for the industry.

INTERNAL CONTROL SYSTEM

Your Company has in place robust Internal Control system to maximize the effectiveness and efficiency by including activities that are tailored to the nature, size and complexity of the entity. The Company follows proper hierarchy for reporting of routine activities. Direct access to the senior Management is available in extreme cases. The Company has framed proper system to report concerned areas to the Management.

Management is responsible for establishing and maintaining internal financial controls. The Company has adequate Internal Control system with reference to financial statements and to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

HUMAN RESOURCES

The Company's human resources strategy revolves around development of the individual. The Company undertook various Human Resources Initiative, namely -

- A Performance Management System.
- Training Programmes in the area of behavioral, management and technical skill up-gradation.
- Development of leadership capability
- Maintaining high level of employment relationship.

HEALTH, SAFETY, SECURITY AND ENVIRONMENT

Health, safety, security and environment (HSSE) is a key priority for your Company. Simply stated, our goals are: no accidents, no harm to people and no damage to environment. The health, safety and security of everyone who works for your Company, is critical to the success of business.

CAUTIONARY STATEMENT

Statement in this Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may constitute forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either.

Independent Auditors' Report

TO THE MEMBERS OF **R. K. WIRE PRODUCTS LTD.**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **R. K. Wire Products Ltd.** (“the Company”), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the 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, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone 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 independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

The outbreak of Covid-19, has caused serious disturbances in the economic environment due to the significant measures taken by the Government to contain the spread of the virus including mandatory lockdowns imposed throughout the country. There were increasing restrictions on travel, meetings and access to client locations and we had to face practical difficulties in carrying out audits. In order to ensure that the underlying conditions do not undermine the delivery of high-quality audits, alternate audit procedures have been performed in compliance with auditing standards to obtain sufficient and appropriate audit evidence.

Material Certainty Related to Going Concern

The Company’s financial statements have been prepared using the going concern basis of accounting as per SA-570. Management is responsible for assessing the Company’s ability to continue as a going concern, including whether the use of the going concern basis of accounting is appropriate. The use of the going concern basis of accounting is appropriate unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. As part of our audit, we conclude regarding the appropriateness of management’s use of the going concern basis of accounting in the preparation of the financial statements in the context of the applicable financial reporting framework.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no [other] key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

Management's Responsibility for the Standalone Financial Statements

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

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal & Regulatory Requirements

As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”) issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure “A” statement on the matters specified in the paragraph 3 and 4 of the Order.

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 purpose of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- (c) The Balance Sheet, Statement of Profit and Loss, 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 specified under Section 133 of the Act.
- (e) On the basis of written representations received from the directors as on March 31, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respects 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**'; and
- (g) With respect to the other matters included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to our best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For MANDAWEWALA & CO.
Chartered Accountants.
Firm Reg. No. 322130E**

**CA Hemant Agarwal
Partner.
Membership No. 313439**

**Place: Kolkata
Date: 26th Day of November, 2020**

UDIN : 2031343AAAAEO3593

Annexure A to the Independents Auditors' Report

(Referred to in Paragraph 1 under 'Report on other Legal and Regulatory Requirements' Section of our report of even date to the members of R.K.Wire Products Ltd as at and for year ended March 31, 2020)

1. In respect of its fixed assets:

(a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets on the basis of available information.

(b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were 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 title deeds of immovable properties are held in name of company.

2. As explained to us, inventories have been physically verified during the year by the management at reasonable interval and no material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

3. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of The Companies Act, 2013.

4. 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.

5. The Company has not accepted any deposits from the public to which directives issued by Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under apply.

6. We have broadly reviewed the books of account maintained by the company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under section 148(1) of the Companies Act, 2013 and are of the opinion on that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

7. According to the information and explanations given to us in respect of statutory dues:

(a) The undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and to the extent applicable and any other statutory dues to the appropriate authorities have generally been regularly deposited with the appropriate authorities.

There is no undisputed statutory dues arrear as at March 31, 2020, for a period not exceeding six months from the date they became payable.

(b) According to the information and explanations given to us, there is no disputed statutory dues arrear as at March 31, 2020.

8. The company has not defaulted in repayment of loans or Borrowings to any financial institution, banks, government or debenture holders during the year.

9. Based on our audit procedures and on the information and explanations given to us, we are of the opinion that, the Company has not raise any money by way of initial public offer or further public offer (including debt instrument) and term loan during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.

10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11. According to the information and explanations given to us and based on our examination of the records of the company, the company has provided for managerial remuneration in accordance with the requisite approvals mandated by provision of section 197 read with schedule V to the Act.

12. According to the information and explanations given to us, the company is not a Nidhi company. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13. 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 section 177 & 188 of the Act where applicable and details of such transaction have been disclosed in financial statements as required by the applicable Indian Accounting Standards.

14. According to the information and explanations given 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 debenture during the year.

15. 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 entered into non cash transaction with Director or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.

16. The company is not required to registered under section 45-IA of the Reserve Bank of India Act 1934.

**For MANDAWEWALA & CO.
Chartered Accountants.
Firm Reg. No. 322130E**

**CA Hemant Agarwal
Partner.
Membership No. 313439**

Place: Kolkata

Date: 26th Day of November, 2020

UDIN : 2031343AAAAEO3593

Annexure B to the Independents Auditors' Report

(Report on the Internal Financial Controls under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013.)(‘the Act’)

We have audited the Internal Financial Controls over financial reporting of R. K. Wire Products Ltd. (“the company”) as of 31st March 2020 in conjunction with our audit of the financial statements of the company for the year ended on that date.

Management’s responsibility for internal financial controls

The company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institution of Chartered Accountants of India (ICAI). These responsibilities includes 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.

Auditor’s responsibility

Our responsibility is to express an opinion on the company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with Guidance Note on internal financial controls over financial Reporting (the ‘Guidance Note’) and the Standard of Auditing, issued by ICAI and deemed to be prescribe 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 ICAI. Those standard and 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedure to obtained audit evidence about the adequacy of the internal financial controls system over the financial reporting and there operating effectiveness. Our audit of the internal financial controls system over the financial reporting includes obtaining an understanding of internal financial controls system over the financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on assessed risk. The procedures selected depend on Auditor’s judgment, including the assessment of the risk of material misstatement of financial statement, 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 controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls 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 transaction and disposition of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statement in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorization of the Management and directors of the Company; and (3)

provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have material effect on the financial statements.

Inherent Limitation of Internal Financial Controls over Financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, includes the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projection of any evaluation of 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 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 control over financial reporting were operate effectively as at 31st March 2020, 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 Institution of Chartered Accountants of India.

**For MANDAWEWALA & CO.
Chartered Accountants.
Firm Reg. No. 322130E**

**CA Hemant Agarwal
Partner.
Membership No. 313439**

**Place: Kolkata
Date: 26th Day of November, 2020**

UDIN : 2031343AAAAEO3593

R. K. WIRE PRODUCTS LTD

Regd Off: 167, Netaji Subhas Road, 1st Floor, Kolkata – 700 007

Tel No. 033 2258-0042; Telefax. 033 2258-0014;

Email: info@rkwire.com; Website: www.rkwire.com;

CIN: L17233WB1983PLC036948

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]

CIN: L17233WB1983PLC036948

Name of the Company: R. K. WIRE PRODUCTS LTD

Registered office: 167, Netaji Subhas Road, 1st Floor, Kolkata – 700 007

Name of the member(s):

Registered address:

E-mail Id:

Folio No.:

DP ID:

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

1. Name: _____

Address: _____

E-mail Id: _____ Signature: _____, or failing him/her

2. Name: _____

Address: _____

E-mail Id: _____ Signature: _____, or failing him/her

3. Name: _____

Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company, to be held on Monday, the 31st day of December, 2020 at 11 a.m. at its Registered Office at Unit No. 1507, 15th Floor, Tower 1, PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake Kolkata- 700091 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description
ORDINARY BUSINESS	
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31 st March, 2020 together with the Reports of the Directors and Auditor thereon;
2.	To appoint a Director in place of Smt. Priyanka Bagaria, who retires by rotation and being eligible, offers herself for re-appointment;
3.	To appoint the M/s. Mandawewala & Co., Chartered Accountants as Statutory Auditor.
SPECIAL BUSINESS	
4.	To approve the increase in salary of Shri. Ajay Kumar Bagaria, Executive Director.

Signed this ____ day of ____ 2020

Signature of Shareholder(s)

Signature of Proxy holder(s)

Affix
Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
- 2) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
- 3) Please complete all details including details of member(s) in above box before submission.

R. K. WIRE PRODUCTS LTD

Regd Off: 167, Netaji Subhas Road, 1st Floor, Kolkata - 700 007

Tel No. 033 2258-0042, Telefax. 033 2258-0014,

Email: info@rkwire.com; Website: www.rkwire.com;

CIN: L17233WB1983PLC036948

ATTENDANCE SLIP

Name and Address of the Shareholder:	Folio No.:
	DP ID:
	Client ID:
	No. of Shares held:

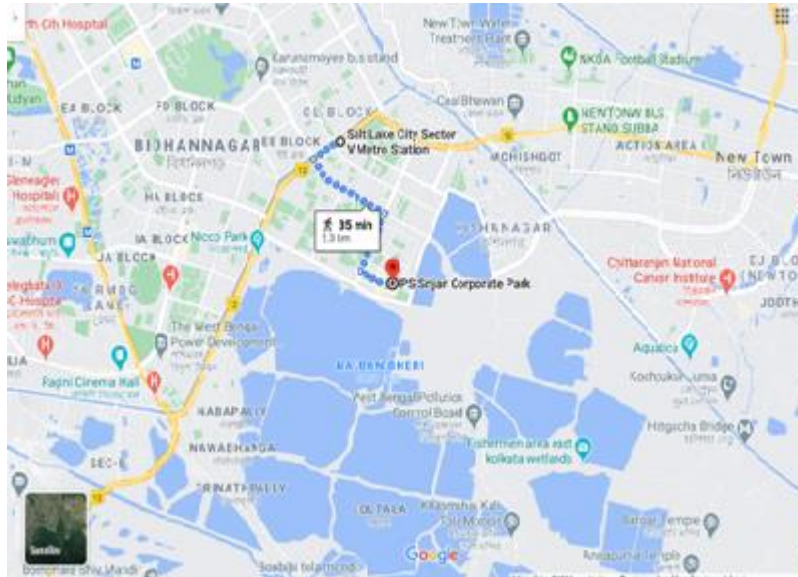
Full Name of the Member/Proxy Attending the Meeting	
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I/ We hereby record my/our presence at the 37th Annual General Meeting of R. K. Wire Products Ltd. to be held at its Registered Office at Unit No. 1507, 15th Floor, Tower 1, PS. Srijan Corporate Park, Block EP & GP, Sector V, Salt Lake Kolkata- 700091 on Thursday, the 31st day of December, 2020 at 11 a.m.

SIGNATURE OF THE ATTENDING MEMBER/PROXY

Notes: Shareholder/Proxyholder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance, duly signed.

ROAD MAP TO THE AGM VENUE



*Unit No. 1507, 15th Floor, Tower 1,
PS. Srijan Corporate Park, Block EP & GP,
Sector V, Salt Lake Kolkata- 700091*

R. K. WIRE PRODUCTS LTD.
CIN:L17233WB1983PLC036948
Balance Sheet as at 31st March, 2020

Particulars	Note No.	As on 31st March 2020	As on 31st March 2019
Assets			
Non-Current Assets			
Property, Plant and Equipment	4	11,14,48,395.30	10,00,22,527.55
Capital Work-in-Progress		-	-
Investment Property		-	-
Other Intangible Assets	5	2,07,000.00	3,45,000.00
Financial Assets			
-Investment	6	7,06,955.00	7,06,955.00
-Loans		-	-
Deferred Tax Assets (Net)		-	-
Other Non Current Assets	7	15,76,741.81	12,59,555.81
Current Assets			
Inventories	8	6,32,94,506.24	5,42,09,100.72
Financial Assets			
Trade Receivables	9	21,69,16,640.25	29,51,97,654.59
Cash and Cash Equivalents	10	1,95,39,443.32	12,42,369.27
Other Current Assets	7	6,68,01,534.69	5,91,70,271.03
Total Assets		48,04,91,216.61	51,21,53,433.98
Equity and Liabilities			
Equity			
Equity Share Capital	11	74,98,000.00	74,98,000.00
Other Equity	12	34,79,10,470.00	24,58,33,770.57
		35,54,08,470.00	25,33,31,770.57
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
-Borrowings	13	1,01,14,828.97	5,68,02,177.43
Provisions		-	-
Deffered Tax Liabilities	14	70,95,809.00	73,52,394.00
Current Liabilities			
Financial Liabilities			
-Other Financial Liabilities		-	-
Other Current Liabilities	15	7,42,35,455.64	17,03,34,879.98
Provisions	16	7,04,010.00	2,99,247.00
Current Tax Liabilities (Net)	17	3,29,32,643.00	2,40,32,965.00
Total Equity and Liabilities		48,04,91,216.61	51,21,53,433.98

Previous Year's figures have been regrouped/ rearranged wherever necessary.

In terms of our report of even date.

For MANDAWEWALA & CO.

Chartered Accountants

Chetan Bagaria

Binod Kumar Bagaria

Ajay Kumar Bagaria

Firms Registration No.322130E

DIN-01226808

DIN-00484802

DIN-02279537

CA Hemant Agarwal

Partner

M.No.313439

Dated:- The 24th day of Nov 2020

DIRECTORS

R. K. WIRE PRODUCTS LTD.
CIN:L17233WB1983PLC036948
Statement of Profit & Loss for the year ended 31st March, 2020

Particulars	Note No	For the year ended	For the year ended
		31.03.2020	31.03.2019
Revenue			
Revenue from Operations	18	99,94,42,405.14	1,10,24,48,691.50
Other Income	19	69,78,654.84	29,70,448.25
Total Revenue		1,00,64,21,059.98	1,10,54,19,139.75
Expenses			
Cost of materials consumed	20	48,99,56,270.63	67,22,31,981.90
Purchase of Stock-In-Trade	21	24,96,71,947.44	24,13,91,250.77
Operating expenses	22	5,28,05,766.21	4,51,85,796.85
(Increase)/ Decrease in Inventories	23	-95,16,418.20	-2,09,22,777.53
Employee Benefit Expenses	24	1,78,45,464.86	1,61,36,756.20
Finance Cost	25	54,39,397.75	65,91,164.70
Depreciation & Amortization Expenses		77,26,707.58	56,72,967.00
Other Expenses	26	5,79,98,807.47	4,51,22,731.14
Total Expenses		87,19,27,943.74	1,01,14,09,871.03
Profit before exceptional and extraordinary items and tax		13,44,93,116.24	9,40,09,268.72
Exceptional Items		2,33,598.20	74,281.24
Profit before Extraordinary Items and Tax		13,47,26,714.44	9,40,83,549.96
Profit before Tax		13,47,26,714.44	9,40,83,549.96
Tax Expense			
Current Tax		3,29,06,600.00	2,40,27,587.00
Less: MAT Credit for Current Year		-	-
Taxes for Earlier Years		-	-
Deferred Tax		-2,56,585.00	23,57,766.00
Profit for the Year		10,20,76,699.44	6,76,98,196.96
Other Comprehensive Income		-	-
Total Comprehensive Income for the period		10,20,76,699.44	6,76,98,196.96
Earning per Equity Share			
1) Basic		136.14	90.29
2) Diluted		136.14	47.40

Previous Year's figures have been regrouped/ rearranged wherever necessary.

In terms of our report of even date.

For MANDAWEWALA & CO.

Chartered Accountants

Firms Registration No.322130E

CA Hemant Agarwal

Partner

M.No.313439

Dated:- The 24th day of Nov 2020

Chetan Bagaria

DIN-01226808

Binod Kumar Bagaria

DIN-00484802

Ajay Kumar Bagaria

DIN-02279537

DIRECTORS

R. K. WIRE PRODUCTS LTD.
Cash Flow Statement for the year ended 31.03.2020
CIN:L17233WB1983PLC036948

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
<u>Cash Flow from Operating Activities:</u>		
Net Profit before Tax and extraordinary items:	13,47,26,714.44	9,40,83,549.96
Adjustment for:		
Depreciations	77,26,707.58	56,72,967.00
Provision for leave & Bonus	-	-
Interest/Dividend	(20,09,534.95)	(18,69,733.02)
Interest paid on Loans	54,39,397.75	65,91,164.70
Short Term Capital Gain	-	-
Net Loss on sale of Fixed Assets sold/discarded	(2,33,598.20)	(74,281.24)
Operating Profit before working Capital Changes	14,56,49,686.62	10,44,03,667.40
Adjustment for:		
Trade and Other receivables	78281014.34	(8,00,58,047.10)
Inventories	(90,85,405.52)	(2,38,92,517.23)
Trade Payables	(9,60,99,424.34)	2,26,16,734.85
Accumulation of Intangible Assets	1,38,000.00	1,38,000.00
Loans & Advances	(79,48,449.66)	(77,540.33)
Cash generated from operations	11,09,35,421.44	2,31,30,297.59
Direct Taxes paid	(2,40,06,922.00)	(1,74,08,108.00)
Payment of leave & bonus	4,04,763.00	(4,46,528.80)
Cash flow before extraordinary items	8,73,33,262.44	52,75,660.79
Extraordinary items :		
Government Subsidy Received	-	-
Net Cash flow from Operating Activity [A]	8,73,33,262.44	52,75,660.79
<u>B. Cash Flow from investing Activities</u>		
Purchase of Fixed Assets	(2,00,79,271.30)	(4,17,08,199.50)
Sales of Intangible Assets	-	-
Net effect of Sale/Purchase of Mutual Fund	-	-
Sale of Fixed Assets	11,60,294.16	5,60,000.00
Interest Received	20,08,637.35	18,68,036.22
Dividend Received	897.60	1,696.80
Net Cash flow from investing Activities [B]	(1,69,09,442.19)	(3,92,78,466.48)
<u>C. Cash Flow from Financing Activities</u>		
Proceeds from Long Term Borrowings	(4,66,87,348.46)	4,03,37,113.43
Interest Paid	(54,39,397.75)	(65,91,164.70)
Net Cash flow from Financing Activities [C]	(5,21,26,746.21)	3,37,45,948.73
Net increase in Cash and Cash Equivalents [A+B+C]	1,82,97,074.04	(2,56,856.96)
Cash and Cash Equivalents (Opening Balance)	12,42,369.27	14,99,226.23
Cash and Cash Equivalents (Closing Balance)	1,95,39,442.92	12,42,369.27

In terms of our report of even date.

For AGARWAL MAHESWARI & CO.

Chartered Accountants

Firms Registration No.322130E

Chetan Bagaria Binod Kumar Bagaria
DIN-01226808 DIN-00484802

Ajay Kumar Bagaria
DIN-02279537

CA Hemant Agarwal

Partner

M.No.313439

Dated:- The 24th day of Nov 2020

DIRECTORS

R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:5		
Intangible Assets		
Corporate Membership	3,45,000.00	4,83,000.00
Less: Accumulated Amortisation Cost	1,38,000.00	1,38,000.00
Net Amount	2,07,000.00	3,45,000.00

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:6		
Non-Current Investment		
Trade Investment		
In Equity Shares (Fully Paid up), Quoted.		
Great Eastern Shipping Co. Ltd. (C.Y.-180, P.Y.-180)(MV: Rs 37,287/37,287)	16,610.00	16,610.00
Mahindra Lifespace Developers Ltd. (C.Y.-20, P.Y.-20)(MV:Rs 3,848/3,848)	1,845.00	1,845.00
Balaji Galvanising Indus. Ltd. (C.Y.-325000, P.Y.-325000)	6,87,500.00	6,87,500.00
	7,05,955.00	7,05,955.00
Unquoted		
Bharati Tel Udyog Pvt. Ltd.	1,000.00	1,000.00
ICICI Prudential Flexible Income Plan	-	-
Total Investments	7,06,955.00	7,06,955.00

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:7		
Other Assets		
Non-Current		
Advance Against Property	-	-
Security Deposit	15,76,741.81	12,59,555.81
Total of Non-Current Assets	15,76,741.81	12,59,555.81
Current		
Sundry Deposits:		
Earnest Money Deposit (EMD)	21,05,058.80	24,46,860.80
Fixed Deposit	2,60,10,227.80	2,83,32,651.97
Advances for Machinery	9,12,954.00	4,25,000.00
Staff & Labour Advance	1,45,507.00	1,99,107.00
Other Advances	-	-
Advance Payment To Creditors	31,33,728.12	11,59,420.46
CST Appeal Deposit	41,470.00	41,470.00
Excise Appeal Deposit	2,77,513.00	3,56,981.90
Advance Income Tax & Tax Deducted at Source		
Advance & Self Assessment Income Tax paid	3,22,50,000.00	2,53,50,000.00
Tax Collected at Source current Year	-	15,832.00
Tax Deducted at Source current Year	2,15,170.17	1,37,465.90
Income Tax Refundable	12,54,806.90	2,37,281.00
Indirect tax Recoverable		
-GST Receivable	3,49,536.00	4,68,200.00
-Duty Drawback receivable	63,277.00	-
-Central Excise Duty	42,285.90	-
- Service Tax Credit Unavailed	-	-
Total of Current Assets	6,68,01,534.69	5,91,70,271.03

Chetan Bagaria Binod Kumar Bagaria Ajay Kumar Bagaria
DIN-01226808 DIN-00484802 DIN-02279537
DIRECTORS

R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:8		
Inventories		
a)Raw Materials (At Cost)	2,60,60,280.64	2,64,91,293.32
b)Finished Goods	3,53,03,904.00	2,54,03,299.00
c)Scrap & Wastage-at estimated realisable value	19,30,321.60	23,14,508.40
	6,32,94,506.24	5,42,09,100.72

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:9		
Trade Receivables		
Unsecured	21,69,16,640.25	29,51,97,654.59
Considered Good	-	-
	21,69,16,640.25	29,51,97,654.59

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:10		
Cash and Bank Balances		
Cash-in-Hand	3,42,573.58	4,38,840.00
Cash at Bank		
Bank Balance with Scheduled Banks	1,91,96,869.74	8,03,529.27
	1,95,39,443.32	12,42,369.27

Chetan Bagaria Binod Kumar Bagaria Ajay Kumar Bagaria
DIN-01226808 DIN-00484802 DIN-02279537
DIRECTORS

R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:11		
Equity Share Capital		
Authorised		
1000000 Equity Share of `10/- each.	1,00,00,000.00	1,00,00,000.00
Issued and Subscribed		
750000 Equity Shares of `10/- each	75,00,000.00	75,00,000.00
Paid up		
749800 Equity Shares of `10/- each fully Paid up	74,98,000.00	74,98,000.00
	74,98,000.00	74,98,000.00
Reconciliation of number of Shares outstanding at the beginning and at the end of the reporting period		
At the beginning of the period	7,49,800.00	7,49,800.00
Issued during the year	-	-
At the end of the reporting period	7,49,800.00	7,49,800.00

Rights, preferences, restrictions attached to the Equity Shares

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details Of Shares held by shareholders more than 5% of the aggregate of the Company	No. of Shares	No. of Shares	No. of Shares
Equity Shares			
Ajay Kumar Bagaria	1,30,580.00	1,30,580.00	1,05,580.00
% of Holdings	17.42%	17.42%	14.08%
Atul Kumar Bagaria	46,400.00	46,400.00	46,400.00
% of Holdings	6.19%	6.19%	6.19%
Binod Kumar Bagaria	98,630.00	98,630.00	98,630.00
% of Holdings	13.15%	13.15%	13.15%
Kala Devi Bagaria	49,200.00	49,200.00	41,000.00
% of Holdings	6.56%	6.56%	5.48%
Anita Bagaria	64,900.00	64,900.00	60,800.00
% of Holdings	8.66%	8.66%	8.11%

Particulars	Other Equity				Other Comprehensive Income	Total
	Retained Earnings	Securities Premium	General Reserve	Capital Reserve		
Note No:12						
Balance at 1st April 2018	15,41,10,191.04	50,00,000.00	1,90,24,382.56	1,000.00	-	17,81,35,573.60
Add: Profit for the year from Continuing Operations	6,76,98,196.96	-	-	-	-	6,76,98,196.96
Add: Transfer to General Reserve	(10,00,000.00)	-	10,00,000.00	-	-	-
Balance at 31st March 2019	22,08,08,388.00	50,00,000.00	2,00,24,382.56	1,000.00	-	24,58,33,770.57
Balance at 1st April 2019	22,08,08,388.00	50,00,000.00	2,00,24,382.56	1,000.00	-	24,58,33,770.57
Add: Profit for the year from Continuing Operations	10,20,76,699.44	-	-	-	-	10,20,76,699.44
Add: Transfer to General Reserve	(10,00,000.00)	-	10,00,000.00	-	-	-
Balance at 31st March 2020	32,18,85,087.44	50,00,000.00	2,10,24,382.56	1,000.00	-	34,79,10,470.00

Chetan Bagaria Binod Kumar Bagaria Ajay Kumar Bagaria
DIN-01226808 DIN-00484802 DIN-02279537
DIRECTORS

R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:13		
Secured Loans		
From HDFC Bank		
Term Loan (For Details Refer to Note No. 1.8 of Notes on Financial St.)	-	60,04,376.98
Car Loan	7,60,956.75	10,50,000.00
Unsecured Loans		
From Others(other than Banks)	93,53,872.22	4,97,47,800.45
	1,01,14,828.97	5,68,02,177.43

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:14		
Deferred Tax Liabilities		
Opening Balance	73,52,394.00	49,94,628.00
Provision During The Year	(2,56,585.00)	23,57,766.00
	70,95,809.00	73,52,394.00

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:15		
Other Current Liabilities		
Sundry Creditors	4,18,50,545.39	10,74,63,989.40
HDFC OD (For Details Refer to Note No. 1.8 of Notes on Financial St.)	-	1,61,58,362.66
Trade Payable for Expenses	1,34,79,159.11	3,38,99,377.53
Advance from customers	1,79,88,765.22	95,24,016.28
Other Payables-Statutory Liabilities	9,16,985.92	32,89,134.11
	7,42,35,455.64	17,03,34,879.98

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:16		
Provisions		
Provision for Leave Pay & Bonus	2,43,010.00	2,99,247.00
Provision for Gratuity	4,61,000.00	-
	7,04,010.00	2,99,247.00

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:17		
For Income Tax		
Provision For Income Tax F.Y.2018-19	-	2,40,32,965.00
Provision For Income Tax F.Y.2019-20	3,29,32,643.00	-
	3,29,32,643.00	2,40,32,965.00

R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:18		
<u>Revenue from Operations</u>		
Sales Of Products	1,17,59,85,467.64	1,29,83,12,310.30
Less:GST	17,65,43,062.50	19,58,63,618.80
	99,94,42,405.14	1,10,24,48,691.50

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:19		
<u>Other Incomes</u>		
Interest Income	20,08,637.35	18,68,036.22
Dividend Income	897.60	1,696.80
Foreign Exchange Gain	8,97,616.79	-
Income From Future & Option	5,77,464.10	-
Duty Credit Script	21,23,481.00	-
Duty Draw Back	8,50,934.00	8,51,578.00
Sundry Creditors Written Off	-	2,27,898.07
Discount & Others	5,19,624.00	21,239.16
	69,78,654.84	29,70,448.25

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:20		
<u>Cost of Materials Consumed</u>		
Opening Stock	2,64,91,293.32	2,35,21,553.62
Add:Purchase	46,98,05,779.45	66,80,12,393.97
	49,62,97,072.77	69,15,33,947.59
Less: Closing Stock	2,60,60,280.64	2,64,91,293.32
	47,02,36,792.13	66,50,42,654.27
Stores Consumed	1,97,19,478.50	71,89,327.63
	48,99,56,270.63	67,22,31,981.90

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:21		
Purchase Trading Goods	24,96,71,947.44	24,13,91,250.77
	24,96,71,947.44	24,13,91,250.77

Chetan Bagaria Binod Kumar Bagaria Ajay Kumar Bagaria
DIN-01226808 DIN-00484802 DIN-02279537
DIRECTORS

R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:22		
<u>Operational & Manufacturing Expenses</u>		
Power & Fuel -Factory	1,52,87,686.29	1,41,02,228.34
Conversion Charges	16,20,618.00	17,08,347.50
Testing Charges	1,54,322.00	2,12,925.00
Labour charges	40,15,209.00	11,73,765.00
Material Shifting Charges	11,38,577.00	8,63,192.00
Net Freight Charges Inward	1,94,75,445.15	1,69,28,978.33
Entry Tax	-	16,720.00
Import expenses	12,15,012.12	15,25,189.89
Wire Drawing Charges	20,99,855.00	28,65,910.00
<u>Repair & Maintenance Charges</u>		
Plant & Machinery	77,65,451.65	57,63,103.79
Calibration Charges	33,590.00	25,437.00
	5,28,05,766.21	4,51,85,796.85

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:23		
<u>Changes in Inventories Of Finished Goods,Stock -in-Trade & Scrap</u>		
Opening Stock	2,77,17,807.40	67,95,029.87
Less:Closing Stock	3,72,34,225.60	2,77,17,807.40
	-95,16,418.20	-2,09,22,777.53

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:24		
<u>Employee Benefit Expenses</u>		
Salaries & Bonus	1,32,99,161.86	1,20,77,300.20
Wages	35,18,865.00	28,34,972.00
Employers Contribution to Provident Fund.	1,17,199.00	3,83,639.00
Gratuity	4,61,000.00	4,61,684.00
Leave Encashment	1,64,897.00	51,390.00
Staff Welfare Expenditure	1,81,064.00	1,87,902.00
Employers contribution to E.S.I.	1,03,278.00	1,39,869.00
	1,78,45,464.86	1,61,36,756.20

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:25		
<u>Finance Cost</u>		
Bank Interest	5,51,593.90	12,77,044.00
Interest on Term Loan	4,28,092.02	6,79,229.98
Interest on Unsecured Loan	37,44,898.00	35,09,404.00
Bill Discounting Charges	6,32,530.08	11,25,486.72
Interest on Car Loan	82,283.75	-
	54,39,397.75	65,91,164.70

Chetan Bagaria Binod Kumar Bagaria DIN-01226808 DIN-00484802	Ajay Kumar Bagaria DIN-02279537 DIRECTORS
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R. K. WIRE PRODUCTS LTD.
Notes to Financial Statements for the year ended 31st March, 2020

Particulars	As on 31st March 2020	As on 31st March 2019
Note No:26		
<u>Others Expenses</u>		
<u>Auditors Remuneration</u>		
-- Audit Fees	40,000.00	40,000.00
-- Tax Audit Fees	10,000.00	10,000.00
Advertisement	23,000.00	57,249.52
AMC Charges	2,36,000.00	1,48,654.80
Bank Charges & Commission	9,60,614.48	17,38,899.17
Brokerage	-	29,27,140.00
Commission paid	35,12,001.00	1,96,11,316.13
Computer Expenses	77,451.22	69,209.94
VAT Paid for earlier years	-	1,19,128.00
Depository Fees	12,100.00	
Vat Settlement Schemes	5,83,260.00	5,35,120.00
Donation	9,28,601.00	2,06,801.00
Electric Expenses	-	87,500.00
Filing Fees	12,550.37	13,906.00
General Expenses	13,152.24	1,98,883.17
Insurance	2,75,067.00	1,92,737.57
Statutory Payment disallowed	-	6,00,804.00
Duty paid on assessment	-	1,53,610.00
R&D Expenses	62,000.00	4,50,000.00
Interest on excise duty and Service tax	-	1,62,889.00
Interest & Late Fees on Statutory Due	2,72,018.00	48,651.00
Legal & Professional Charges	25,58,442.61	25,54,925.84
Licence Fees	3,55,587.00	-
Motor Car Expenses	5,96,395.35	7,47,433.84
Office Expenses	1,63,937.40	1,70,269.43
Office Maintenance	2,91,408.00	2,93,900.82
Pollution Control Fees	-	46,750.00
Postage & Courier	1,03,738.14	1,11,994.70
Printing & Stationery	90,024.00	89,936.69
Price Variation	47,32,850.42	-
Rates & Taxes	2,01,324.00	10,64,941.00
Renewal fees	85,540.00	1,46,148.30
Rent	60,60,000.00	53,40,000.00
Sales promotion	3,43,091.42	3,48,557.03
Security Charges	4,81,092.00	3,52,573.00
Sundry Debtors Written off	75,550.23	-
Commodity/Currencies Hedging P/L/Foreign Currency gain/los	-	3,36,407.78
Shortage Delivery	5,40,839.02	-
Subscription charges	3,76,394.50	4,14,868.41
Telephone Expenses	94,305.49	98,665.91
Tender Deductions	3,29,54,851.75	43,77,518.22
Tender Fees	29,320.33	4,75,291.87
Travelling & Conveyance Expenses	7,34,792.00	7,80,049.00
Excise paid under Settlement Scheme 2019	1,11,508.50	
	5,79,98,807.47	4,51,22,731.14

Chetan Bagaria Binod Kumar Bagaria
DIN-01226808 DIN-00484802

Ajay Kumar Bagaria
DIN-02279537
DIRECTORS

R. K. WIRE PRODUCTS LTD.
CIN:L17233WB1983PLC036948

STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2020

(a) Equity Share Capital

Particulars	Balance at the beginning of the year	Changes in Equity Share Capital during the year	Balance at the end of the year
For the year ended 31st March, 2019	74,98,000.00	0	74,98,000.00
For the year ended 31st March, 2020	74,98,000.00	0	74,98,000.00

(b) Other Equity

Particulars	Reserves & Surplus				Other Comprehensive Income	Total
	Retained Earnings	Securities Premium	General Reserve	Capital Reserve		
	-	-	-	-	-	-
Balance on 1st April 2018	15,41,10,191.04	50,00,000.00	1,90,24,382.56	1,000.00	-	17,81,35,573.60
Add: Profit for the year from Continuing Operations	6,76,98,196.96	-	0	-	-	6,76,98,196.96
Add: Transfer to General Reserve	10,00,000.00	-	10,00,000.00	-	-	20,00,000.00
Balance at 31st March 2019	22,08,08,388.00	50,00,000.00	2,00,24,382.56	1,000.00	-	24,58,33,770.57
Balance at 1st April 2019	22,08,08,388.00	50,00,000.00	2,00,24,382.56	1,000.00	-	24,58,33,770.57
Add: Profit for the year from Continuing Operations	10,20,76,699.44	-	-	-	-	10,20,76,699.44
Add: Transfer to General Reserve	10,00,000.00	-	10,00,000.00	-	-	20,00,000.00
Balance at 31st March 2020	32,18,85,087.44	50,00,000.00	2,10,24,382.56	1,000.00	-	34,79,10,470.00

In terms of our report of even date.

For MANDAWEWALA & CO.

Chartered Accountants

Firms Registration No.322130E

Chetan Bagaria
DIN-01226808

Binod Kumar Bagaria
DIN-00484802

Ajay Kumar Bagaria
DIN-02279537

CA Hemant Agarwal

Partner

M.No.313439

Dated:- The 24th day of Nov 2020

D I R E C T O R S

M/S. R. K. Wire Products Ltd.

Notes to forming part of financial statement for the year ended 31.03.2020

8. Disclosure pursuant to Accounting Standard AS-18 on "Related Party Disclosure" issued by the Institute of Chartered

Accountants of India:-

Related Parties

(a) Where control Exists

(b) Associates & Joint Ventures

(c) Key Management Personnel

(d) Relatives of key Management Personnel

(e) Other Related Parties

N.A.

i) Bagaria Enterprises Pvt. Ltd.

ii) Balaji Galvanising Industries Limited

1. Mr. Binod Kumar Bagaria

2. Mr. Ajay Kumar Bagaria

3. Mr. Chetan Kumar Bagaria

1. Smt Anita Bagaria

2. Smt Kala Devi Bagaria

Details of Related party Transactions

Related Party	Nature of Transaction	Amount.	Outstanding as on
			31.03.2020 (Rs.)
Associates & Joint Ventures			
Bagaria Enterprises Pvt. Ltd.	GROSS SALES (Inclusive of GST)	1,09,23,884.00	750834.00
Balaji Galvanising Industries Ltd	Opening Balance	80,11,212.00	
	Amount Paid	80,11,212.00	0.00
Key Management Personnel			
Binod Kumar Bagaria	M. D. Remuneration	28,00,000.00	
	Rent Paid	19,50,000.00	
	Opening Balance	1,36,83,208.00	
	Loan taken	65,72,812.06	
	Interest Due	14,21,687.00	
	Loan Repaid	1,96,60,812.56	
	TDS deducted	1,42,169.00	18,74,725.50
Ajay Kumar Bagaria	Director Remuneration	42,00,000.00	
	Rent Paid	19,50,000.00	
	Opening Balance	1,45,22,012.45	
	Loan taken	26,60,850.00	
	Loan Repaid	1,48,52,090.50	
	Interest Due	16,40,434.00	
	TDS Deducted	1,64,043.00	38,07,162.95
Chetan Kumar Bagaria	Director Remuneration	42,00,000.00	
	Opening Balance	5,03,280.00	
	Loan taken	48,280.00	
	Interest Due	25,256.00	
	Loan Repaid	4,98,465.23	
	TDS Deducted	2,526.00	75,824.77
Closing Balance			57,57,713.22
Relatives of key Management Personnel			
Anita Bagaria	Rent Paid	10,80,000.00	
Kala Devi Bagaria	Rent Paid	10,80,000.00	

9. As the Company's business activity falls within a single segment viz. Wire & Wire Products, the disclosure requirements of Accounting Standard 17 "Segment Reporting", issued by the Institute of Chartered Accountants of India is not applicable.

Fixed Assets												
Particulars	GROSS BLOCK						DEPRECIATION				NET BLOCK	
	Cost as at 01.04.2019	Expected Life (Years)	Rate	Additions during the year	Deduction during the year	As at 31-03-2020	Upto 31-03-2019	For the Year P/L	Adjustment	Upto 31-03-2020	As at 31-03-2020	As at 31.03.2019
TANGIBLE ASSETS: OWN ASSETS:												
Land	3,00,130.00		-	-	-	3,00,130.00	-	-	-	-	3,00,130.00	3,00,130.00
Office Space	1,57,49,110.00	30.00	-	-	-	1,57,49,110.00	5,52,010.00	4,98,722.00	-	10,50,732.00	1,46,98,378.00	1,51,97,100.00
Factory Building	61,84,475.61	30.00	0.03	5,80,021.92	-	67,64,497.53	17,79,120.48	2,04,331.00	-	19,83,451.48	47,81,046.05	44,05,355.13
Factory Shed	64,50,977.07	30.00	0.03	6,00,477.00	-	70,51,454.07	23,44,987.60	2,06,916.00	-	25,51,903.60	44,99,550.47	41,05,989.47
Factory Shed- (kedarnagar)	1,42,40,348.17	30.00	0.03	19,52,380.00	-	1,61,92,728.17	1,78,002.00	4,83,017.00	-	6,61,019.00	1,55,31,709.17	1,40,62,346.17
NEW FACTORY WIP	-					-						
P & M (Kedernagar)	1,30,80,601.45	15.00	0.05	91,71,166.67	-	2,22,51,768.12	1,83,676.00	11,53,911.00	-	13,37,587.00	2,09,14,181.12	1,28,96,925.45
Computer (kedernagar)		3.00	0.10	-	-	-	-	-	-	-	-	-
P & M	4,50,42,098.78	15.00	0.05	76,66,939.00	-	5,27,09,037.78	88,30,549.08	31,45,186.00	-	1,19,75,735.08	4,07,33,302.70	3,62,11,549.70
Take-up Machine	31,51,345.00	15.00	0.05	-	-	31,51,345.00	7,73,395.51	2,01,853.00	-	9,75,248.51	21,76,096.49	23,77,949.49
P & M (extension)	39,68,758.08	15.00	0.05	-	39,68,758.08	-	28,18,286.74	2,23,775.37	30,42,062.11	0.00	(0.00)	11,50,471.34
Electrical Installation	22,12,950.11	10.00	0.07	-	-	22,12,950.11	13,49,113.24	1,46,739.00	-	14,95,852.24	7,17,097.87	8,63,836.87
Electric Weigh bridge	3,25,300.00	10.00	0.07	-	-	3,25,300.00	3,07,367.32	1,668.00	-	3,09,035.32	16,264.69	17,932.69
Office Equipment	1,31,516.95	5.00	0.05	-	-	1,31,516.95	1,09,463.47	4,423.00	-	1,13,886.47	17,630.48	22,053.48
Laboratory Equip.	3,45,622.00	10.00	0.05	-	-	3,45,622.00	3,09,886.53	4,753.00	-	3,14,639.53	30,982.47	35,735.47
Fax Machine	49,750.00	5.00	0.05	-	-	49,750.00	47,262.60	-	-	47,262.60	2,487.40	2,487.40
Furniture & Fixtures	11,37,573.33	10.00	0.05	-	-	11,37,573.33	2,06,044.63	98,351.00	-	3,04,395.63	8,33,177.70	9,31,528.70
Weighing Scale	60,154.94	15.00	0.05	-	-	60,154.94	42,462.01	1,815.00	-	44,277.01	15,877.93	17,692.93
Weighment Machine	52,300.00	15.00	0.05	-	-	52,300.00	36,871.54	4,271.00	-	41,142.54	11,157.47	15,428.47
Wire Drawing Machine	36,76,850.00	15.00	0.05	-	-	36,76,850.00	17,06,953.62	2,55,150.00	-	19,62,103.62	17,14,746.38	19,69,896.38
Pollution Control	2,06,450.00	15.00	0.05	-	-	2,06,450.00	2,01,787.72	2,086.00	-	2,03,873.72	2,576.28	4,662.28
Generator Set(diesel)	10,21,000.00	15.00	0.05	-	-	10,21,000.00	7,08,660.89	57,759.00	-	7,66,419.89	2,54,580.11	3,12,339.11
Air Conditioner	6,61,795.83	10.00	0.05	-	-	6,61,795.83	2,73,809.72	44,853.00	-	3,18,662.72	3,43,133.11	3,87,986.11
UPS	8,42,649.15	15.00	0.05	-	-	8,42,649.15	4,31,194.34	61,288.00	-	4,92,482.34	3,50,166.81	4,11,454.81
Lathe Machine	1,56,200.00	15.00	0.05	-	-	1,56,200.00	1,02,087.74	11,575.00	-	1,13,662.74	42,537.26	54,112.26
Fire Extinguish	1,59,524.50	15.00	0.05	-	-	1,59,524.50	69,099.35	10,895.00	-	79,994.35	79,530.15	90,425.15
Computer	9,19,779.03	3.00	0.10	1,08,286.71	-	10,28,065.74	5,37,898.28	2,04,052.21	-	7,41,950.50	2,86,115.24	3,81,880.75
Motor Car	55,48,616.46	8.00	0.10	-	-	55,48,616.46	17,68,025.01	6,93,195.00	-	24,61,220.01	30,87,396.45	37,80,591.45
Motor cycle	48,380.00		0.10	-	-	48,380.00	33,713.51	6,123.00	-	39,836.51	8,543.49	14,666.49
Total	12,57,24,256.46	-	-	2,00,79,271.30	39,68,758.08	14,18,34,769.68	2,57,01,728.91	77,26,707.58	30,42,062.11	3,03,86,374.38	11,14,48,395.30	10,00,22,527.55
Previous year	8,54,86,229.96	-	-	4,36,55,786.03	34,17,759.53	12,57,24,256.46	2,10,13,216.15	56,72,967.00	9,84,454.25	2,57,01,728.91	10,00,22,527.55	64473013.82