

DIRECTOR'S REPORT

To,
The Members of,
Rexpro Enterprises Private Limited

The Board have pleasure in presenting the 10th Annual Report of the Company for the financial year ended on 31st March 2022.

1. FINANCIAL RESULTS & COMPANY'S AFFAIRS

Particulars	2021-2022	2020-2021
Total Income	357147868	143752544
Total Expenditure	349247071	138894376
Profit Before Tax	7900797	4858169
Provision for Tax	2225503	656103
Profit after Tax	5675294	4202066
Earnings per share (Basic)	22.11	46.69
Earnings per share (Diluted)	22.11	22.66

2. REVIEW OF THE BUSINESS OPERATION AND FUTURE OUTLOOK

During the year under review, The Company earned total income Rs 35,71,47,868/- as compare to previous year income of Rs 14,37,52,544/- and has made Net profit after tax of Rs 56,75,294 /- as compared to net profit in previous year of Rs 42,02,065/-.

3. CHANGE IN THE NATURE OF BUSINESS:

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

4. DIVIDEND:

With a view to conserve resources, the directors did not recommend any dividend for the year 31st March, 2022.

5. TRANSFER TO RESERVES:

The company has not transferred any amount to Reserve during the year under review.

6. BOARD MEETINGS:

During the Financial Year 2021-2022, The Board of Directors duly met 6 times respectively on 08/04/2021, 22/06/2021, 14/07/2021, 23/10/2021, 15/12/2021 & 22/02/2022 in respect of such meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. The necessary quorum was present for all the meetings.

7. DIRECTORS / KEY MANAGERIAL PERSONNEL:

As on 31st March 2022, The Board of Directors of the company comprises Three Directors, namely Mr. Premal Nirajan Shah (Director), Mr. Ravi Shankar Sriramamurthy Malla (Director), and Mr. Minesh Anilbhai Chovatia (Director) & There is no change in board structure during the year.

The provisions of Section 203 of the Companies Act, 2013 relating to Key Managerial Personnel are not applicable to the Company.

8. SHARE CAPITAL:

The Company has increased its Authorised Equity Share Capital from Rs. 30,00,000/- (divided into 3,00,000 Equity Shares of Rs. 10 each) to Rs 40,00,000/- (divided into 4,00,000 Equity Shares of Rs. 10 each) by passing Ordinary resolution in shareholders meeting held on 15th MARCH 2022.

As on 31st March 2022, The Company Authorised Share capital was Rs 40,00,000/- divided into 400,000 equity shares of Rs 10 each, And The Issued, Subscribed and Paid up Equity Share Capital, as on same date, was Rs. 25,66,600/- divided into 2,56,660 Equity Shares of Rs. 10 each.

9. DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 the year under review;

(c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The directors have prepared the annual accounts for the year ended 31st March, 2021 on a going concern basis, and

(e) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

10. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has not received any complaints under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013.

11. ANNUAL RETURN:

The Company doesn't have website so providing web link of annual return not applicable

12. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the financial year there were no significant material orders passed by the Regulators / Courts/tribunal which would have impacted the going concern status of the Company and its future operations

13. STATUTORY AUDITORS:

AGM held on 30th September, 2019, M/s SHRENIK SHAH & CO, Chartered Accountants (FIRM Registration No. 121358W/ Membership number - 109970) was appointed as statutory auditors of the Company for a term of 5 years from the financial year 2019-2020 onwards. Accordingly, M/s SHRENIK SHAH & CO., Chartered Accountants, will continue as statutory auditors of the Company till the financial year 2023-2024

14. AUDITORS' REPORT:

The Report given by the Auditors on the financial statement of the Company is part of this Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

15. DEPOSITS:

The Company has accepted deposits from Shareholders within the meaning of Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. The Company also accepted unsecured loan from directors & their relatives, after taking declaration in writing that the amount has not being given

out of funds acquired by him/them by borrowing or accepting loans or deposits from others

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

The Company engage in manufacturing activities and particular regarding of energy conservation, technology absorption & Foreign Exchange earning & outgo as per sub-rule (3) of rule (8) of Companies (Accounts) Rules 2014 is annexed as Annexure A.

17. PARTICULARS OF INVESTMENTS, LOANS AND GUARANTEES GIVEN OR SECURITY PROVIDED:

Loan, guarantees & investments cover under Section 186 of the Companies Act, 2013 form parts of the notes to the financial statements provided in attached audited financials.

18. RISK MANAGEMENT:

The Company does not have any Risk Management Policy as the element of risk threatening the Company's existence is very minimal.

19. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provision of section 135 of the Companies Act, 2013 relating to CSR are not applicable to the Company.

20. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY AND THE DATE OF THE REPORT:

There was no material changes and commitments affecting the financial position of the Company occurred between the date of the end of the financial year to the date of this report.

21. NAMES OF SUBSIDIARIES, JOINT VENTURE AND ASSOCIATES COMPANIES BECOME OR CEASED:

The Company does not have any Subsidiary, Joint Venture and Associates Companies.

22. THE DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

23. RELATED PARTY TRANSACTIONS:

During the year under report, the Company has entered into contract / arrangement / agreements covered by the provisions of Section 188 of the Act and details of the same given in AOC 2 and is annexed as Annexure B.

24. COMPLIANCES OF SECRETARIAL STANDARDS

The Directors have devised proper systems to ensure compliance with the provisions of applicable Secretarial Standards and that such systems are adequate and operating effectively.

25. MAINTENANCE OF COST RECORDS AS SPECIFIED UNDER SECTION 148 OF THE COMPANIES ACT, 2013.

The Company not required maintaining cost records under section 148 of Companies Act 2013.

26. ALTERATION IN MEMORANDUM OF ASSOCIATION

During the FY 2021-2022, The Company has alter its Capital Clause V by passing Ordinary resolution in Extra ordinary general meeting held on 15/03/2022 for increase in authorised capital.

27. ACKNOWLEDGEMENTS:

Your Directors place on record their appreciation for the valuable co-operation received by the Company from the Government, Professionals, Bankers, suppliers, customers, employees and others. The achievement of your company would not have been possible without the commendable efforts and dedicated commitment displayed by the employees. Team spirit has been the essence of performance and the Board wishes to place on record its appreciation.

For and on behalf of the Board of Directors
Rexpro Enterprises Private Limited


PREMAL NIRANJAN SHAH
Director
(DIN: 03526547)
Date: 01/09/2022
Place: Mumbai


MINESH ANILBHAI CHOVATIA
Director
(DIN: 08758327)

(ANNEXURE-B)**Form No. AOC-2**

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

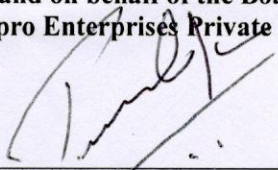
1. Details of contracts or arrangements or transactions not at arm's length basis:

- (a) Name(s) of the related party and nature of relationship:
 (b) Nature of contracts/arrangements/transactions:
 (c) Duration of the contracts / arrangements/transactions:
 (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 (e) Justification for entering into such contracts or arrangements or transactions
 (f) Date(s) of approval by the Board:
 (g) Amount paid as advances, if any:
 (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188:

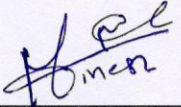
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions:	Duration of the contracts / arrangements/transactions:	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
M/s. Rexpovac Enterprises Pvt. Ltd.	51,84,000/- RENT PAID	Leave & License Agreement for 24 months From 16/09/2020	Premises/ land bearing S. No. 36, Hissa No. 13, Situated at Village Valiv, Vasai East, Dist. Palghar taken on Leave & License for the period of 24 months beginning from 16/09/2020 on a gross monthly license fees 4,00,000/-+GST with interest free security deposit of Rs 1,00,000/- (Rupees One Lakh Only).	04-09-2020	NA
M/s Arihant Metal Coats	Labour Charges	Rs. 215665/-	Ordinary course of the business		NA

For and on behalf of the Board of Directors
Rexpro Enterprises Private Limited


PREMAL NIRANJAN SHAH

Director
 (DIN: 03526547)
 Date: 01-09-2022
 Place: Mumbai


MINESH ANILBHAI CHOVATIA

Director
 (DIN: 08758327)

Annexure A

(A) Conservation of energy-

- (i) the steps taken or impact on conservation of energy; - No Steps Have Been Taken
- (ii) the steps taken by the company for utilising alternate sources of energy; - No Steps Have Been Taken
- (iii) the capital investment on energy conservation equipments; - No Steps Have Been Taken

(B) Technology absorption-

- (i) the efforts made towards technology absorption; **NIL**
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; - **NIL**
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- **NIL**
 - (a) the details of technology imported;
 - (b) the year of import;
 - (c) whether the technology been fully absorbed;
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development.- **NIL**

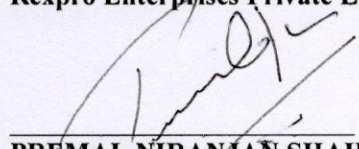
(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year – Rs 5,54,727/-

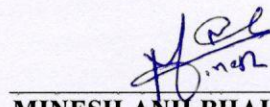
The Foreign Exchange outgo during the year in terms of actual outflows. - **NIL**

For and on behalf of the Board of Directors

Rexpro Enterprises Private Limited


PREMAL NIRANJAN SHAH

Director
(DIN: 03526547)
Date: 01/09/2022
Place: Mumbai


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