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RUDRA GLOBAL INFRA PRODUCTS LIMITED **Annual Report**
2018-19



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-:: Corporate information ::-

The Board of Directors

Mr. Ashok Kumar Gupta DIN:-00175862 Chairman and Non-Executive Director	Mr. Nikhil Gupta DIN:-01069514 Managing Director	Mr. Vikram Shah DIN:-07187024 Independent Director
Mrs. Shamarani Gupta DIN:-01811489 Woman Non-Executive Director	Mr. Vinodkumar Jangid DIN:- 07865629 Independent Director	*Mr. Himanshu Desai DIN:- 07187030 Independent Director

*Mr. Himanshu Desai an Independent Director of the Company has tendered his resignation w.e.f. August 01, 2019.

Management Team

*Mr. Vivek Tyagi Chief Executive Officer	Mr. Arvind Jejurikar Chief Financial Officer
Mr. Vimal Dattani Company Secretary & Compliance Officer	

*Mr. Vivek Tyagi has been appointed as a Chief Executive Officer of the Company on September 10, 2018.

Board Committees for F.Y. 2018-19

<u>Audit Committee</u>		
Mr. Himanshu Desai Chairperson of committee	Mr. Ashok Kumar Gupta Member of Committee	Mr. Vikram Shah Member of Committee
<u>Stakeholders' Relationship Committee</u>		
Mr. Himanshu Desai Chairperson of committee	Mr. Ashok Kumar Gupta Member of Committee	Mr. Vikram Shah Member of Committee
<u>Nomination & Remuneration Committee</u>		
Mr. Vikram Shah Chairperson of committee	Mr. Ashok Kumar Gupta Member of Committee	Mr. Himanshu Desai Member of Committee
<u>Corporate Social Responsibility Committee</u>		
Mr. Vikram Shah Chairperson of committee	Mr. Ashok Kumar Gupta Member of Committee	Mr. Himanshu Desai Member of Committee

-: AUDITOR INFORMATION :-

<p align="center">*Statutory Auditor</p> <p align="center">P. D. Goplani & Associates Chartered Accountants Bhavnagar</p>	<p align="center">Secretarial Auditor</p> <p align="center">N S Dave & Associates Practicing Company Secretaries Jamnagar</p>	<p align="center">Cost Auditor</p> <p align="center">Diwanji & Company Cost Accountants Baroda</p>
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**The period of office of Auditor expires at conclusion of the ensuing Annual General Meeting.*

<p align="center">Corporate & Registered Office MD House, Plot No 2715-A, Near Central Salt, Waghawadi Road, Bhavnagar- 364 002, Gujarat, India. Tel: +91 278-2570133, Fax: +91 278-2570133 Email: info@mdgroup.in Website: www.rudratmx.com,</p>	<p align="center">Factory Address Survey No.144, Paiki 1&2, Survey No 145, Paiki 1, Village: - Nesada, Taluka: - Sihor, District: Bhavnagar, State: - Gujarat, India.</p>
<p align="center">Listed on Bombay Stock Exchange</p>	<p align="center">Scrip code 539226</p>
<p align="center">Registrar and Share Transfer Agents M/s. Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032</p>	<p align="center">ISIN INE027T01015</p>
<p align="center">Bankers Punjab National Bank, Bhavnagar, Gujarat</p>	<p align="center">Contact Details for Investors: Compliance Officer – CS Vimal Dattani mail id: cs@mdgroup.in</p>

LETTER TO SHAREHOLDERS

Dear Shareholders,

I, Nikhil Gupta, Managing Director of the Company, heartily welcome you all to this 9th Annual General Meeting being held at Bhavnagar.

This is the fourth year of operations of the Company after IPO and I am happy to inform you that your Company has improved its performance by leaps and bounds. While ensuring improvement in profitability even in volatile times, your Company has also succeeded in streamlining its operations which has played major role in achieving this improvement. The sales of the company have increased by 40.81% over previous year.

This improvement in performance was possible mainly on account of optimal use of available resources by using best possible business model and also continued support of the investors and farsighted leadership provided by the Board of Directors. This was supplemented by support at all the levels of operations by all the staff members of your Company.

I would like to thank the entire management team, the entire work force, the Bankers and also Business Associates for enabling your Company to grow. I also take this opportunity to thank my fellow Directors for their immense efforts in formulating and steering your Company's strategies and policies.

This year, as the previous one, witnessed high volatility in market conditions. Your Company could withstand this only on account of efforts at all levels. Your Company is presently focusing on improving efficiency and also on tackling vibrant and volatile market conditions by adopting different business models. I am confident that your Company will achieve greater heights in the times to come and also will deliver long term value addition to its shareholders.

Yours sincerely,

Nikhil Gupta

Managing Director,

RUDRA GLOBAL INFRA PRODUCTS LIMITED

RUDRA GLOBAL INFRA PRODUCTS LIMITED

(Formerly Known as a M D Inducto Cast Limited)

CIN:-L28112GJ2010PLC062324

Regd. Office:- "M D House", Plot No. 2715/A Near Central Salt, Waghawadi Road,
Bhavnagar Gujarat 364002, India.

Website:-www.rudratmx.com, **E-mail:-** info@mdgroup.in, **Cell No.:-** +91 278 2570133

NOTICE FOR THE NINTH ANNUAL GENERAL MEETING

Notice is hereby given that Ninth Annual General Meeting of members of **RUDRA GLOBAL INFRA PRODUCTS LIMITED** will be held on Monday, September 30, 2019 at 10.00 AM at "MD House", Plot No. 2715/A Near Central Salt, Waghawadi Road, Bhavnagar – 364001, Gujarat, India, to transact following business;

Ordinary Business:-

1. Adoption of Financial Statement;

To Receive, Consider, Approve and Adopt:

- a. Audited Standalone Financial Statement for the financial year ended on March 31, 2019 along with Report of Board of Director and Auditor thereon;
- b. Audited Consolidated Financial Statement for the financial year ended on March 31, 2019 along with Report of Auditor thereon;

2. Appointment of Auditor;

To appoint auditors and fix their remuneration and in this regard, pass the following resolution as an ordinary Resolution.

"RESOLVED THAT, pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), **M/s. J. Vageriya & Associates**, Chartered Accountants (Registration No. 124193W) and **M/s. Sunil Dad & Co.**, Chartered Accountants (Registration No. 126741W), be and are hereby appointed as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth Annual General Meeting from this Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company."

3. Retire by Rotation;

To appoint a director in place of **Mr. Ashokkumar Jagdishram Gupta (DIN:- 00175862)**, who retires by rotation and, being eligible, offer himself for re- appointment.

Special Business;

4. Ratification of Cost Auditor's Remuneration;

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

"RESOLVED THAT, pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, as amended from time to time, the board of directors of the company in their meeting held on August 14, 2019 has appointed **M/s. Diwanji & Company**, Cost Accountants as a Cost auditor of the Company, for the Financial Year 2019-20 and Company hereby ratifies the action of board

of directors in respect of remuneration of cost auditor, which shall not exceed Rs. 0.75 lakh per Annum plus out-of-pocket expenses if any”.

“RESOLVED FURTHER THAT, for the purpose of giving effect to the above Resolution, the Board of Directors of the Company are hereby authorised to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

Date:- September 01, 2019
Place: Bhavnagar

By order of the Board
RUDRA GLOBAL INFRA PRODUCTS LIMITED

Nikhil Gupta
Managing Director

Note:-

1. A member entitled to attend and to vote at the annual general meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the company. The proxy form, in order to be effective, must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. A person can act as a Proxy on behalf of Members not exceeding fifty in numbers 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 ten percent of the total share capital of the Company carrying Voting Rights may appoint a single person as Proxy for his/her entire shareholding and such person shall not act as a Proxy for another person or shareholder.
3. A member desirous of getting any information on the accounts or operations of the Company is required to forward his/her queries to the Company at least Ten days prior to the meeting so that the required information can be made available at the meeting.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2019 To September 30, 2019 (both days inclusive), for the purpose of Annual General Meeting.
6. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted in the Meeting is annexed hereto.
7. Members/ Proxies are requested to bring the attendance slip duly filled in for attending the meeting.
8. Members who are yet to register their e-mail address with the Company or with the depository are once again requested to register the same.
9. Members who wish to obtain information on the Company or view the Accounts may visit the Company's website or send their queries at least ten days before the AGM to the Company Secretary and Compliance Officer at the Registered Office of the Company.
10. The members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
11. Members are requested to send all communications relating to shares to the Company's Share Transfer Agent to **M/s. Karvy Fintech Private Limited. Karvy Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Gachibowli, Hyderabad – 500 032.**
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company and/or its RTA.

13. To ensure correct identity of each member and proxy holders attending meeting, the investors attending the meeting are expected to bring with him/her an appropriate ID document issued by the Govt. Authority like Driving License, Passport, Voter ID card, etc.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days except Sunday and Public holidays, up to the day of the Annual General Meeting of the Company.
15. Notice of Annual General Meeting was sent to those shareholders / beneficial owners, whose names were, appearing in the register of the members / list of beneficiaries received from the depositories as on August 30, 2019.
16. The investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to him at the registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address: cs@mdgroup.in.
17. The route map showing directions to reach the venue of the Ninth AGM is provided at the end of this Notice;
18. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
19. The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new SEBI Circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their PAN, phone no., e-mail id, Bank details including bank name, bank account number, branch details, MICR code and IFSC code and such other information to the Company's Registrars and Transfer Agents, Karvy Fintech Private Limited ("KARVY"). Members are further requested to update their current signature in KARVY system. The Performa of updating of Shareholder information is provided at the end of Annual Report as an **"Annexure – XII"**
20. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
21. The name and address of the Stock Exchange where the Company's Shares are listed, is given below:

The BSE Platform
25th Floor, P. J. Towers,
Dalal Street, Fort, Mumbai- 400 001

PROCEDURE AND INSTRUCTIONS FOR e-VOTING & INSTAPOLL

Remote e-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Fintech Private Limited (Karvy) on all resolutions set forth in this Notice, from a place other than the venue of the Meeting (Remote e-voting).

- (A) In case a Member receives an email from Karvy [for Members whose email IDs are registered with the Company/Depository Participants (s)]:

Launch internet browser by typing the URL: <https://evoting.karvy.com>.

Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be **EVEN (E-Voting Event Number) 5046** followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.

After entering these details appropriately, click on "LOGIN".

You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

You need to login again with the new credentials.

On successful login, the system will prompt you to select the "EVENT" i.e., "**RUDRA GLOBAL INFRA PRODUCTS LIMITED**". On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.

Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

You may then cast your vote by selecting an appropriate option and click on "Submit".

A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote, during the voting period, Members can login any number of times till they have voted on the Resolution(s).

Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email nandish.dave1@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_Event No."

- (B) In case of Members receiving physical copy of Notice [for Members whose email IDs are not registered with the Company/Depository Participants (s)]:

- **E-Voting Event Number –5046 (EVEN)**, User ID and Password is provided in the Attendance Slip.
- Please follow all steps from Sl. No. (i) to (xii) above to cast your vote by electronic means.