

Date: 31st May, 2021

RTL/BSE/2021-2022/BM/03

To,
BSE Limited
The Department of corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Symbol: RTL
BSE Scrip Code: 543274

Dear Sir/ Madam,

Subject: Outcome of the Board Meeting of Board Disclosure under Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further to our intimation dated 21st May, 2021 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended, read with Schedule III to the said Regulations, we wish to inform you that the Board of Directors of the Company at their meeting held today at 10.55 a.m., considered and approved, inter alia, the following:

1. Audited Financial Results of the Company for the quarter and year ended 31st March, 2021;

Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we hereby declare and confirm that the Statutory Auditors of the Company viz. Chahan Vora & Associates, Chartered Accountants, have issued an Unmodified Audit Report on Financial Statements of the Company for the year ended 31st March, 2021.

Please find enclosed the following documents prepared in compliance with Regulations 33 of the Listing Regulations and SEBI Circulars, as applicable.

- (i) Audited Financial Results for the financial year ended 31st March 2021, attached as **Annexure-1;**

- (ii) Unmodified Audit Reports on the said Financial Results for the financial year ended 31st March 2021 issued by our Statutory Auditor – Chahan Vora & Associates, attached as **Annexure- 2**;
2. Recommendation to the Members at the ensuing AGM, to declare final dividend @ Rs. 4/- per equity share (40% of nominal value per share) for the financial year ended 31st March, 2021;
3. Change in Directors and Key Managerial Personnel of the Company:

Recommendation to the Members for regularization of Ms. Sushmita Agarwal, Additional Independent Director, as an Independent Director for a period of five (5) years w.e.f. 27/01/2021 at the ensuing Annual General Meeting;

Resignation of Ms. Dhvani Dattani, as Chief Financial Officer (CFO) of the Company w.e.f. close of business hours on 31st May, 2021;

Appointment of Ms. Radhika Gosrani, as Chief Financial Officer (CFO) of the Company w.e.f. 1st June, 2021, brief profile of Ms. Radhika Gosrani is attached as **Annexure- 3**;
4. Amendment of Clause III(a) of Main objects clause of the Memorandum of Association (MoA) of the Company, subject to approval of Shareholders and Regulatory authorities.
5. Change of name of the Company from Rangoli Tradecomm Limited to Suumaya Corporation Limited or such other name, and amendment in Memorandum of Association and Articles of Association thereof subject to the approval of the Members, Ministry of Corporate Affairs (MCA), Members and such other regulatory authorities as may be required.
6. Shifting of registered office of the Company from the State of West Bengal (Kolkata) to state of Maharashtra within the jurisdiction of ROC Mumbai and amendment in Memorandum of Association thereof subject to approval of Members, Ministry of Corporate Affairs (MCA), Members and such other regulatory authorities as may be required;

The date of Annual General Meeting and Book closure date will be disclose in due course of time.

The Board Meeting concluded at 12.30 p.m.

Kindly take the same on your records.

Thanking you.

For **Rangoli Tradecomm Limited**
(Formerly Known as Rangoli Tradecomm Private Limited)

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Ushik Gala
Chairman & Managing Director
DIN: 06995765

Rangoli Tradecomm Limited
(Formerly Known as Rangoli Tradecomm Private Limited)

STATEMENT OF FINANCIAL RESULTS FOR THE HALF YEAR ENDED AND YEAR ENDED 31 MARCH 2021

(Rs in crores)

Particulars	Half year ended			Year ended	
	31 March 2021	30 September 2020	31 March 2020	31 March 2021	31 March 2020
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Revenue from operations	1,040.04	146.84	161.10	1,186.88	162.45
Other income	0.39	-	2.98	0.39	2.98
Total Income (I)	1,040.43	146.84	164.08	1,187.27	165.43
Expenses					
Purchase of stock-in-trade	1,190.48	151.91	172.46	1,342.39	173.83
Changes in inventories of stock-in-trade	(210.85)	(21.80)	(11.93)	(232.65)	(12.05)
Employees benefit expense	0.84	0.48	0.30	1.32	0.30
Finance costs	0.57	-	-	0.57	-
Depreciation and amortisation expense	0.06	0.00	0.00	0.06	0.00
Other expenses	4.12	0.64	0.29	4.76	0.29
Total expenses (II)	985.22	131.23	161.12	1,116.45	162.37
Profit before exceptional and extraordinary items and tax (I-II)	55.21	15.61	2.96	70.82	3.06
Exceptional Items	-	-	-	-	-
Profit before extraordinary items and tax	55.21	15.61	2.96	70.82	3.06
Extraordinary Items	-	-	-	-	-
Profit before tax	55.21	15.61	2.96	70.82	3.06
Tax expenses:					
Current tax					
For current year	15.39	4.68	0.94	20.07	0.95
For earlier years	0.02	-	-	0.02	-
Deferred tax	0.01	0.00	0.00	0.01	0.00
Profit for the period	39.79	10.93	2.02	50.72	2.11
Earnings per equity share (in Rs.)					
Basic	107.21	149.08	27.50	136.65	28.82
Diluted	107.21	149.08	27.50	136.65	28.82
Adjusted	-	-	6.88	-	7.21

For and on behalf of the Board
Rangoli Tradecomm Limited
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Mr. Ushik Gala
Chairman and Managing Director
DIN: 06995765

Place: Mumbai
Date: 31 May 2021



Rangoli Tradecomm Limited
(Formerly Known as Rangoli Tradecomm Private Limited)

BALANCE SHEET AS AT 31 MARCH 2021

(Rs in crores)

Particulars	As at	As at
	31 March 2021	31 March 2020
	(Audited)	(Audited)
<u>EQUITY AND LIABILITIES</u>		
Shareholder's funds		
Share Capital	8.24	0.73
Reserves and surplus	124.97	11.28
Non-current liabilities		
Long-term borrowings	0.54	-
Deferred tax liabilities	0.01	0.00
Current liabilities		
Short-term borrowings	48.38	43.17
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	-	-
- outstanding dues of creditors other than micro enterprises and small enterprises	902.47	14.25
Other current liabilities	14.86	0.26
Short-term provisions	18.82	0.81
Total	1,118.29	70.50
<u>ASSETS</u>		
Non-current assets		
Property, plant and equipment		
Tangible assets	1.11	0.02
Intangible assets	0.00	0.01
Intangible assets under development	0.18	-
Non-current investments	0.40	0.40
Long-term loans and advances	4.59	2.75
Current assets		
Inventories	244.70	12.05
Trade receivables	774.35	30.85
Cash and cash equivalents	42.96	2.73
Short-term loans and advances	49.99	21.69
Other current assets	0.01	-
Total	1,118.29	70.50

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Place: Mumbai
Date: 31 May 2021

Mr. Ushik Gala
Chairman and Managing Director
DIN: 06995765



Rangoli Tradecomm Limited
(Formerly Known as Rangoli Tradecomm Private Limited)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2021

(Rs in crores)

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
	(Audited)	(Audited)
Cash flows from operating activities		
Profit before taxation	70.82	3.06
Adjustments for:		
Depreciation and amortisation expense	0.06	0.00
Interest paid	0.57	-
Interest income on bank deposits	(0.01)	-
Interest income on loans and advances	(0.18)	-
Unrealised net gain on foreign currency transactions	(0.17)	-
Short-term provision written off	-	(0.00)
Working capital changes:		
(Increase) in trade receivables	(743.50)	(30.85)
(Increase) in inventories	(232.65)	(12.05)
(Increase) in short-term loans and advances	(28.12)	(11.39)
(Increase) in long-term loans and advances	(1.29)	(2.75)
Increase in trade payables	888.39	14.25
Increase in other current liabilities	14.46	0.26
Cash (used in) operations	(31.62)	(39.47)
Income taxes paid (net)	(2.08)	(0.60)
Net cash (used in) operating activities (A)	(33.70)	(40.07)
Cash flows from investing activities		
Purchase of property, plant and equipment	(1.90)	(0.03)
Investment in bank deposits	(5.00)	-
Purchase of non current investments	-	(0.40)
Net cash (used in) investing activities (B)	(6.90)	(0.43)
Cash flows from financing activities		
Proceeds from issue of share capital	7.51	-
Proceeds from securities premium (net)	63.05	-
Interest paid	(0.42)	-
Dividend paid	(0.07)	-
Proceeds from long-term borrowings	0.54	-
Proceeds from short-term borrowings (net)	5.22	43.17
Net cash flows from financing activities (C)	75.83	43.17
Net increase in cash and cash equivalents (A+B+C)	35.23	2.67
Cash and cash equivalents at the beginning of year	2.73	0.06
Cash and cash equivalents at the end of year*	37.96	2.73

* This includes cash in hand and balances with bank

Note:

The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in AS 3 'Cash Flow Statements'

For and on behalf of the Board
Rangoli Tradecomm Limited
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Place: Mumbai
Date: 31 May 2021

Mr. Ushik Gala
Chairman and Managing Director
DIN: 06995765



Rangoli Tradecomm Limited
(Formerly Known as Rangoli Tradecomm Private Limited)

Notes:

- 1) The Statement of financial results for the half year and year ended 31 March 2021 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 31 May 2021. The statutory auditors have carried out audit of the above financial results.
- 2) The results have been prepared in accordance with the requirement of Accounting Standards (AS) specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rule, 2014.
- 3) As per Ministry of Corporate Affairs Notification dated 16 February 2015, Companies whose securities listed on SME Exchange as referred to in Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 are exempted from the compulsory requirement of adoption of Ind AS.
- 4) Figures of half year ended 31 March 2020 and 31 March 2021 represent the difference between the audited figures in respect of full financial years and the unaudited figures of six months ended 30 September 2019 and 30 September 2020, respectively.
- 5) The Company is predominantly engaged in the trading business and as such there is no separate reportable business segment.
- 6) During the year ended 31 March 2021, the Board of Directors allotted 7,82,002 equity shares of Rs. 10/- each through preferential issue which ranks pari passu with the existing equity shares of the Company in all respects including dividend.
- 7) The Board of Directors at their meeting held on 19 January 2021 allotted 45,45,006 equity shares of Rs. 10/- each amounting to Rs. 4.54 crores in the ratio of 3:1 i.e. (three bonus equity shares for every one share held). The earnings per share for previous year has been accordingly adjusted in accordance with the requirements of AS 20 Earnings per share.
- 8) During the year ended 31 March 2021, the Company has completed Initial Public Offer (IPO) including a fresh issue of Rs. 45.14 crores comprising of 21,81,000 equity shares of Rs. 10/- each at an issue price of Rs. 207 per share. The equity shares of the Company were listed on BSE SME w.e.f. 22 March 2021. The utilisation of IPO proceeds is summarised below:

Particulars	Objects of the issue	Amount in crores	
		Utilised up to 31 March 2021	Unutilised as on 31 March 2021
Working capital requirement	34.01	34.01	-
General corporate purpose	10.83	0.29	10.54
Issue related expenses	0.30	0.30	-
Total	45.14	34.60	10.54

- 9) The Board of Directors at their meeting held on 31 May 2021 recommended a final dividend of Rs. 4 per share of face value of Rs 10 each, for the financial year ended 31 March 2021. The Board of Directors recommended and paid interim dividend of Re 1 per share paid on 11 January 2021. The total final dividend of Rs. 5/- per share is subject to confirmation and approval of members at the ensuing Annual General Meeting.
- 10) In March 2020, the World Health Organisation declared COVID-19 to be a pandemic. The Company has adopted measures to curb the spread of infection in order to protect the health of employees and ensure business continuity with minimal disruption. In view of the pandemic, the Company has considered internal and external information and has performed an analysis based on current estimates while assessing the recoverability of assets including trade receivables, inventories and other non current/current assets (net of provisions established) for any possible impact on the standalone financial results. The Company has also assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity position, internal financial controls etc. and is of the view that based on its present assessment, the carrying amount of assets will be recovered and no material adjustments is required in the preparation of these financial results. In this regard, the Company will continue to closely monitor any material changes to future economic conditions.
- 11) The Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.
- 12) Previous year and half year figures have been regrouped/reclassified, wherever necessary.

For and on behalf of the Board
Rangoli Tradecomm Limited
(Formerly Known as Rangoli Tradecomm Private Limited)

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Mr. Ushik Gala
Chairman and Managing Director
DIN: 06995765

Place: Mumbai
Date: 31 May 2021



Annexure-2

CHAHAN VORA & ASSOCIATES

Chartered Accountants

3B-302, Dheeraj Enclave, Behind Carnival Cinema, Thakur Village, Kandivali (E), Mumbai -400 101.

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF RANGOLI TRADECOMM LIMITED

(formerly known as Rangoli Tradecomm Private Limited)

Report on the audit of the Annual Financial Results

Opinion

We have audited the accompanying annual financial results of Rangoli Tradecomm Limited *(formerly known as Rangoli Tradecomm Private Limited)* (hereinafter referred to as the "Company") for the year ended 31 March 2021, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid annual financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other financial information for the year ended 31 March 2021.

Basis for Opinion

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

Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibilities for the Annual Financial Results

These annual financial results have been prepared on the basis of the annual financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these annual financial results that give a true and fair view of the net profit/ loss and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the annual financial results, the Management and the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the annual financial results 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 annual financial results.

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 annual financial results, 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 Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements 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 in the financial results made by the Management and Board of Directors.

Auditor's Responsibilities for the Audit of the Annual Financial Results (Continued)

- Conclude on the appropriateness of the Management and Board of Directors 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 appropriateness of this assumption. 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 standalone annual financial results 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 annual financial results, including the disclosures, and whether the annual financial results 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.

Other Matters

The annual financial results include the results for the half year ended 31 March 2021 being the balancing figure between the audited figures in respect of the full financial year and the unaudited year to date figures up to the half year of the current financial year.



For Chahan Vora & Associates
Chartered Accountants
Firm Registration No. 147060W

CA. Chahan Vora
Partner
Membership No. 183464
ICAI UDIN: 21183464AAAACJ7821

Place: Mumbai
Date: 31/05/2021

Annexure 3

The particulars for resignation of Ms. Radhika Gosrani as CFO and KMP are as under:

Sr. No.	Particulars	Details
1.	Reason	Appointment
2.	Date of Appointment	1 st June, 2021
3.	Brief Profile	She holds a bachelor's degree in commerce from the University of Bombay and also an associate of Institute of Chartered Accountants of India. She has worked with B S R & Co. LLP and have an experience of over 7 years on understanding of the accounting and financial statements, auditing of companies in consumer markets, retail, logistics and services sector.
4.	Disclosure of relationships between Directors (in case of appointment of a Director)	Not Applicable