



**CREATIVE**  
NEWTECH

---

THE  
GREAT  
BUSINESS  
RESULTS  
COMES  
WITH  
GREAT  
BUSINESS  
IDEA

---

17<sup>TH</sup> ANNUAL REPORT  
2020-21

**CREATIVE NEWTECH LIMITED**

(Formerly known as **Creative Peripherals and Distribution Limited**)



---

# "Business is an idea and not an opportunity",

is the philosophy we applied when a germ of an idea sparked 30 years ago. Today, a simple thought in the technology market is making a whooping growth.

**Creative Newtech** is the combination of looking at technology from a different perspective and creating new horizons.

Creative's new identity emphasizes on the idea that turns it into a profitable business.

-**Ketan Patel**  
Chairman &  
Managing Director

---





# Index

<b>Key Drivers of the Company</b>	<b>01</b>
<b>Key Milestones For The Year Gone By</b>	<b>03</b>
<b>Team Creative</b>	<b>04</b>
<b>Powering Ahead in the New Essential</b>	<b>05</b>
<b>Brands – Creative</b>	<b>07</b>
<b>Key Consolidated highlights and performance over past five years</b>	<b>08</b>
<b>Creative NewTech Ltd. : Bringing in Next-gen technology solutions</b>	<b>09</b>
<b>Our Vision   Our Mission for Brands and Partners   Our Values</b>	<b>11</b>
<b>Chariman’s Messages To Shareholders</b>	<b>13</b>
<b>Growth Blueprint : 3-Pronged Approach To Business Strategy</b>	<b>15</b>
1. Brand Licensing and Contract Manufacturing	17
2. Strengthen Core Services	19
3. New Products and Platforms	21
<b>Harnessing Human Potential</b>	<b>23</b>
<b>Evolving through the times: Business Transformation from 2010 to 2021</b>	<b>27</b>
<b>Geographical Presence</b>	<b>29</b>
<b>Integrated Business Model</b>	<b>30</b>
<b>360 Degree Value Creation for better Customer Experience</b>	<b>31</b>
<b>Vision 2023 : Focus on innovative growth for a resilient, future-ready business</b>	<b>32</b>
<b>Notice and Agenda of Seventeenth Annual General Meeting</b>	<b>33</b>
<b>Directors’ Report</b>	<b>43</b>
Annexure A – Form MGT 9 (Annual Return)	52
Annexure B – Form AOC 2 (Related Party Transactions)	62
Annexure C – Management Discussion and Analysis Report	65
Annexure D – Form MR3 (Secretarial Audit Report)	74



Annexure E – Corporate Governance Certificate and CG Report	78
Annexure F – Information about Subsidiary Companies	93
Annexure G – Corporate Social Responsibility	94
<b>Financial Results – Standalone</b>	
Independent Auditor’s Report	96
Balance Sheet	104
Statement of Profit and Loss	105
Cash flow statement	106
Statement of Changes in Equity	107
Notes to standalone financial statement	108
<b>Financial Results – Consolidated</b>	
Independent Auditor’s Report	131
Balance Sheet	137
Statement of Profit and Loss	138
Cash flow statement	139
Statement of Changes in Equity	140
Notes to consolidated financial statement	141
<b>Information about e- voting and attending e-AGM</b>	<b>161</b>
<b>Key events</b>	<b>169</b>

## Key Drivers Of The Company

### Board of Directors and Key Managerial Persons

<b>Mr. Ketan Patel</b> Chairman & Managing Director	<b>Mrs. Purvi Patel</b> Whole-time Director (Woman Director)	<b>Mr. Vijay Advani</b> Whole-time Director	<b>Mr. Mihir Shah</b> Independent Director
<b>Mr. Suresh Bhagavatula</b> Independent Director	<b>Mr. Kurian Chandy</b> Independent Director	<b>Mr. Abhijit Kanvinde</b> Chief Financial Officer	<b>Mr. Tejas Doshi</b> Company Secretary & Compliance Officer

### Audit Committee

<b>Mr. Kurian Chandy</b> Chairman	<b>Mr. Suresh Bhagavatula</b> Member	<b>Mr. Mihir Shah</b> Member	<b>Mr. Tejas Doshi</b> Secretary
--------------------------------------	---	---------------------------------	-------------------------------------

### Stakeholders' Relationship Committee

<b>Mr. Suresh Bhagavatula</b> Chairman	<b>Mr. Mihir Shah</b> Member	<b>Mr. Kurian Chandy</b> Member	<b>Mr. Tejas Doshi</b> Secretary
---	---------------------------------	------------------------------------	-------------------------------------

### Nomination Remuneration Committee

<b>Mr. Mihir Shah</b> Chairman	<b>Mr. Kurian Chandy</b> Member	<b>Mr. Suresh Bhagavatula</b> Member	<b>Mr. Tejas Doshi</b> Secretary
-----------------------------------	------------------------------------	---	-------------------------------------

### Internal Complaint Committee (Under Sexual Harassment Policy)

<b>Mrs. Madhura Juwlekar</b> Chairperson	<b>Mr. Ketan Patel</b> Member	<b>Mrs. Purvi Patel</b> Member
<b>Mr. Ravindra Lad</b> Member (HR)	<b>Mr. Tejas Doshi</b> Secretary	

## Corporate Social Responsibility Committee

**Mr. Ketan Patel**

Chairman

**Mr. Mihir Shah**

Member

**Mrs. Purvi Patel**

Member

**Mr. Abhijit Kanvinde**

Member

**Mr. Tejas Doshi**

Secretary

## Statutory Auditor

**M/s Gupta Raj & Co.**

Chartered Accountants

**Add:** 2C, Mayur Apt, Dadabhai Cross Road  
3, Vile Parle (West) Mumbai - 56

**Firm Registration No.:** 001687N

**Membership No.:** 112353

## Internal Auditor

**M/s Somaiya & Co.**

Chartered Accountants

**Add:** 205, 2nd Floor, Quantum Towers,  
Chincholi, Malad (West), Mumbai - 64

**Firm Registration No.:** 121945W

**Membership No.:** 110870

## Secretarial Auditor

**M/s Satyajit Mishra & Co.**

Practising Company Secretaries

**Add:** 404, Kamlacharan, Jawahar Nagar  
Phatak, Goregaon (West), Mumbai - 62

**Certificate of Practice No.:** 4997

**Membership No.:** 5759

## Registrar and Transfer Agent

**Bigshare Services Private Limited**

**Add:** 1st Floor, Bharat Tin Works, Makwana  
Road, Marol, Andheri (East), Mumbai - 72

**SEBI Registration No:** INR0000001385

**Email ID:** investor@bigshareonline.com

**Website:** www.bigshareonline.com

## Investor Relations

**Bridge Investor Relations Private Limited**

**Add:** 107, B-Wing, Everest Grande,  
Mahakali Caves Road, Andheri (East),  
Mumbai - 93.

**Website:** www.bridge-ir.com

## Banks



## ● Key Milestones of the year gone by..



**Tied up with Reliance Retail to distribute a range of audio and home appliance products branded under Disney and Marvel labels, as well as lights, bulbs, fans and small domestic appliances by BPL**



**Expanded its licensing agreement with Honeywell to include Audio and Air Purifiers products**



**Signed agreement with Edelkrone to distribute videography accessories in India**



**Tied up with ZEISS to offer range of monoculars, binoculars and nature observation products**



**Expanded distribution mandate with Honeywell covering over 29 countries across South Asia, South East Asia & Middle East Asia**



**Renewed Honeywell Licensee contract for five years**



**Launched Ckart – digital B2B platform for customers**



**Launched B-Safe – own brand of medical products**

## Executive Directors



**Mr. Ketan Patel**

Chairman & Managing Director



**Mrs. Purvi Patel**

Whole-time Director (Woman Director)



**Mr. Vijay Advani**

Whole-time Director

## Non-Executive Independent Directors



**Mr. Kurian Chandy**

Independent Director



**Mr. Suresh Bhagavatula**

Independent Director



**Mr. Mihir Shah**

Independent Director

## Key Managerial Personnel



**Mr. Abhijit Kanvinde**

Chief Financial Officer



**Mr. Tejas Doshi**

Company Secretary & Compliance Officer

## Department Heads



**Mr. Amol Patil**

National Product Head



**Mr. Upendra Singh**

National Sales Head



**Mr. Mitesh Shah**

Vice President - Accounts



# Powering Ahead in the New Essential:

## Confluence of New Tech Solutions and Human Potential

The year gone by has demonstrated for all of us the crucial need to showcase resilience in the face of unprecedented challenges and respond to radically changing customer needs with agility and innovative ideas and capabilities.

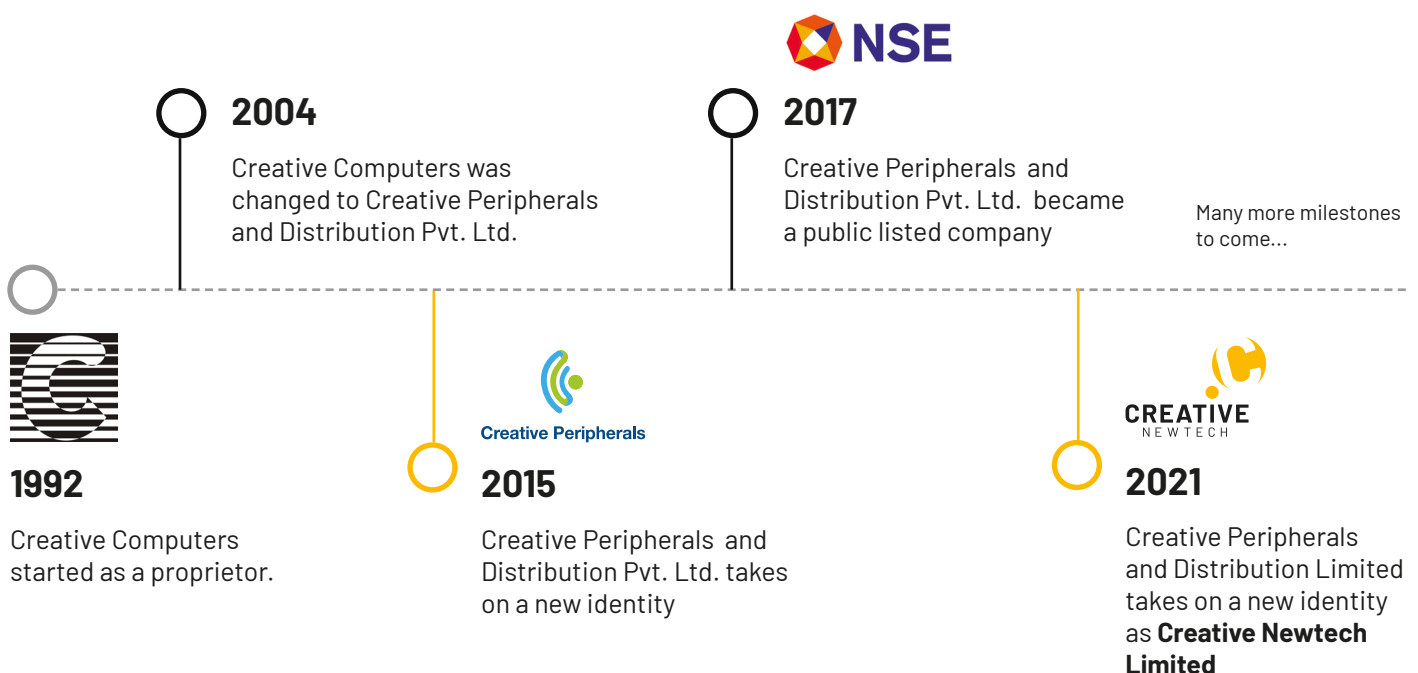
At Creative, we have rapidly evolved to establish ourselves as market entry specialists for notable global Fortune 500 brands as well as successful player in brand licensing and contract manufacturing in global markets. In the new normal, we have further powered ahead with cutting-edge digital technologies and B2B eCommerce solutions to address the swiftly

Changing customer and lifestyle needs. We have swiftly pivoted in challenging times to take advantage of the opportunities presented and converted them into winning ideas. This showcases our dynamism and business agility which runs in the genes of Creative Newtech Ltd (formerly known as Creative Peripherals and Distribution Ltd).

All of this has been built on the foundations of our commitment to deliver value for all our stakeholders. The strength of our people and organisational culture of teamwork have enabled us to remain at the forefront of delivering the latest and most relevant technologies to the market.

In a world where there is now a **new** essential, we have redefined our business strategy for the new fast-moving technology universe to not just survive today but also combine them with new ideas, innovation and human potential so that together we can thrive tomorrow.

For over 30 years, we have challenged the status quo and looked for ways to create better experiences. Generating value for all our stakeholders lies at the heart of everything we do.



Proven track record since over **30 year**

**25+**

Brands

**4000+**

Products

**5000+**

Happy Channel  
Partners

## Our Sales Channles and Products





IT

**AOC**

**COLORFUL®**

**EPSON®**

**Honeywell**

**msi™**

**PHILIPS**

**PRINTRONIX®**

The Ultimate Wireless  
**rapoo**

**SAMSUNG**

**Transcend®**

**ViewSonic®**



Imaging

**GoPro**

**edelkrone®**

**OLYMPUS®**



Seeing beyond



Lifestyle

**BaByliss®**  
PARIS



**HYPERICE®**

**Panasonic®**



Gaming



Make It Yours.

**PNY®**

**tt thermaltake**

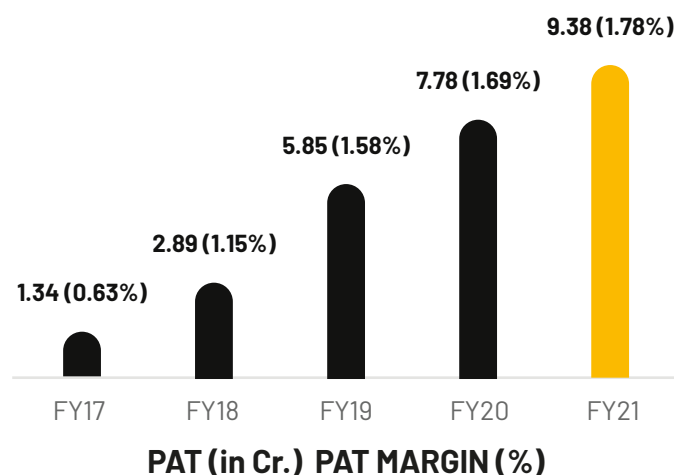
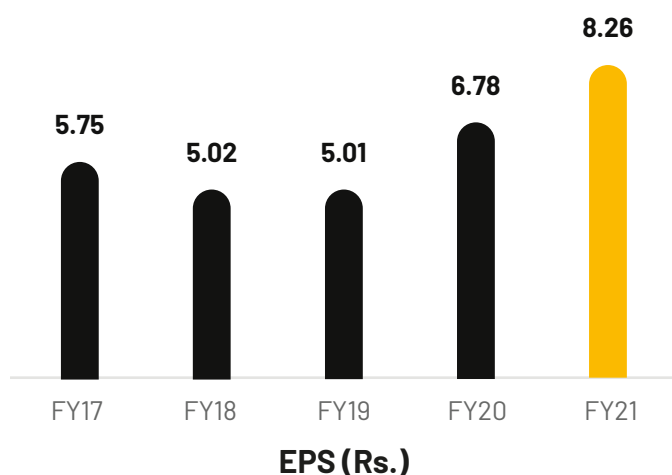
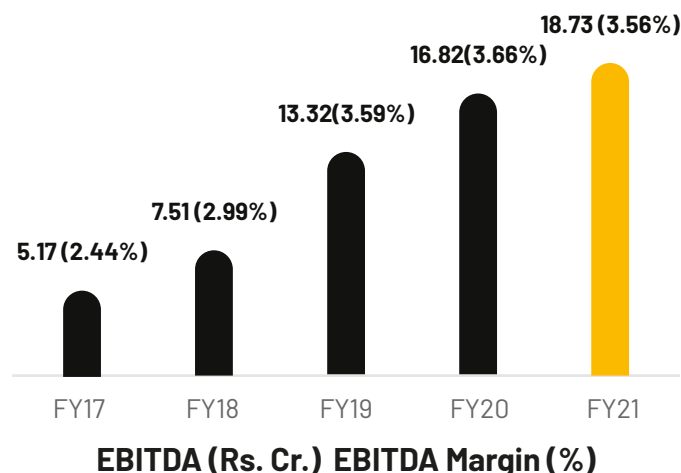
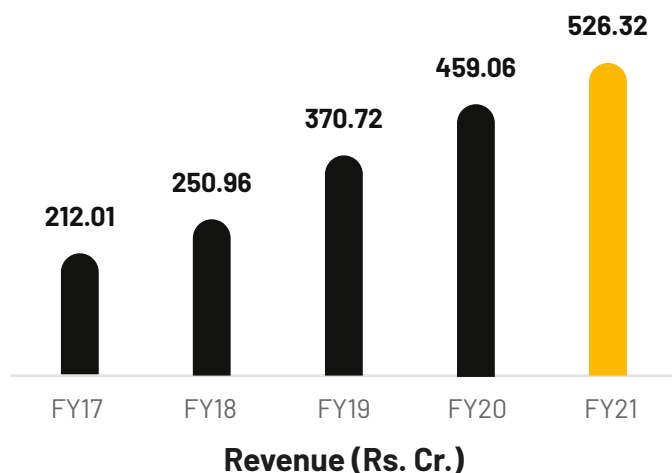


Security



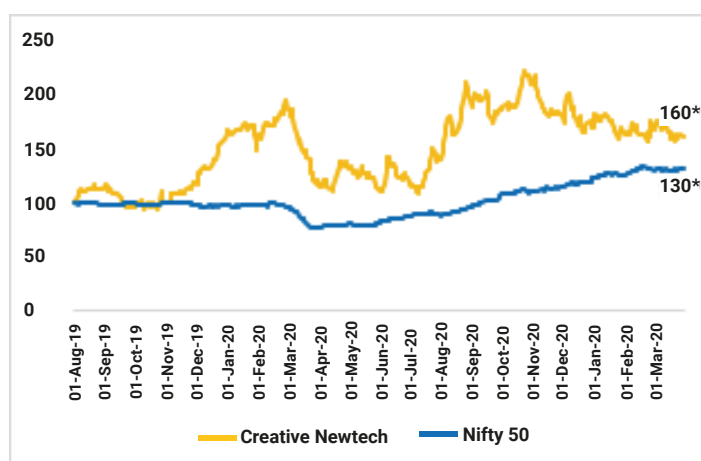
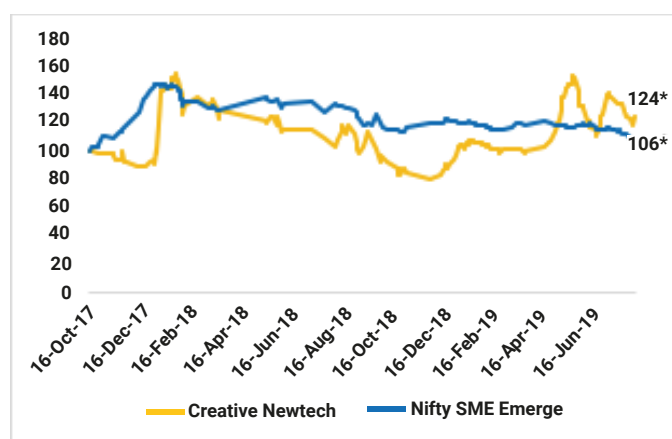


## ● Key Consolidated highlights and performance over past five years



### Five-Year Share Price Chart

The Company listed on the NSE SME exchange on 12th April 2017, and subsequently migrated to the NSE Main Board on 5th August 2019. Therefore, the two comparative share price charts depict stock performance against NSE SME Emerge index from 2017-19, and against NSE Nifty 50 Index from 2019-21.



\*Closing share prices of Creative Newtech and respective Indices adjusted to the base of 100

Creative Newtech Ltd. vis-à-vis Nifty SME Emerge (2017-2019)

Creative Newtech Ltd. vis-à-vis Nifty 50 (2019-2021)

## ●● Creative NewTech Ltd. : Bringing in Next-gen technology solutions

In the new world of digital transformation, we need innovations and technology ideas that will help address the radically changing consumer and lifestyle needs. Creative Newtech Ltd represents this ethos of change and adaptability. We, as an organisation, are looking at technology from a new perspective to scale new horizons and take advantage of the business opportunities presented by the ever-evolving, fast-paced digital environment of tomorrow.

At Creative, we believe in the power of ideas and innovation that presents newer opportunities for sustainable, scalable and meaningful change. We also understand that while every opportunity may not be a business, but every idea can become a business opportunity. Therefore, we take ownership of every business idea which we stand committed to execute through our experience and expertise and take it to newer heights - building trust and long-lasting associations along the way.

It is this belief and the drive to constantly remain relevant in a fast-changing digital world that has led us to changing the official name of the Company from **“Creative Peripherals and Distribution Limited”** to **“Creative Newtech Limited”**. **“Newtech”** stands for **“New Technologies”**. This is what brands, partners and end consumers can expect from us - to be at the forefront of delivering latest and most relevant technologies to the market. Our new brand logo also represents the same identity and vision of always powering ahead with great business ideas.

Over the last several years, Creative Newtech Limited has already carved a niche for itself in helping global Fortune 500 brands to enter and grow in the Indian market. With its value-added services, widespread network and industry expertise, the Company has built trusted and lasting relationships with several brands which are leaders in their sectors. We constantly update our product/brand mix to offer next-gen technological products and services in the market.

More recently, in keeping with emerging digital needs and opportunities to provide services across the value chain, your Company launched Ckart - an online B2B eCommerce platform for all our supply chain partners. Ckart is an online marketplace which hosts all our customers and channel partners and allows them to view, share and trade in their inventory of products. This expands the transaction volume beyond just the products which are directly under Creative. Several value-added services such as drop-shipment make the platform unique and a mutually beneficial option for all partners. We recently also added features that help a customer make their own virtual e-store/micro-site on the platform in their own name.

These initiatives indicate the evolution that Your Company has gone through - from being seen as just a distribution firm, Creative is now an established player in brand licensing and we foresee it to soon become a leading name in B2B eCommerce space: the go-to marketplace for all supply chain partners. Ckart, along with our new product and brand mix, are at the cutting-edge of technology and poised to establish its position in India's growing digitization story in the coming years.

In the new essential, digital technologies in terms of hardware and services have become indispensable for industries, households, educational institutions and several other industries. This change of name and our brand logo marks a new phase of our development and evolution and we are excitedly looking forward to making our vision a reality.

## ●● Brand Ethos

- Own the idea of business
- Execution of business is a great idea
- Every brand added to the Creative's portfolio is a great idea
- Every dealer, distributor signed with Creative is a great idea
- Every employee joining at Creative is a great idea
- Every goal achieved by Creative is a great idea
- Any association with Creative is a great idea



### **Honeywell**

Air Purifier

A Great Business Idea



### **Disney Marvel**

Party Speaker

A Great Business Idea

## ●● What Our Brand Partners have to say

I have been associated with Creative for almost two decades now and have watched in awe as this organisation has blazed a trail of success, constantly reinventing and reinvigorating itself to adapt rapidly to changing market dynamics of IT hardware distribution in India and emerge as a force to be reckoned with. It is been an absolute honour and privilege to have formed a very strong bond with the organisation and Ketan and Purvi specially. I can say without a shadow of doubt that my professional journey would be incomplete without the role Creative has played in it. I can say with absolute certainty that Creative will continue to be at the forefront of IT hardware distribution for a long time and an organisation that will add many feathers



to its cap in the times to come.

**Mr. Mohit Anand**  
**Honeywell (Secure**  
**Connection Private**  
**Limited) - CEO**

Creative Peripherals has been instrumental in making GoPro brand a household name in India. In the Last 3 years working with them, we have come across the various strengths of Creative Peripherals like Strong Channel Connect/ Value Ads they bring to brands, Geographical reach and the Professional Approach across the board. They also help us to carry out various Lifestyle and Channel Marketing activities. For any new Brand in India, they are a good partner to work with.



**Mr. Karan Khemka**  
**GoPro - National Sales**  
**Manager**



# Our Vision

To be at the forefront of bringing new, niche and relevant technologies from across the world, to the masses; and to be the go-to contract manufacturing partner wherein global niche brands aspire to be exclusively associated with us and take advantage of our wide presence.

## Our Values

-  **EMBRACE AND DRIVE CHANGES**
-  **BEING HUMBLE**
-  **DO THE RIGHT THING**
-  **BEING CREATIVE AND OPEN MINDED**
-  **BUILD OPEN AND HONEST REALTIONSHPIS WITH COMMUNICATION**
-  **RESPONSIBLE AND GOAL ORIENTED**



# Our Mission

## **For Brands**

We assure our world-class brand partners that as an established Modern Retail and E-commerce Market-Entry Specialist in India, Middle East and other markets, we will leverage our experience, expertise and knowledge of local markets to enable best customer experience and business outcomes for their products and services thereby enhancing their topline.



# Our Mission

## **For Partners**

We assure our partners that we will use our goodwill, expertise and influence to introduce world-class brands across categories into their portfolios. The Company will also support the partners in leveraging their market positioning and enhancing their bottom line

**Committed to remain at the forefront of dynamically  
changing technological environment**



**Ketan Patel**

- Chairman and Managing Director

## Dear Shareholders,

Anyone who knows me is well aware that I am rarely at a loss for words when it comes to telling our story. But after what the world has gone through this past year of the pandemic, I, too, struggled a bit to express how far we as an organisation have come within such a short span of time – showcasing remarkable resilience and agility in an environment that has changed so radically for technology companies. Not just that, but also how we have demonstrated our capacity for innovation built on the foundations of our core values and commitment to delivering value for all our stakeholders.

As I write this year's letter, I am reminded of one of my daughter's favourite movies – "Finding Nemo"; and it's ending scene where a fishing boat casts a net and traps many fish. Nemo, the little orange fish, voluntarily swims into the net and tells everyone to "swim down" together. As more and more fish swim down and pull against the fishing boat, the net breaks and all the fishes escape.

The year of the pandemic has further driven home the lesson that we can all **not only** "just keep swimming", in the face of challenges in order to survive today; **but also** power ahead with a combination of new ideas, innovation and human potential in order to thrive tomorrow.

It is with this perspective that I present to you our annual report for the fiscal year 2021, highlighting our resilience, business agility and innovative potential in times of crisis, driven by our commitment to offer our clients a better experience and be instrumental in the fast-growing India digitization story.

## Reviewing our performance

This financial year has been rife with the COVID-19 pandemic, which impacted operations and logistics across India and globally. It not only hampered business, but also dampened consumer spending and overall market sentiment. Lockdowns were imposed across the globe, and people's lives were drastically impacted. Even after the lockdown reopened, your Company was operating at partial capacities for some months, before resuming full operations.

However, I am proud to say that your Company has shown strong resilience in the face of these headwinds and still maintain growth trajectory. In the financial year ended 31 st March 2021 we reported a 14.65% year-on-year growth in revenue at Rs. 526.32 cr, while EBITDA and PAT stood at Rs. 18.73 cr and Rs. 9.38 cr, a year-on-year growth of 11.36% and 20.66%, respectively. This reflects our Company's commitment and ability to deliver on its plans and business strategy even during market upheavals.

## Business Overview

The financial year began with a nationwide lockdown which gradually opened up in the following months. We saw a gradual but steady recovery in demand for various products, especially as many daily activities went online and work-from-home became prevalent across various verticals. While some of our products which come under non-essential category, such as imaging, suffered a slowdown in demand due to a sluggish travel and leisure industry, the demand for many IT products has been growing.

We also took this opportunity to contribute to our collective fight against the pandemic and came out with our own range of personal medical products including thermal scanners, pulse oximeters, thermometers and masks, under the **B-Safe brand**. The demand for such products has been high in the post-COVID environment, as these have now become part of everyone's daily life.

## Innovation in times of crisis

On a more exciting note, our **B2B eCommerce platform, Ckart**, has been growing rapidly in the market with a tremendous adoption rate. In the very first six months since the launch, we registered 480 new partners, and processed 8,200 orders, worth nearly Rs. 66 cr. We expect this momentum to continue as more supply chain partners reap the benefits of our platform. Ckart hosts all our customers and allows them to showcase, view and transact their inventory amongst each other. It not only enables trade in products that are already in our portfolio,

but also allow customers to trade in products that may not directly be in our portfolio, thereby extending our platform's product reach. Various other features, such as drop-shipment, invoicing, and customer-specific site, make this platform an easy-to-use and mutually beneficial proposition for all participants. Infact, we recently added a seller module to the platform, enabling channel partners to sell to their customers via our portal. We expect our customer-base to grow significantly through this platform, while maintaining a lean working capital cycle.

On the distribution front, we updated our portfolio with various niche and international brands that are relevant to the current consumer trends and have a tremendous potential in the Indian markets. These include MSi, Colorful Tech, Edelkrone, ZEISS, and most recently, Hyperice – which marks our foray into the fitness and wellness segment.

Our agreement with Honeywell has further deepened and gotten stronger with the addition of new audio products and air purifiers. In fact, we extended our contract with Honeywell for another five years and added 29 new countries across APAC into our purview. These developments strengthen our portfolio as well as our presence in the brand licensing space, which would likely attract more global brands to adopt this business model to enter new markets.

#### **Looking forward**

While scenario in several regions remains uncertain due to the second wave of the pandemic, we expect recovery in demand, as vaccination continues, and industries open up. The pandemic has expedited the paradigm shift towards digitization for many businesses.

**With a dynamic team of experienced as well as young workforce, we are well placed to tap into new opportunities as the markets recover and build further on our roadmap for growth**

In this dynamic and evolving industry, Ckart is a future-ready solution which would enhance customers' experience and facilitate growth and expansion. Moreover, it would make Creative a one-stop-shop for all our customers' requirements, translating into higher top line and margins.

As we get into the next fiscal year, we expect growth to be propelled by three main pillars for our business – market entry and penetration for global niche high-margin brands; licensed manufacturing for Honeywell and other similar brands; and being the digital one-stop-shop for all customers in our supply chain through Ckart. We expect these pillars to drive our growth steadily and sustainably.

To support this anticipated growth, your Company recently undertook an equity issue on a preferential basis, for Rs. 11 crores. Your Company's strategy, vision, and growth trajectory inspired some marquee investors to support its plans and enabled this fund raise activity. The proceeds from this would be used to expand our Honeywell licensing business in new geographies, to add to our distribution business in India, as well as to scale up Ckart in the future.

These developments reflect our vision to be a technology Company that brings new and relevant technologies to the masses with value addition, making us a lot more than just a distribution Company. In line with this evolutionary trend, we have changed the name of the Company to Creative Newtech Ltd., representing our aim to be at the forefront of bringing new technologies to the market.

With a dynamic team of experienced as well as young workforce, we are well placed to tap into new opportunities as the markets recover and build further on our roadmap for growth. Despite the setback from the COVID-19 crisis, our aim to be instrumental in the digitization of this sector and our overall vision remains intact. Ckart is a step in that direction.

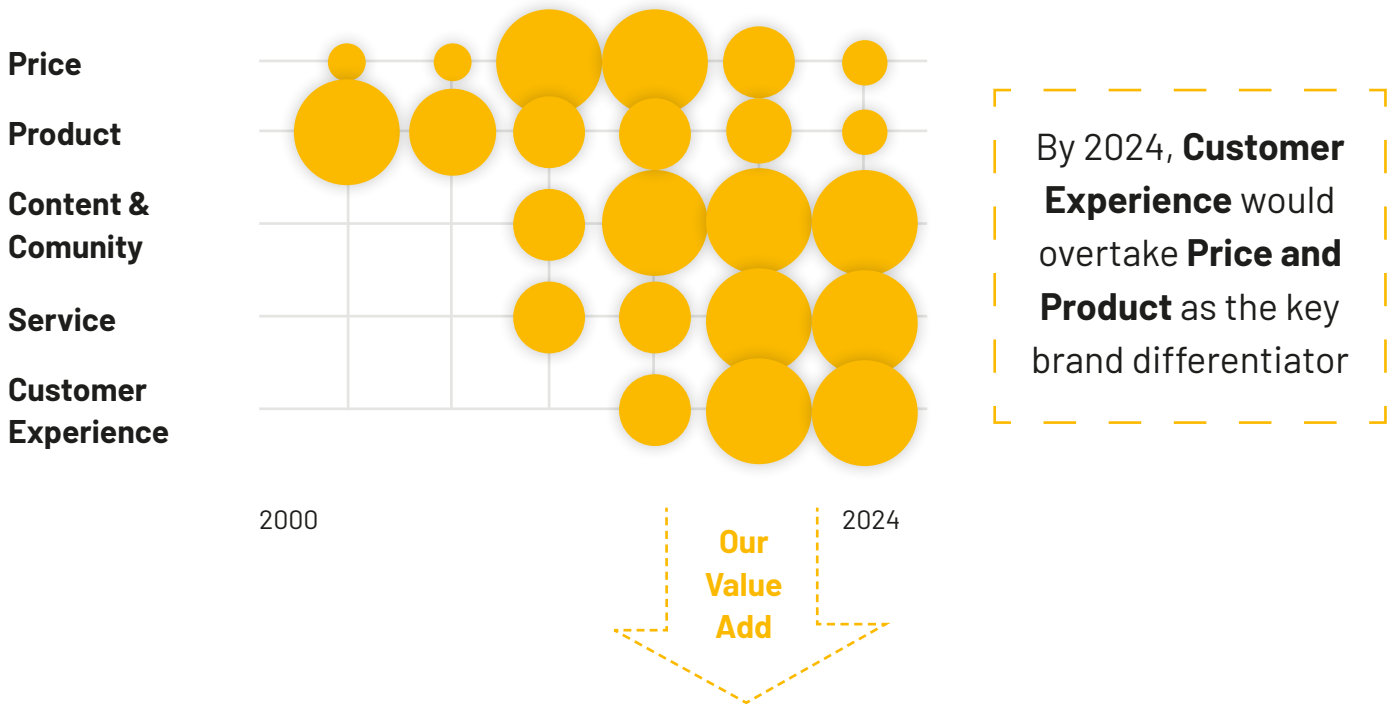
I would like to thank the entire family of Creative for their hard work and dedication with which they move the Company forward during difficult times, as well as all the stakeholders, whose support helps us to set and achieve higher benchmarks, year after year.

**Warm Regards,  
Ketal Patel (Chairman and Managing Director)**

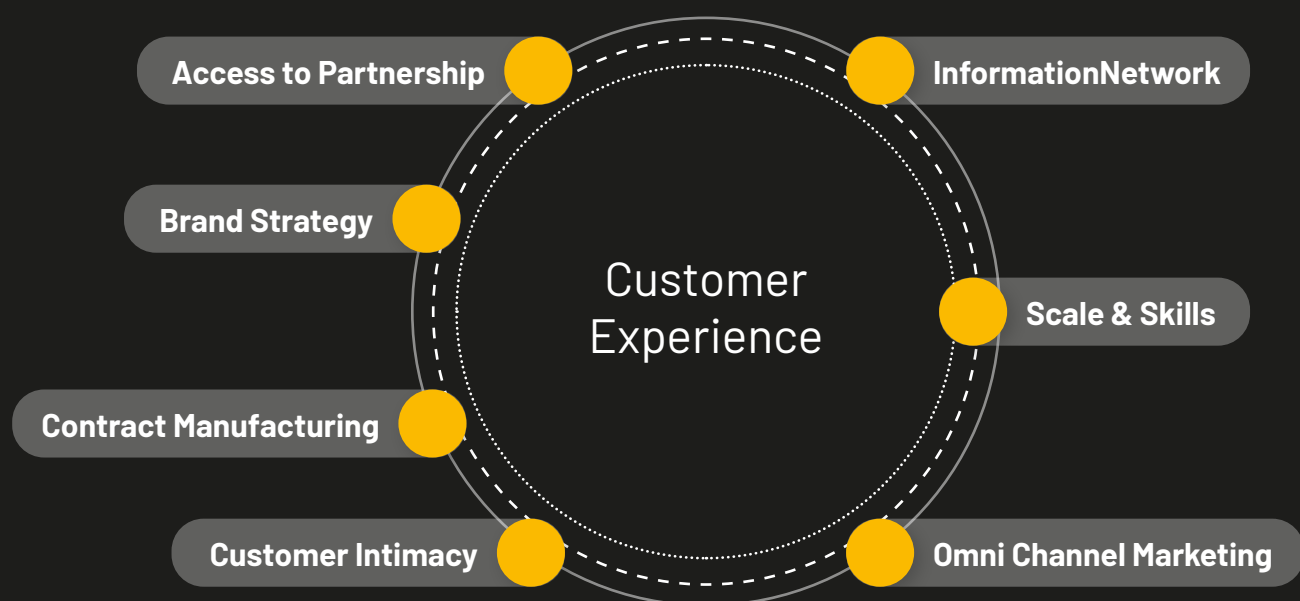


## ●● Growth Blueprint : 3-Pronged Approach To Business Strategy

We believe that by 2024, '**customer experience**', '**service**' and '**community**' connect will differentiate brands and take priority over '**product**' and '**pricing**' parameters for growth in the age of digital transformation. We see our opportunity in adding value for brands and partners in this growth journey.



## What is Needed?





## This is what has shaped our 3-pronged approach business strategy

1



Our Experience  
and Reliability

### **Brand Licensing and Contract Manufacturing**

Leverage Honeywell experience to target more brands

2



Our Trust,  
Expertise and  
Insights

### **Strengthen Core Services**

Market Entry specialist for Global Brands

3



Our Product  
Innovations

### **New Products and Platforms**

Launched CKart: B2B eCommerce Portal  
Our Product Innovations

## 1. Brand Licensing and Contract Manufacturing

This is the **First pillar** of our growth strategy. With Honeywell, we have a long-standing agreement for contract manufacturing and distribution of their products in 29 countries across APAC and the Middle East region. We have a broad and continually expanding product portfolio with Honeywell, with air purifiers being the latest addition. Other products cover connectivity, structured cabling as well as audio entertainment solutions. **We aim to expand this licensing line of business by adding more international brands.** Contract manufacturing is an attractive model of business for various global brands wherein they can leverage local players' market reach to increase and grow their products' market share. We plan to utilize our experience gained with Honeywell, for other international brands wishing to follow similar model.

**Honeywell** : Fortune 100 multinational conglomerate offers various commercial and consumer products, engineering services and aerospace systems.

Active across **aerospace, automation & control systems** and performance materials & technologies.

**Our Involvement:** Started association in September 2016 to capitalize opportunities seen in Indian market. Creative has been crucial support and channel for Honeywell to expand their product distribution in India, and eventually across other Asian markets, and recreate **"Power of Connect"** among consumers

The Honeywell logo is displayed in white text on a red rectangular background.

### Product Designing and Manufacturing

- Contract manufacturing – products manufactured at Honeywell certified factories
- Design and casts – owned by Creative

### Exclusive Distribution, Premium Pricing

- Exclusive rights across multiple product segments
- Soon to launch new product category – Wi-Fi networking – Home segment
- Omni-channel supplying platforms – modern retail, e-commerce and traditional channel stores
- Rights to assign premium pricing for certain products

### International Markets

- Distribution agreement in SAARC, Middle East and APAC countries (Launched products in Middle East in ~2019)

### Value Added Services

- Designing and packing of products as per Honeywell global packing guidelines
- Offers higher/longer warranty and better after sales services
- Demand generation and marketing activities as per Honeywell global guidelines

### Scalability

- Plan to manufacture in India under 'Make in India' initiative
- Plans to scale up operations in international markets and expand product portfolio

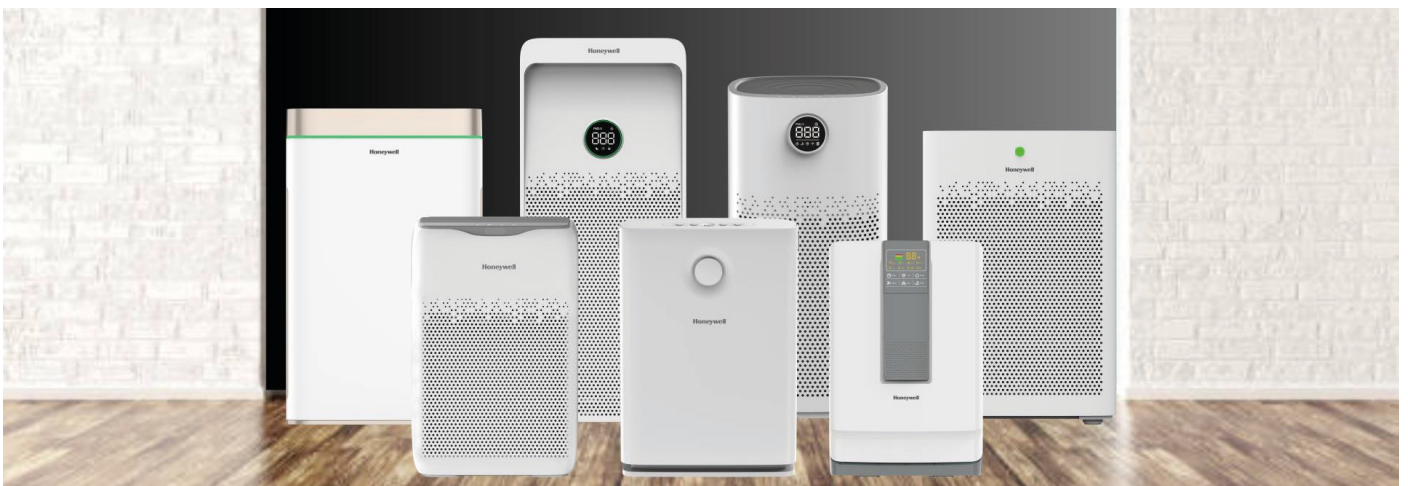


## Winning Idea:

In keeping with our spirit of take advantage of changing business opportunities, we always strive to diversify and expand the line of products in this segment to cater to changing market demand. Over the last fiscal, increase in consumer awareness towards health helped boost demand for products like air purifiers as well as prevalence of work-from-home environment which increased demand for connected home audio products. We, therefore, added new lines of Honeywell Audio and Honeywell Air Purifier products which has emerged as our winning idea in a challenging broader business environment.



## HONEYWELL CONNECTION | HOME AUDIO



## HONEYWELL CONNECTION | AIR PURIFIER

## 2. Strengthen Core Services

**The Second pillar** is our expertise and stronghold in market entry and penetration for niche brands. Currently we have long-term associations with over 20 globally renowned brands, which are leaders in their fields. These are categorized in three broad divisions: IT, Imaging, and Lifestyle & Security products. Our value-added services (like executing a brand's marketing strategy, and post-sales service) along with this wide spectrum of products has helped your Company achieve economies of scale and become a single sourcing point to its customers. Today, Creative NewTech is a much sought-after name among OEMs as well as sub-distributors and retailers alike, being a critical link in the supply chain. We continuously enhance this bouquet of brands with new and high-margin products.



**Trusted partner for over  
20 Global Brands**



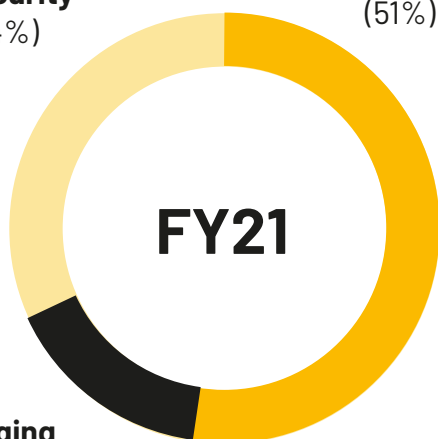
Last year we were searching for a distributor we could align with our goals. After due diligence, we found our partner in Creative Peripherals and Distribution Ltd (CPDL). A structured professional organisation with modern outlook towards distribution were the key reason to join hands. Since our co-operation we have seen our business grow month on month steadily. To sum it up, CPDL are financial prudent, have MIS driven logistics, are present in retail, online and channel and are driven by seasoned professionals to the core.

**Mr Sanket Naik**  
**Cooler Master, SA Manager**

**Lifestyle  
& Security**  
(34%)

**IT Peripherals**  
(51%)

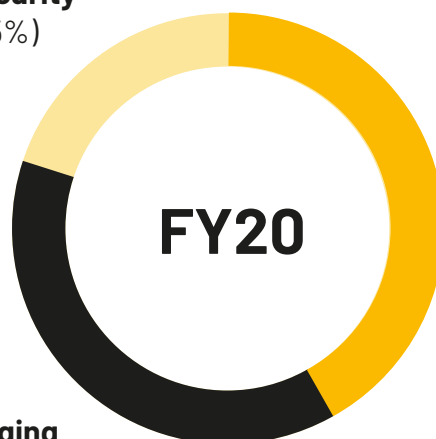
**Imaging**  
(15%)



**Lifestyle  
& Security**  
(15%)

**IT Peripherals**  
(42%)

**Imaging**  
(43%)





# Winning Idea:

The pandemic and accompanying quarantine took Gaming, Esports and Cryptocurrency mining activities to the next level, leading to spurt in demand for Gaming PCs. Staying true to our mission of keeping ourselves updated on the latest in the industry and cater to fast-changing customer demand environment, we targeted gamers and gaming enthusiasts for our Brand Partner Cooler Master across channels including social media to amplify reach, apart from regular value-added services. This resulted in revenue growth by over 25% and given the industry's superior growth potential, this is likely to expand further.

## Case Study – Cooler Master

Innovative and Quality Product, Customer Engagement, Backup with good service

**Cooler Master:** One of the leading brands in the Performance oriented PC Components Which are used for Gaming PC's, Graphic workstations and Crypto mining.

**Our Involvement:** Started association in 2019 as national distributor. Creative has helped Cooler Master with it wide Pan India network to make the products available to its customers in all the channels.

### Marketing Strategy

Market research & expertise to formulate customized, ideal marketing strategy  
Focus on building and maintain the brand reputation as a leader in India market  
Target its core TG – Gamers and Enthusiasts  
Use social media to amplify the word of mouth

### Exclusive Distribution

Exclusive distribution rights across India  
Leverage strong nation-wide network

### On Field Activities

Brand awareness & promotion  
Trained more than 700+ partners  
Content creation & influencers  
Pre-sales activities  
PC Modder's

### Scalability

Witnessed growing sales in India: Share of revenue grew by 25 %  
India offers high growth potential as its still in nascent stage, compared to worldwide mature markets



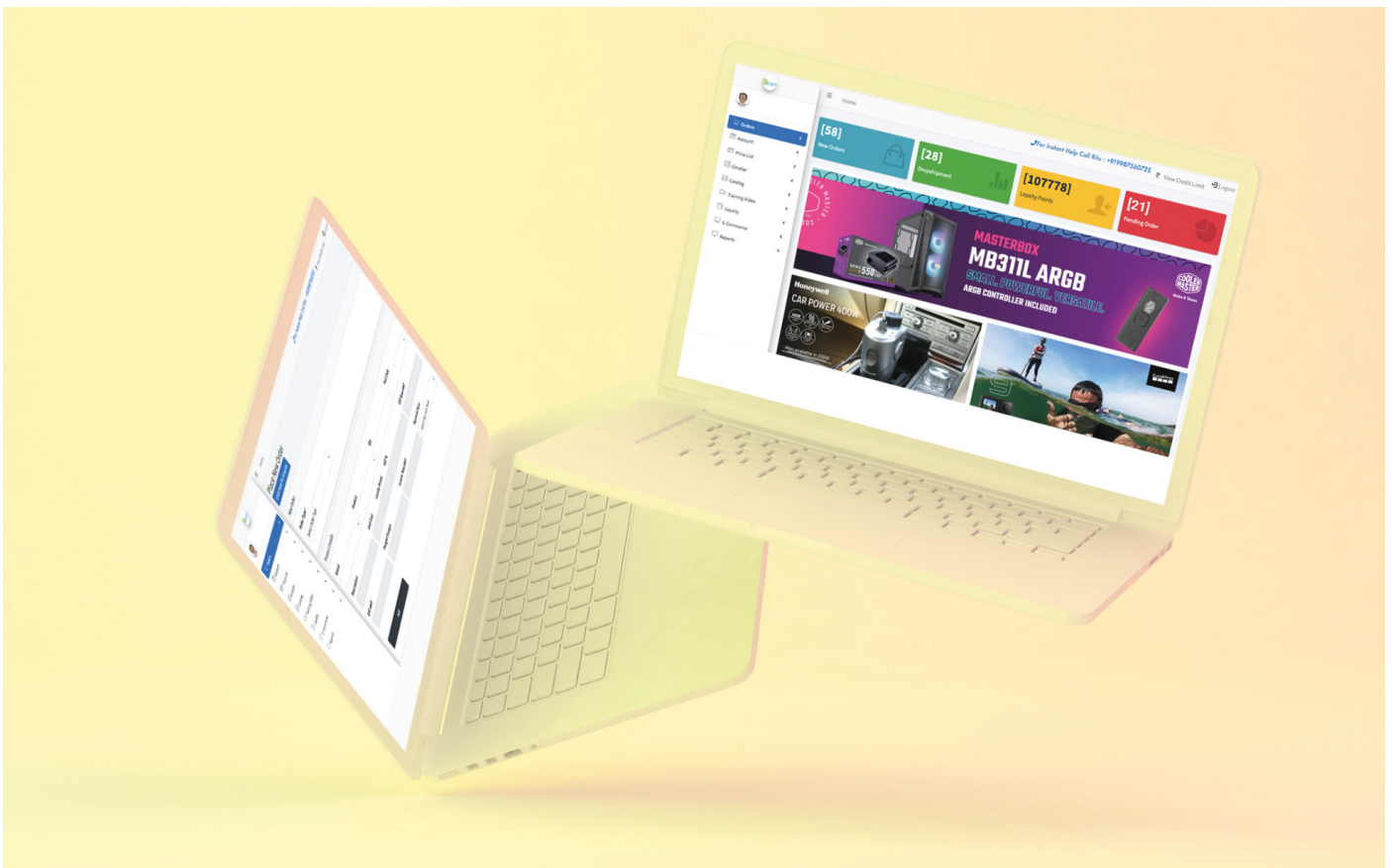


### 3. New Products and Platforms

**The Third key aspect** of our growth strategy is continuous innovations through platforms like Ckart – our very own online digital B2B eCommerce platform. Ckart is a game-changer in our industry and will play a crucial role in expanding our business with new and existing customers, at minimal additional cost.

Ckart is our online digital B2B eCommerce platform, built in-house by a dedicated team. It hosts all our customers in the supply chain and enables them to transact, discover and share products and brands to their buyers in their own Company's name. This platform also assists them to showcase their inventory and trade amongst each other, facilitating higher volumes and expanding the product portfolio being offered through Creative Peripherals. We even showcased the speed and ease of use of Ckart when we demonstrated the first order online during the launch event. Within the first six months of launch, many of our existing as well as new customers have joined the platform, making it a huge success.

We recently added a 'seller module' of the platform, which will allow a partner to sell their entire inventory of products to their customers through Ckart, including products that are not directly under Creative's portfolio. Additionally, we will also enable partners to have their own-branded micro-site hosted on our platform. These features really benefit the partner and would garner further adoption among players. Ckart will fortify our presence as a one-stop-shop for customers as well as improve our working capital cycle and profitability.



## First Year Figures\*

**15,174**

Number of  
Orders

**979**

Number of New  
Partners

**14,700**

Website Visitors  
on Ckart

**₹ 203.45 Cr.**

Total Sales

These figures were taken on 1st August, 2021

Its  
pleasure dealing  
with Creative Peripherals,  
best part is easy access to inventory  
through Ckart portal and we don't have to  
get goods in our warehouse, as they ship  
directly for us and our courier charges are  
saved and with less manpower involved.

**- Mr. Prakash Asrani**

**Team Hariwill Creations**

**Mumbai**

Doing  
business with  
CKart was a good experience.  
Talking about the service it was  
good. The executive of CKart were very  
friendly and helpful in times we needed  
help. It has benefitted us in times when we  
didn't get components from other vendors.  
My overall experience is good and will be  
doing business with CKart in near future.

**- Mr. CH V S R Somabh**

**Nirvana Computers**

**Jharkhand**

Yes  
it helped a lot  
to us for easy ordering.  
Just login, select product,  
check availability, order and  
finish...products in your hand next  
day. Thanks Creative for giving us  
wonderful tool CKart.

**- Mr. Anil Pherwani**

**Digital Fantasy**

**Pune**

## **Harnessing Human Potential**

At Creative NewTech, our people and teams have demonstrated exceptional resilience and capabilities even in the toughest of times. Our values of taking initiative and demonstrating accountability and responsibility have guided us throughout our growth journey, helping your Company stay true to its mission.

Last year, we have demonstrated our expertise through innovative solutions built on the foundations of our vision and values : our commitment to remain at the forefront of new technologies for our customers, strength and empowerment of our team, our approach towards being a socially responsible corporate citizen, ethical responsibility towards investors and inclusive growth for all stakeholders.

### **Delivering value for our stakeholders**

We are proud that our team continued to deliver on our commitments to create value for our stakeholders, i.e. our clients, business partners, our people and our community. In fact, we have managed to lay down durable foundations for a more exciting future.

### **Delivering value for our shareholders**

We will continue to focus on innovation and growth while at the same time improving operational efficiencies.

### **Delivering value for our clients**

Our clients are some of the world's leading brands, including renowned names among Fortune 500 companies, who have placed their trust in us to become their market entry partners in India. Some of them have been with us since more than 10 years, showcasing the strength of our reliability.

Our clients rely on us to help them access the Indian market with ease and offer their products in an experiential manner to end-customers. We offer the entire depth and breadth of value-added services to help accelerate revenue growth. During the early part of the crisis last year, we deepened their trust by offering seamless services through the online medium. The entire team stayed regularly in touch with clients with regular reporting on updates and assuaging their concerns in an unprecedented crisis environment.

All these outcomes were delivered with speed for some of our notable clients including names like **Reliance, Amazon, Flipkart, Croma, Teleperformance, Jio Studios, Nykaa**, among several others

We regularly undertake an internal analysis of the efforts put in by our different teams towards positive and satisfactory client outcomes. Last year, teams across finance, logistics, sales and marketing were able to show 95%-100% results across selected top brand partners.

We also increased our training hours for value creation. We onboarded external consultants and trainers for soft skills training for both in-house and external vendors and partners.



TPV India has been associated with Creative Peripherals for more than 10 years now & through this journey we have experienced that Creative Peripherals have always been in forefront of adopting new technologies for business enablement of their Partners & Vendors. We do hope that our trade partners will utilise this digitisation tool set up by Creative Peripheral to maximise the business potential and bringing in more efficiencies in the business eco- system. I congratulate the management of Creative Peripherals for bringing in this innovation.



**Mr. Atul**  
**TPV India- Country**  
**Business Head – MNT**  
**& PD**

Creative has been important partner for Nedis business in India for over 9 years, The energy and flexibility in managing complex distribution strategy with focus on Numbers has made our



partnership growing over the years.

**Mr. Chaitanya Mhatre**  
**Nedis- Country**  
**Manager Asia**

Printronic's relationship with Creative is strongly built on the spirit of partnership. The Executive team of Creative with its sound understanding of the Indian market has been responding to the needs of the Indian market place with alacrity and speed. The organisation is young and is constantly evolving and learning. As a vendor, we appreciate the



sincerity and commitment of Creative towards transparency and growth.

**Mr. Anand Kumar R.S**  
**Printronix India Pvt.**  
**Ltd - Regional Director**  
**(India & South Asia)**

## Our Response to Covid-19

### Innovation in tough times

We also took this opportunity to contribute to our collective fight against the virus and launched our own range of personal medical products including thermal scanners, pulse oximeters, thermometers and masks, under the B-Safe brand. The demand for such products has been high in the post-COVID-19 environment, as these have now become part of everyone's daily life.

The personal health care product portfolio includes infrared thermometers, thermal scanners, pulse oximeters and masks. High-precision instruments (thermometers and oximeter) for personal and organizational usage, as well as range of N-95 masks with and without respirators were also launched and well-received.



### Covid-19 Vaccination Drive

We also conducted vaccination drive for all our employees during the times of Covid-19. Our entire staff of over 172+ along with their families on both sides, as well as siblings residing in the same house were included in the drive. Furthermore, our partner and vendor fraternity also joined hands and were able to take benefit of the drive. A total of 449 persons were vaccinated at no-cost to them



## Delivering value for our partners

At CreativeNewtech, we strive to deliver value for our business partners and dealers across the country as well as internationally. Despite a tough environment last year, we were successfully able to host our annual dealer's conference "Creative Connect", offline as well as virtually. 'Creative Connect' is an annual gathering of our channel partners to share their experiences and learnings. Through this, we are able to impart latest insights and help our partners strengthen their reach and profitability. It was attended by over 736 participants, on a pan-India basis, across industries such as IT, electronics, imaging, mobility, gaming, lifestyle security and electrical appliances. With the post event organic reach was over 8206 partners and over 1500 views on social media; we were further able to deepen our engagement.





## Delivering value for our people and communities

The last financial year began with a nationwide lockdown which gradually opened up in the following months. Many daily activities were disrupted as the world went online and work-from-home became the norm across various verticals. Nearly all of our 172+ employees collectively contributed towards ensuring business continuity of our services offered to clients. All of them continued to work from home throughout, leveraging on their skill sets and staying engaged. In other words, our teams and people consistently stayed engaged by #Beingcreativeathome; without compromising on individual health and well-being.

We continued to invest in helping our community grow and evolve along with us. We remain committed to being responsible today for a better tomorrow. Your Company has spent INR 17 lakhs last year towards betterment of the community under different CSR projects, including promoting education and vocational training for the reaching the rural and under-privileged strata of society and helping provide them with self-employment. Given our presence in the technology and electronics products space, we are 100% EPR (Extended Producer Responsibility) compliant and undertake reuse, refurbishing and recycling of IT products. (Please refer to disclosures under associate companies).



### What are you doing during this lockdown?

Making the most of it by completing my sleep, watching web series, playing indoor games with my brother's kids (housie, uno, carrom and cards)

### What is the new thing you learned during the lockdown?

Learnt a little bit of non-veg food, drawing and colouring with my cousin's kids and the entire family.

### What is the first thing you will do when the lockdown is lifted up?

Gonna meet my friends and have some street food like pani puri and Chinese

**Juanna Pinto**  
#beingcreativeathome



### What are you doing during this lockdown?

The most amazing thing about this quarantine period is that it introduces us again to all the good habits of ours which we have forgotten in this race of life.

### What is the new thing you learned during the lockdown?

I had old good habits of sketching and photography. I used to do mostly nature photography. And about sketching as far as I can remember the last one was in my college days.

### What is the first thing you will do when the lockdown is lifted up?

When the lock down gets over I would go to meet my friends and after that I will have all the Gujarati snacks with hot tea.

**Santosh Rajput**  
#beingcreativeathome



### What are you doing during this lockdown?

Enjoying quality time with my family and also making the most of motherhood moments with my toddler & making him learn the new things.

### What is the new thing you learned during the lockdown?

In this lockdown I have started learning Gardening, tried & learned to bake cookies and cake.

### What is the first thing you will do when the lockdown is lifted up?

Once lockdown is lifted up I would love to go and have street food items and enter mall for shopping. :)

**Poonam Sharma**  
#beingcreativeathome



### What are you doing during this lockdown?

I am spending alot of my time with my family, specially with my daughter and seeing her doing some funny dance moves & making funny faces as kid.

### What is the new thing you learned during the lockdown?

I am focusing on yoga to keep myself physically and mentally fit. Also, trying to improve my communication skill being a trainer.

### What is the first thing you will do when the lockdown is lifted up?

Join guitar classes to learn how to play it and going to teach my daughter as well.

**Sumit Siddhu**  
#beingcreativeathome

## **Evolving through the times: Business Transformation from 2010 to 2021**

Ten years ago, we were a small Company and the journey till now has been exhilarating. By consistently growing our top and bottom line throughout this decade, we have demonstrated perseverance to not only sustain but also excel beyond our expectations. We have sought out new avenues of growth by expanding product categories, taking up new niche brands on board, establishing new partnerships, venturing into new geographies and entering new businesses. Along the way, we have navigated various market scenarios by deriving strength from our business understanding and taking timely, informed business decisions.

From humble beginnings in the year 1992 as a distributor of computer peripherals, Creative has evolved into a market entry and penetration specialist with pan India presence. This has been an eventful journey marked by strong brand partnerships, creation of newer channels and efficient and prudent management.

Initially, Creative's business comprised of volume driven products like monitors, desktops along with other peripheral computer components. Recognising the changing landscape, the Company graduated to providing end to end distribution specialist for niche, experiential brands. This led to emergence of Creative as a market entry and penetration specialist.

We have seen quite a few challenges and disruptions—technology disruptions, unstable currencies, demonetisation, changing consumer choices, growth of e-commerce and the recent COVID-19 virus. Through it all, we have managed to retain our unwavering focus and determination to look for growth opportunities even during the most challenging times.

One of our biggest success stories has been our brand collaboration with GoPro. It is a global brand offering broad range of imaging devices and accessories for professional as well as amateur users. We started our contract with them in 2016-17 to enter Indian market. Creative has been a key enabler for brand to penetrate market and establish its presence here. GoPro has grown from barely known foreign brand to a well-recognized premium imaging brand in urban India. We provided our expertise to formulate unique marketing strategies, to create brand awareness and promotion. As part of distribution, we collaborated with various content creators and influencers in a unique attempt to spread brand awareness across all social media platforms. We arranged and managed POP setups and kiosks at various malls. GoPro's sales in India grew manifold (over 10 times) since its association with us.

Our association with Honeywell is also noteworthy. Honeywell is a Fortune 100 multinational conglomerate offering various commercial and consumer products, engineering services and aerospace systems. Honeywell is active across aerospace, automation & control systems, and performance materials & technologies. Our association with Honeywell started in September 2016 to capitalize opportunities seen in Indian market. Creative has been crucial support and channel for Honeywell to expand their product distribution in India, and eventually across other Asian markets, and recreate "Power of Connect" among consumers. From product designing and contract manufacturing to exclusive distribution and after sales service, Creative does it all. Infact our association with Honeywell has grown to include more products as well as countries.

In order to enhance the Company's geographical reach and client presence across the target market, we launched Ckart – a digital platform for our products as well as clients' products. The platform facilitates viewing, sharing, and transacting of clients' inventories amongst each other. One of the advantages is the availability of full inventory for customers on the platform. Drop shipment enables delivery directly to client's customer. The recently added seller module enables a customer to even sell their inventory through Ckart, making it a complete online marketplace. The Company aims to deliver a one stop shop for all needs of its clients.



## Key Business Attributes

Identifying niche and experiential brands

Adopting and investing in new age technologies

Providing smart connectivity solutions

Establishing long term partnerships with vendors and partners

Focussing on customers' needs and requirements

## Smart Sourcing Capabilities

### Dispatch all over India from Central warehouse

Warehousing and Transportation services

40,000 Sq. ft. area

Semi-automatic warehousing

Advanced systems for inward & outward, packing and stock keeping (Bar Code system for outward)

Technology enabled supply chain

Transactions handled: 3,500 tonnes per annum

### Key features

State-of-art inventory management and warehousing equipment

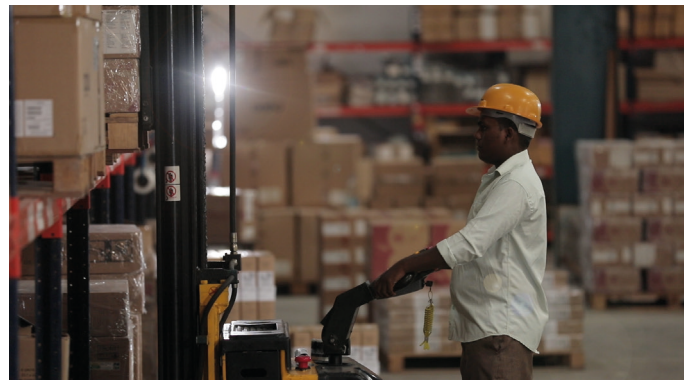
Fast and on-time delivery

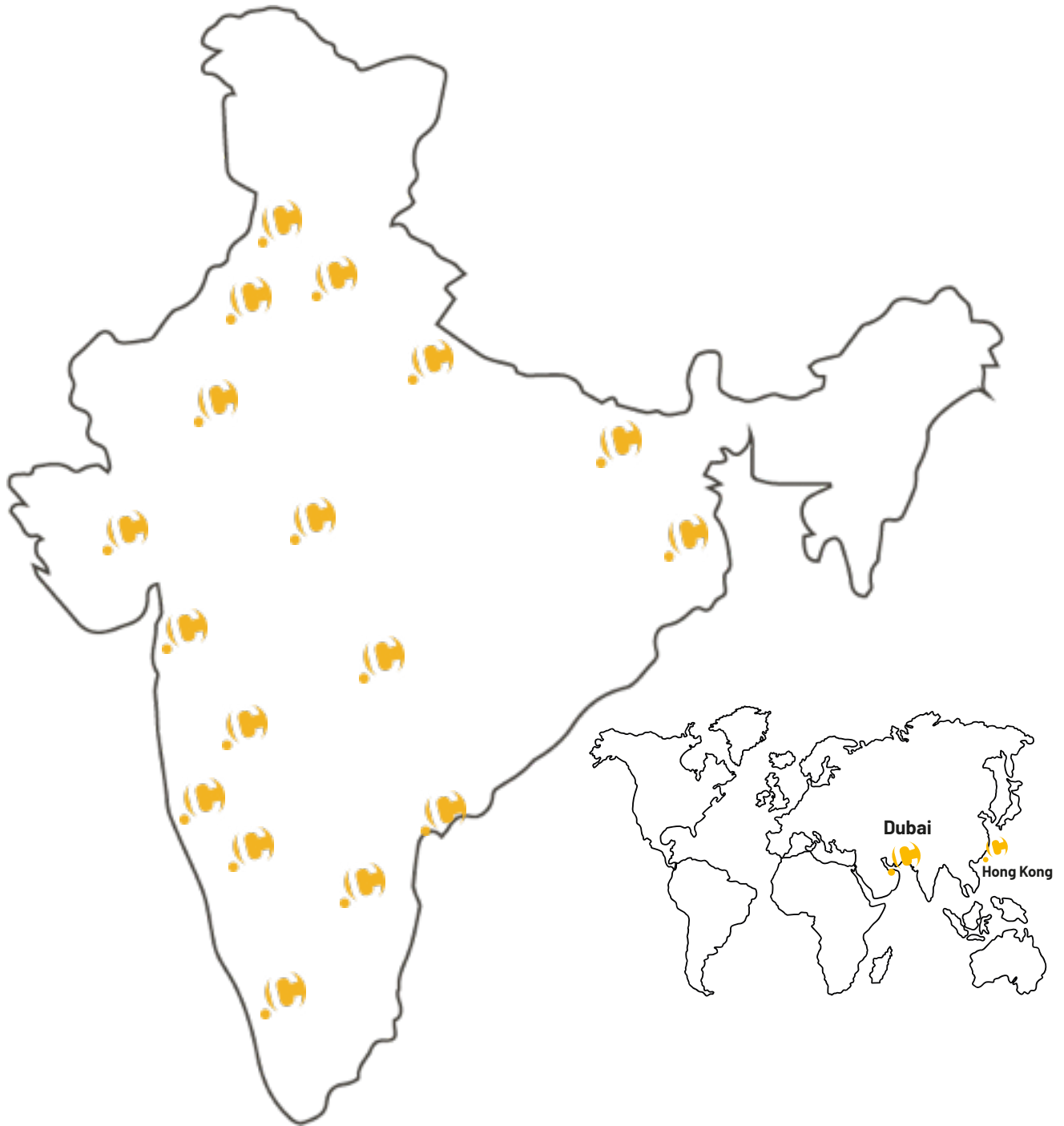
Can arrange dispatch from single unit to container

Tie-ups with reputed logistics service providers

Trained and experienced staff

Central Warehouse @ Bhiwandi, Maharashtra





**Mumbai** Chennai  
 Kerala Jaipur **Lucknow**  
 Kolkata  
**Bangalore** Ahmedabad **Chandigarh** Haryana  
 Aurangabad Indore  
 Kolhapur Indore **Delhi** **Hubli** Bhopal  
**Goa** Hyderabad  
 Ludhiana

Creative Newtech operates in three broad product categories: IT products; Imaging; Lifestyle and Security.

## 1.IT/Gaming Products

Creative offers a range of IT hardware products like printers, supplies (cartridges), PC components (monitors, hard disks, CD writers, CD ROMs), and storage devices offered by multiple vendors. The Company's wide spectrum of products offered from multiple vendors helped it achieve economies of scale and provide customers a single sourcing point. The Company has many distribution agreements, such as Honeywell, Cooler Master and PNY, and innovative distribution channels.

## 2.Imaging

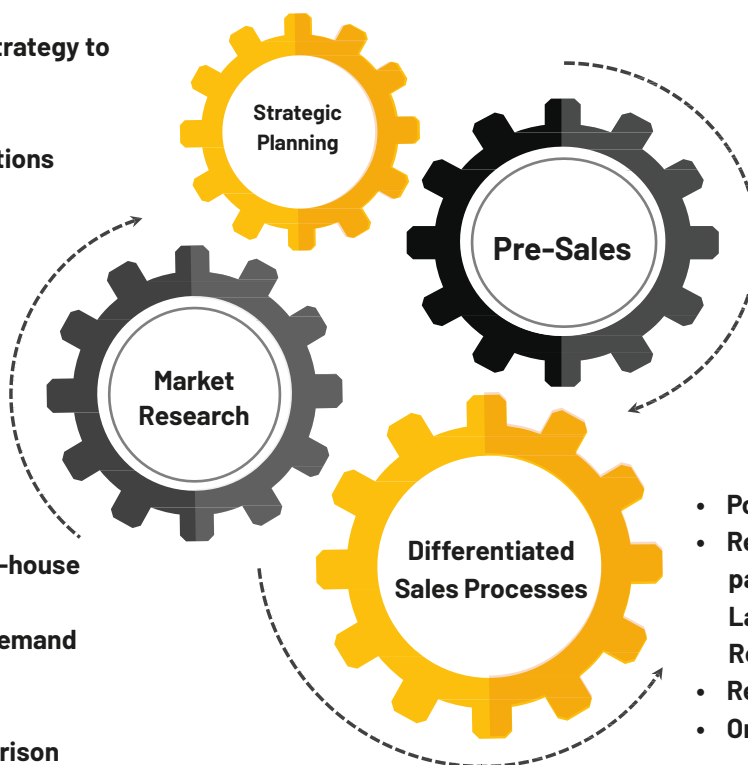
This category encompasses a range of cameras, tripods and other imaging products and accessories. This category is growing aggressively as trends in photography change rapidly. The Company is setting up innovative distribution channels, training employees, helping clients develop content to giving a whole package of experience to the end consumer.

## 3.Lifestyle and security

This segment includes products such as TVs, headphones, projectors, grooming products and other lifestyle products and IT accessories. The Company has expanded its portfolio in the high growth segment. One of the Company's many brand associations is BaByliss, a premier personal grooming brand with global presence. These associations not only diversify and expand portfolio, but also enhance and testify of the Company's recognition among global brands. In security it strives to cater to the growing needs and demand for retail security product and are expanding in this direction rapidly. A key brand in this segment is InVue.

- Identification of ideal distribution channel
- Identify and acquire required skill sets / man power
- Regional planning and strategy to market brand
- Resource allocation and strengthening of operations

- On-field research and in-house usage and checking
- Location-wise market demand analysis
- Price waterfall analysis
- Detailed product comparison
- Competition Analysis



- Executing marketing strategy
- Creating brand awareness
- Training and events
- Customer Engagement
- Digital Cataloguing

- Point-of-sales (POS) activity
- Relationships with channel partners : E- Commerce, Large Format and Specialized Retailers
- Reseller workshop & demos
- Online-to-Offline channel



## **360 Degree Value Creation for better Customer Experience**

Creative Newtech Ltd (formerly known as Creative Peripherals & Distribution Ltd) focuses on strong, long-term partnerships with niche brands, where the Company can add value and help the brand grow in the market. This is possible because we invest in deep involvement with the brands' ethos and hand-hold new brands in identifying with the local audiences. This is one of the key factors which differentiates us from other companies in this industry.

We believe that customer experience is becoming the key brand differentiator, versus price and product features, over time. With competitive pricing and similar products becoming the norm, brands would be differentiated based on the community, service and experience they are able to offer to customers. To be able to do this, a brand would typically need the following aspects to offer a wholistic customer experience –

- a. Brand Strategy
- b. Access to Partnerships
- c. Information Network
- d. Scale and Skills
- e. Omni-Channel Marketing
- f. Customer Intimacy
- g. Contract Manufacturing

This is where Creative comes into the picture and shines. We offer this wholesome suite of services to enable brands to enter and conquer new markets, especially in India, thereby creating unique value addition.

- We help a brand execute its marketing strategy on ground with skilled personnel.
- We engage and participate in events and partnership programs, such as Harley Davidson rallies for GoPro.
- Creative has the right skills set and a young workforce, with the ability and agility to scale up as per a brands requirement.
- The Company has access to all channels of marketing from retailers and wholesalers to general traders and online channels.
- We have long-standing relationships with our customers and deep understanding of what our customers need, to be able to place the brands/products correctly.
- Creative has the experience and resources to undertake contract manufacturing for brands if so required, for example, for Honeywell.

Additionally, our business model comprises market research, strategic planning, pre-sales activities and differentiated sales processes. Ckart further adds value to our channel partners, making business easier for them.

These are our strengths which really differentiate us from traditional companies in this sector and represent the culture and vibe of our Company.



## **Vision 2023 – Focus on innovative growth for a resilient, future-ready business**

In the new essential and a new normal ways of doing business, Creative NewTech will continue to focus on utilising the strength of its innovation and human potential to capture and ride the waves of market and business opportunity across the three pillars of our growth strategy. We will seek to leverage our presence, both offline and online, to cater to changing customer, client and partner needs.

### **Leveraging Digital & Non-Digital Assets**

Creative NewTech has robust assets of both digital as well as non-digital nature.

- The Company's existing distribution network deeply penetrates numerous geographies across India and countries in APAC and the Middle East. We aim to leverage this strength to enable more niche brands to enter and expand in new markets. Moreover, our expertise in **licensed manufacturing** will also be well-used as we bring more brands under this business model.
- Our **digital assets** primarily revolve around Ckart, our digital platform. As the platform gains momentum with more customers and transactions, we aim to utilize this technical know-how to expand the platform with additional functionalities and services, which would yield new revenue streams. For instance, Ckart already offers drop-shipment facility. The Company may also offer virtual warehousing services to customers after a certain period of time. The services may either be incorporated into Ckart, or may be offered via new digital platforms.

CreativeNewTech is making huge strides across our three business lines and together will drive sustainable, scalable and resilient growth for the Company in the coming years.

## ● NOTICE FOR THE SEVENTEENTH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **SEVENTEENTH ANNUAL GENERAL MEETING ("AGM")** of the Members of **Creative Newtech Limited (Formerly known as Creative Peripherals and Distribution Limited)** will be held on Wednesday, 29<sup>th</sup> September 2021 at 11.00 a.m. through Video Conferencing ('VC'), to transact the following business:

### Ordinary Business:

#### 1. Adoption of Accounts

To consider and adopt the:

- Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with the Reports of the Board of Directors and Auditors thereon; and
- Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with the Reports of Auditors thereon.

#### 2. Dividend

To declare Final Dividend of Rs. 0.5/- per share (@ 5%) for the year ended 31<sup>st</sup> March, 2021.

#### 3. Appointment of Director

To appoint a Director in place of Mrs. Purvi Ketan Patel (DIN 02663240), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

### Special Business:

#### 4. Appointment of Mr. Ketan Patel (DIN 00127633) as Chairman and Managing Director of the Company and Revision of his Remuneration:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the recommendation of the Board Governance, Nomination and Compensation Committee and approval of the Board of Directors of the Company, and in accordance with Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Mr. Ketan Patel (DIN 00127633), Chairman and Managing Director of the Company, whose period of office is liable to expire on March 31, 2022, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as a Chairman and Managing Director of the Company, for a period of five years with effect from April 01, 2022 to March 31, 2027, whose office shall be liable to retire by rotation, as remuneration approved by Nomination and Remuneration Committee and Share holders of the Company each year."

**"RESOLVED THAT** pursuant to the provisions of Sections 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law and as approved by the nomination and remuneration committee and subject to approval of shareholders of the Company in general meeting, consent of the board be and is hereby accorded for the revision in the remuneration structure of Mr. Ketan Patel (DIN-00127633), Chairman and Managing Director of the Company with effect from 01<sup>st</sup> April, 2021, as under :

Sr. No.	Particulars	Annual Remuneration (In Rs.)
1	Basic Salary	18,19,260
2	HRA	9,09,636
3	Special Allowance	24,49,788
4	Education Allowance	19,200
	<b>Gross Remuneration (A)</b>	<b>51,97,884</b>

1	PF (Employer Contribution)	21,600
2	Gratuity	87,504
3	Bonus	7,000
4	Proposed Performance Bonus	15,00,000
	<b>Other Benefits (B)</b>	<b>16,16,104</b>
	<b>Total CTC (A+B)</b>	<b>68,13,988</b>

**“RESOLVED FURTHER THAT** Mr. Vijay Advani (DIN- 02009626), Whole-time Director, Mr. Tejas Doshi, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution.”

**5. Appointment of Mrs. Purvi Patel (DIN: 02663240) as Whole-time Director of the Company and Revision of her Remuneration:**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the recommendation of the Board Governance, Nomination and Compensation Committee and approval of the Board of Directors of the Company, and in accordance with Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Mrs. Purvi Patel (DIN 02663240), Whole-time Woman Director of the Company, whose period of office is liable to expire on March 31, 2022, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as a Whole-time Woman Director of the Company, for a period of five years with effect from April 01, 2022 to March 31, 2027, whose office shall be liable to retire by rotation, as remuneration approved by Nomination and Remuneration Committee and Shareholders of the Company each year.”

**“RESOLVED THAT** pursuant to the provisions of Sections 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law and as approved by the nomination and remuneration committee and subject to approval of shareholders of the Company in general meeting, consent of the board be and is hereby accorded for the revision in the remuneration structure of Mrs. Purvi Patel (DIN- 02663240), Whole-time Director of the Company with effect from 01<sup>st</sup> April, 2021, as under :

Sr. No.	Particulars	Annual Remuneration (In Rs.)
1	Basic Salary	9,61,656
2	HRA	4,80,828
3	Special Allowance	12,85,896
4	Education Allowance	19,200
	<b>Gross Remuneration (A)</b>	<b>27,47,580</b>
1	PF (Employer Contribution)	21,600
2	Gratuity	46,260
3	Bonus	7,000
4	Proposed Performance Bonus	15,00,000
	<b>Other Benefits (B)</b>	<b>15,74,860</b>
	<b>Total CTC (A+B)</b>	<b>43,22,440</b>

**"RESOLVED FURTHER** THAT Mr. Vijay Advani (DIN- 02009626), Whole-time Director, Mr. Tejas Doshi, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

**6. Revision of Remuneration of Mr. Vijay Advani (DIN 02009626) as Whole-time Director of the Company:**

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Rules made thereunder, including any statutory modification thereof, or any other law and as approved by the nomination and remuneration committee and subject to approval of shareholders of the Company in general meeting, consent of the board be and is hereby accorded for the revision in the remuneration structure of Mr. Vijay Advani (DIN- 02009626), Whole-time Director of the Company with effect from 01<sup>st</sup> April, 2021, as under:

Sr. No.	Particulars	Annual Remuneration (In Rs.)
1	Basic Salary	12,74,052
2	HRA	6,37,032
3	Special Allowance	17,09,868
4	Education Allowance	19,200
	<b>Gross Remuneration (A)</b>	<b>36,40,152</b>
1	PF (Employer Contribution)	21,600
2	ESIC (Employer Contribution)	0
3	Gratuity	61,284
4	Bonus	7,000
5	Proposed Performance Bonus *	15,00,000
	<b>Other Benefits (B)</b>	<b>15,89,884</b>
	<b>Total CTC (A+B)</b>	<b>52,30,036</b>

**"RESOLVED FURTHER THAT** Mr. Ketan Patel (DIN - 00127633) Chairman and Managing Director and Mrs. Purvi Patel (DIN- 02663240), Whole-time Director of the Company, be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

**By order of the Board of Directors**

**Creative Newtech Limited**

**(Formerly known as Creative Peripherals and Distribution Limited)**



**Tejas Doshi**

**Company Secretary & Compliance Officer**

**ACS - 30828**

**Date: 13<sup>th</sup> August 2021**

**Place: Mumbai**

**Notes:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its various circulars permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the 17<sup>th</sup> AGM shall be the Registered Office of the Company.
2. As this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authority letter etc., authorising its representative(s) to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting and e-voting at AGM. The said Resolution/Authority letter shall be sent to the Scrutiniser by email through its registered email address to cs.smishra@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.
4. The Notice of AGM is being sent to those members/beneficial owners whose name appear in the register of members/list of beneficiaries received from the depositories as on Friday, September 03, 2021.
5. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depository Participant (DP)/Company's Registrar and Transfer Agent (RTA). Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website at [www.ecreativeindia.com](http://www.ecreativeindia.com) websites of the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at <https://www.evotingindia.com> and also at the website of our RTA at [www.bigshareonline.com](http://www.bigshareonline.com).
6. The statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed herewith.
7. The dividend on Equity Shares, if declared at the Meeting, will be paid subject to deduction of tax at source within 30 days from the date of declaration to those members whose names appear in the Register of Members and those beneficiaries, whose names are furnished by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners on the Record Date i.e., September 22, 2021.
8. Listing Regulations, has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The companies and the registrar and share transfer agents are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. It is also mandatory to print the bank details on the physical instrument if the payment is made in physical mode. Accordingly, shareholders are requested to provide or update (as the case may be) their bank details with the respective depository participant for the shares held in dematerialised form and with the registrar and share transfer agent in respect of shares held in physical form. For further details about registration process, please contact your depository/ R&TA of the Company.
9. All dividends remaining unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account, are required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Accordingly, till date the Company has transferred to IEPF the unclaimed and unpaid amount pertaining to dividends declared. Members may please note that no claim shall lie against the Company in respect of dividend which remain unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account and no payment shall be made in respect of such claims.
10. Also, in terms of Section 124(6) of the Act, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more are required to be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Accordingly, equity shares which were/ are due to be so transferred, shall be transferred by the Company to the Demat Account of IEPFA. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also

be credited to the Demat Account of IEPFA and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules. Details of shares transferred to the Demat Account of IEPFA have been uploaded by the Company on its website at [www.ecreativeindia.com](http://www.ecreativeindia.com). Shareholders may kindly check the same and claim back their shares. Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
12. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.
13. Members are requested to send in their queries at least a week in advance to the Chief Financial Officer & Company Secretary at the Registered Office of the Company to facilitate clarifications during the meeting.
14. Pursuant to the provisions of Section 108 and all other applicable provisions of the Act read with the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is pleased to provide e-voting facility to all its members, to enable them to cast their votes electronically and has engaged the services of Central Depository Services (India) Limited, (CDSL) as the agency to provide e-voting facility. Instructions for the process to be followed for e-voting are annexed with this Annual Report.
15. During the voting period, members can login to CDSL's voting platform any number of times till they have voted on all the resolutions. Once the vote on resolutions cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
- 16. The e-voting period commences on Sunday, September 26, 2021 at 9:00 a.m. (IST) and ends on Tuesday, September 28, 2021 at 5:00 p.m. (IST). During this period, members of the Company, holding shares either in physical or dematerialised form, as on the cut-off date, that is, Wednesday, September 22, 2021, may cast their vote electronically.**
17. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
18. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agents / Depository Participant(s) for sending future communication(s) in electronic form.
19. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
20. M/s Satyajit Mishra & Co., Practising Company Secretary, (Membership No. FCS 5759, CP No. 4997) have been appointed as the Scrutiniser to scrutinise the voting process in a fair and transparent manner.
21. The Scrutiniser shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the meeting, a Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman of the Company who shall countersign the same.
22. The resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the resolutions.
23. The results declared along with the Scrutiniser's Report shall be placed on the Company's website [www.ecreativeindia.com](http://www.ecreativeindia.com) after same has been communicated to the NSE.

24. Since the AGM will be held through VC / OAVM, the Route Map is not required to be annexed in this Notice.

**By order of the Board of Directors**

**Creative Newtech Limited**

**(Formerly known as Creative Peripherals and Distribution Limited)**



**Tejas Doshi**

**Company Secretary & Compliance Officer**

**ACS - 30828**

**Date: 13<sup>th</sup> August 2021**

**Place: Mumbai**



## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

### **Item No.4 –**

Appointment of Mr. Ketan Patel (DIN 00127633) as Chairman and Managing Director of the Company and Revision of his Remuneration:

Mr Ketan C Patel founded Creative Peripherals with his wife Ms Purvi Patel in the year 1992. His expertise lies in business development, business strategy, product marketing, business planning, key account management, team management, sales management, entrepreneurship, strategic planning, channel expertise and competitive analysis.

Mr Ketan Patel has an engineering degree. He is a MBA graduate from IIM Bangalore. He is a veteran entrepreneur who is always open to ideas and constantly looking forward to evolve the company and the people in it.

With over 28 years of industry experience, Mr. Ketan Patel is Company's principal entrepreneurial force and strategic visionary. Today Creative Peripherals is a Value Added Distribution firm and entry specialist for all new brands, having its presence in PAN India and representing 25 global brands. Mr. Ketan Patel is a pioneer in the electronics and IT distribution industry. With innovative and forward thinking, he conceptualized many industry initiatives and practices. Over the years, he has developed critical and longstanding relationships with many of the industry's IT, Imaging, Lifestyle and Telecom brands.

A statement containing required information as per section II of Part II of Schedule V of the Companies Act, 2013 is attached as Annexure I.

No person, as specified under Section 102(1)(a) of the Act, other than Mr. Ketan Patel and Mrs. Purvi Patel is in any way concerned or interested in this Resolution proposed to be passed.

Thus, The Board recommends the Special resolution(s) set forth at item no. 4 of the Notice for the approval of the members.

### **Item No. 5 –**

**Appointment of Mrs. Purvi Patel (DIN: 02663240) as Whole-time Director of the Company and Revision of her Remuneration:**

Ms. Purvi Patel is the co-founder of Creative Peripherals, along with her husband Mr. Ketan Patel and has been associated and well versed with Company and its client since over 28 years.

She also has various certificates in software programming and holds Diploma in Pharmacy.

She looks after overseeing the working capital and she is heading the HR / Administration, Logistics. She also looks after the product design and conception, Process set up & Public Relation activities. She has been the backbone and an integral part of the Company.

A statement containing required information as per section II of Part II of Schedule V of the Companies Act, 2013 is attached as Annexure I.

No person, as specified under Section 102(1)(a) of the Act, other than Mrs. Purvi Patel and Mr. Ketan Patel is in any way concerned or interested in this Resolution proposed to be passed.

Further, Mrs. Purvi Patel is Not a member of Nomination and Remuneration Committee.

Thus, The Board recommends the ordinary resolution(s) set forth at item no. 2 & special resolution set forth at item no. 5 of the Notice for the approval of the members.

### **Item No. 6 –**

**Revision of Remuneration of Mr. Vijay Advani (DIN 02009626) as Whole-time Director of the Company:**

Mr. Vijay Advani is associated with Creative Peripherals & Distribution Limited since 2006. Prior to joining Creative peripherals, he has associated with General Electronics and he has a total experience of over 35 Years.



He takes care of the entire sales division.

Mr. Vijay Advani is a Commerce Graduate. He has been instrumental as Sales Director of Creative Peripherals from last 14 Years. He was able to drive various IT brands, which were new entrants in Indian market, to a great success. Under his supervision many brands have been successful in India having started with no presence in India. His expertise lies in business planning & execution and key account management. His focus and determination still remain unmatched.

A statement containing required information as per Regulation 36 of SEBI Listing Regulations and Section II of Part II of Schedule V of the Companies Act, 2013 is attached as **Annexure I**.

No person, as specified under Section 102 (1)(a) of the Act, other than Mr Vijay Advani, is in any way concerned or interested in this Resolution proposed to be passed.

Thus, The Board recommends the Special resolution(s) set forth at item no. 6 of the Notice for the approval of the members.

**By order of the Board of Directors**

**Creative Newtech Limited**

**(Formerly known as Creative Peripherals and Distribution Limited)**



**Tejas Doshi**

**Company Secretary & Compliance Officer**

**ACS - 30828**

**Date: 13<sup>th</sup> August 2021**

**Place: Mumbai**

A statement containing required information as per section II of Part II of Schedule V of the Companies Act, 2013

General Information:			
i. Nature of Industry	Pan India Distributor of I.T., Imaging, Lifestyle and Security of world-renowned brand products.		
ii. Date of commencement of Commercial production:	This clause is not applicable as the Company is currently having distribution segment only. The date of incorporation of Company is 22/09/2004.		
<b>Information about the appointee:</b>	<b>Mr. Ketan Patel</b>	<b>Ms. Purvi Patel</b>	<b>Mr. Vijay Advani</b>
i. Background details:	Mr. Ketan Patel is the Promoter and Managing Director of our Company. He has been the Director of the Company since incorporation and is also one of the subscribers of MOA of our Company. He holds a diploma in Computer Technology from Board of Technical Examinations, Maharashtra State, degree in Management Programme for Entrepreneurs and Family Businesses from Indian Institute of Management, Bangalore. He has an experience of about more than 28 years in Value Added Distribution industry.	Mrs. Purvi Patel is the Whole Time Director of our Company. She has been designated as Whole Time Director of our Company with effect from February 28, 2017. She holds Diploma in Pharmacy. She also has various certificates in software programming, including DTP. She is the backbone and an integral part of the Company.	Mr. Vijay Advani is the Whole-time Director of our Company. He has been designated as Whole Time Director of our Company with effect from February 28, 2017. He holds a degree in Bachelor of Commerce from University of Bombay. Under his supervision many brands have been prosperous previously which had no presence in India. He was able to drive various IT brands, which were new entrants in Indian market, to a great success. He has an experience of about more than 14 years in Value Added Distributors Industry.
ii. Date of Birth	01 <sup>st</sup> August, 1970	19 <sup>th</sup> January, 1971	24 <sup>th</sup> January, 1964
iii. Education Qualification	Diploma in Computer Technology	Diploma in Pharmacy	Commerce Graduate
iv. Past remuneration for FY 2020-21:	Rs. 34,67,186 p.a.	Rs. 14,84,030 p.a.	Rs. 31,23,734 p.a.
v. Job profile and suitability:	Entire management and affairs of the Company	Administration, Marketing and Human Resource Management	Business Planning, expansion and execution and key account management
vi. Proposed remuneration for FY 2021-22:	Rs. 68,13,988 p.a.	Rs. 43,22,440 p.a.	Rs. 52,30,036 p.a.
vii. Pecuniary relationship directly/indirectly with the Company or managerial personnel if any:	Husband of Mrs. Purvi Patel – Whole-time Director of Company	Wife of Mr. Ketan Patel – Chairman and Managing Director of Company	No pecuniary relationship directly/indirectly with the Company or any managerial personnel
viii. The number of meetings of Board attended during the year	Five out of Five Board Meetings 100% Attendance	Five out of Five Board Meetings 100% Attendance	Five out of Five Board Meetings 100% Attendance
ix. Shareholding in the Company	79,39,520 Equity Shares	59,200 Equity Shares	400 Equity Shares

<b>x.</b> Other Directorships	1. Secure Connection Private Limited  2. Rinavaa Technologies Private Limited  3. Shilpa Global Private Limited  4. Creative Peripherals and Distribution Limited (Hong Kong Subsidiary Company)  5. Secure Connection Limited (Hong Kong Subsidiary Company)	1. Shilpa Global Private Limited  2. Click Retail Private Limited	1. Click Retail Private Limited  2. Rinavaa Technologies Private Limited
<b>Other Information:</b>			
<b>i.</b> Reasons of loss or inadequate profits:	The Company does not have any loss or inadequate profit during the FY 2020-21.		
<b>ii.</b> Steps taken or proposed to be taken for improvement:	N.A.		
<b>iii.</b> Expected increase in productivity and profits in measurable terms:	The Company is having consistent meeting with other major international brands to be partner with us for long run & there is probability that Company will succeed to get the distribution rights with the others brands too in forthcoming financial year to boost revenue and profit of the Company.		

## Directors Report

To,  
The Members,

### **CREATIVE NEWTECH LIMITED**

**(Previously known as Creative Peripherals and Distribution Limited)**

Your directors have pleasure in presenting the Seventeenth Annual Report on business and operations along with the Audited Financial Statements for the year ended March 31, 2021.

### **WHO WE ARE AND WHERE WE WILL BE:**

Founded in 1992, Creative Peripherals was originally incorporated on September 22, 2004 as a Private Limited Company and Company has recently changed its name from Creative Peripherals and Distribution Limited to Creative Newtech Limited. We are now into the 30<sup>th</sup> year of our journey and now have emerged as market entry and penetration specialists in a wide range of segments, covering a variety of IT, Imaging, Lifestyle and Security products. Information Technology lies at the core of the Company's business. The sector has grown and evolved over the last 30 years since it emerged after the Government liberalized the Indian economy. It prompted and shaped industrial growth and transformed the lifestyle of the average Indian by successfully changing the notion of a luxury item to one of necessity.

We have carved a niche for ourselves through our value-added service offerings. In addition to distribution, we handhold new and niche brands in their market entry by conducting extensive market research, pre-sales and marketing activities for the success of the brand as well as to enable the channel partners to leverage their expertise and bottom line. Creative Peripherals works closely with partners across all channels including Large Format Retail (LFR), e-commerce/online and specialized retailers. The Company is one of the few large distributors who conduct specialized training modules, events and promotional activities at the ground level with channel partners along with workshops and demos for resellers. This is possible due to a good mix of young, dynamic, dedicated and experienced corporate and sales teams which constantly track latest market developments to build a closer market connect.

The objective of the Company is to grow sustainably while staying connected to its roots. Currently, the Company is operating nationwide through its 20+ branches, warehouses and service centres. Our strategy is to optimize our core technology solutions business while expanding and investing in higher-margin high-growth-potential product segments. Over the recent past, we have been further optimizing our operating model and intend to continue doing so with the objective of cementing our reputation as a one-stop shop. Our bouquet of 20+ brands cover multiple verticals and aims to capture a considerable market share in each of the product categories, which will help our channel partners as well as thin out any market risks arising out of fluctuations in the market share of various brands. As we expand, we expect to benefit from higher economies of scale.

Another noteworthy pillar of our Company is the brand licensing business. For Honeywell, our relationship runs deeper than traditional distribution. We undertake contract manufacturing for several Honeywell products and have recently started distribution in the Middle East. Potentially expanding the licensing business will continue to be one of our focus areas.

Our industry is at a crossroads where we are witnessing a paradigm shift towards online technologies, from traditional means of doing business. A rising number of businesses are conducting activities online due to various reasons including cost and time savings, convenience, and a wider reachability. We believe that more and more services will go online and become platform-based in the near future.

In line with this, we have developed a digital platform for all our customers. This online B2B platform will host our entire 5000 strong customer-base and allow them to view, share and transact their products amongst each other. It will even allow customers to deal in products which are not on Creative Peripherals' portfolio, thereby expanding our product domain. The platform is feature-rich with options for invoicing, drop-shipments, and hosting a client's micro-site on the platform. We expect this platform to not only improve working capital and profitability, but also increase our customer-base with minimal increase in manpower.

## FINANCIAL HIGHLIGHTS

The highlights of the Standalone Financial Results are:

(Amount in Rs. Lakhs, except EPS)

Particulars	March 31, 2021	March 31, 2020
Total Income	51,547.41	45,248.37
Less: Expenses	(50,108.79)	(44,005.09)
<b>Profit Before Tax</b>	<b>1,438.62</b>	<b>1,243.29</b>
Less: Exceptional Items	0	0
Less: Extraordinary Items	0	0
Less: Tax Expenses	(363.62)	(338.84)
<b>Profit after Tax</b>	<b>1,075.00</b>	<b>904.45</b>
Other Comprehensive Income	2.96	(1.68)
<b>Total Comprehensive Income for the year</b>	<b>1,077.96</b>	<b>902.77</b>
Balance brought forward	2,462.40	1,581.34
<b>Amount available for Appropriation</b>	<b>3540.36</b>	<b>2,484.10</b>
Add: Share Premium Account	590.00	1,170.00
Less: Allotment of Bonus Equity Shares	-	(580.00)
Less: Dividend Paid	(18.01)	(18.01)
Less: Dividend Distribution Tax Paid	0	(3.70)
<b>Balance carried to Balance Sheet</b>	<b>4,112.36</b>	<b>3,052.39</b>
Earnings per Share (Basic)	9.29	7.78
Earnings per Share (Diluted)	9.29	7.78

## BUSINESS PERFORMANCE

The year gone by has been really profitable. The Company's revenue increased to Rs.50,930.06 Lakhs as compared to Rs. 45,117.37 Lakhs in the previous year marking an increase by Rs. 5,812.69 Lakhs.

The Company's Net Profit after Tax stood at Rs.1,075 Lakhs as compared to Rs. 904.45 Lakhs in the previous year registering an increase of by Rs. 170.55 Lakhs.

## DIVIDEND

During the year under review, you Company has paid Dividend to all shareholders, except promoters, @ 5% per share on face value, for the financial year ended on 31st March, 2020, as approved by members in Annual General Meeting held on 29th September, 2020.

Further, considering financial growth and future prospects of your Company, Board of Directors in their Board Meeting held on 14th August 2021, has recommended a Final Dividend of 5% on face value per share for the financial year ending at 31st March, 2021 and the same has been recommended for approval of Members in upcoming Annual General Meeting to be held on 29th September, 2021.

## **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125 (2) of the Companies Act, 2013, do not apply as there was no dividend which were unclaimed or unpaid since last seven years.

## **TRANSFER TO RESERVES**

The whole profit after tax has been transferred to Surplus in the Statement of Profit & Loss.

## **SHARE CAPITAL**

There are no changes in the Authorised as well as paid up capital of the Company during F.Y. 2020-21.

## **DEPOSITORY SYSTEM**

The Company has entered into an agreement with the National Securities Depository Limited (NSDL) as well as the Central Depository Services (India) Limited (CDSL) to enable shareholders to hold shares in dematerialized form. The Company also offers simultaneous dematerialisation of the physical shares lodged for transfer.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The Board consists of Executive and Non-executive Directors including Independent Directors along with Key Managerial Personnel who have vast experience in the core business activity of the Company. The composition of the Board is in consonance with Corporate Governance norm specified in the SEBI Regulations with the Stock Exchange.

During the year under review:

1. Mr. Suresh Bhagavatula, who was appointed as Additional Director by Board dated 10<sup>th</sup> October, 2019 and his appointment regularised in Annual General Meeting held on 29<sup>th</sup> September, 2020
2. Mr. Chandy Kurian, who was appointed as Additional Director by Board dated 01<sup>st</sup> February, 2020 and his appointment regularised in Annual General Meeting held on 29<sup>th</sup> September, 2020

Further, Mr. Ketan Patel, Chairman and Managing Director of the Company and Mrs. Purvi Patel, Whole-time Director of the Company, whose period of office is liable to expire on March 31, 2022, are proposed to be re-appointed w.e.f. April 01, 2022 to March 31, 2027, as recommended by Nomination and Remuneration Committee and Subject to Approval of Members in upcoming Annual General Meeting.

Remuneration paid to Executive Directors, Independent Directors & KMPs are mentioned in Corporate Governance Report annexed with this Directors' Report.

## **BOARD MEETINGS**

During the year, Five Meetings of Board of Directors were convened and held and details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in accordance with the provisions of Section 134 (3)(c) and 134(5) of the Companies Act, 2013:

1. That in preparation of the Annual Accounts for the year ended March 31, 2021, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
2. That the directors had selected such accounting policies and applied consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2021 and the profits of the Company for the year under review;
3. That proper and sufficient care has been taken for the maintenance of adequate accounting records for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. That the annual accounts for the year ended March 31, 2021, have been prepared on a 'going concern basis.'
5. That proper internal financial controls were in place and that such internal financial controls are adequate and were operating effectively.
6. That proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

## **STATUTORY AUDITORS**

As per Section 139 of the Act read with the Companies (Audit and Auditors) Rule, 2014, the members of the Company in its 15<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2019, approved the appointment of M/s Gupta Raj & Co., Chartered Accountants (ICAI Registration No.001687N) as the Statutory Auditors of the Company for a period of 5 years from the conclusion of 15<sup>th</sup> Annual General Meeting till the conclusion of 20<sup>th</sup> Annual General Meeting of the Company.

As per amendment of Companies Act, 2013, read with Notification no. G.S.R. 432(E) dated 7th May, 2018 of Ministry of Corporate Affairs, the ratification of appointment of Auditors in every Annual General meeting during term of five years have been dispensed with.

## **INTERNAL AUDIT AND INTERNAL FINANCIAL CONTROLS**

The Company has in place well defined and adequate internal controls commensurate with the size of the Company and the same were operating effectively throughout the year. The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. Apart from in-house Internal Audit function, to strengthen and maintain transparency, the Company has also appointed M/s Somaiya & Co., Chartered Accountants, Mumbai, as Internal Auditors of the Company in accordance with Section 138 of the Companies Act, 2013, to examine the effectiveness of internal control system.

## **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and SEBI Listing Regulations 2015. Further, The Independent Directors are not liable to retire by rotation.

## **AUDIT COMMITTEE**

During the year, Four Meetings of Audit Committee were convened and held and details of which are given in the Corporate Governance Report. Your directors ensures that Audit Committee meets regularly to review reports, including significant audit observations and follow-up actions thereon. The Audit Committee also meets the Company's Statutory Auditors to ascertain their views on financial statements, including the financial reporting system, related party transactions, compliance to accounting policies and procedures.

## **NOMINATION AND REMUNERATION COMMITTEE**

During the year, Two Meetings of Nomination and Remuneration Committee was convened and held and details of which are given in the Corporate Governance Report. Your directors ensures that the Company follows a Policy on Remuneration of Directors and Senior Management Employees. The policy shall be approved by the Nomination & Remuneration Committee and the Board. The main objective of the said policy is to ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate the Directors, KMP and Senior Management employees.

The policy of the Company on Director's appointment and remuneration is uploaded on to the Company's website and the same is available at <http://ecreativeindia.com/>

## **STAKEHOLDERS' RELATIONSHIP COMMITTEE**

During the year, One Meeting of Stakeholders' Relationship Committee was convened and held and details of which are given in the Corporate Governance Report. The role of the Committee is explained in detail in the Corporate Governance Report enclosed herewith. During the year, under review, Company has complied with all compliances as mandated by various government authorities and Company has not received any complaint from its Investor or shareholders or any individuals.

## **PREVENTION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE**

During the year, Four Meeting of Internal Compliant Committee (under Sexual Harassment Policy) were convened and held and details of which are given in the Corporate Governance Report. The Company has a Policy on "Prevention of Sexual Harassment of Women at Work Place" and matters connected therewith or incidental thereto covering all the aspects as contained under the 'The Sexual Harassment of Women at Work Place (Prohibition, Prevention and Redressal) Act, 2013'. Your directors state that during the year under review, no cases were filed pursuant to the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013.

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has adopted a Whistle Blower Policy establishing vigil mechanism, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or other policies. The policy provides for adequate safeguards against victimization of employees who avail of mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company have been denied access to the Audit Committee. The policy of vigil mechanism is available on the Company's website.

The policy of the Company on Vigil Mechanism / Whistle Blower is uploaded on to the Company's website at <http://ecreativeindia.com/>

## **PERFORMANCE EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of Securities of Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees of the Board, which covers various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board Culture, execution and performance of specific duties, responsibilities, obligations and governance.

The performance evaluation of the Directors was carried out by the entire Board.



## **FAMILIARIZATION PROGRAMME**

The familiarization programme aims to provide Independent Directors with the industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, significant developments so as to enable them to take well informed decisions in a timely manner. This programme also seeks to update the Directors on the roles, responsibilities, rights and duties under various Acts and other statutes.

## **CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS**

The policy of the Company on Criteria of making payments to Non-executive Directors is uploaded on to the Company's website and the same is available at <http://ecreativeindia.com/>

## **BOARD EVALUATION**

In compliance with the provisions of Section 134(3) (p) of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014, the Board carried out annual evaluation of its own performance, that of its Committees and individual directors.

The performance of the Board and its committees and individual directors were evaluated by the Board after seeking inputs from all the Directors on the basis of criteria, such as composition and structure of the Board, quality of deliberations, effectiveness of the procedures adopted by the Board, participation of the Board and committee meetings and governance reviews etc.

## **DEPOSITS**

Your Company has not accepted any deposit and as such no amount of principal and interest were outstanding as at the Balance Sheet date.

## **HUMAN RESOURCES**

### **A. Employee Relations**

We believe that success of Company depends on the talent and dedication of our employees and we strive to attract, hire, develop and retain outstanding employees. In view of this, we have laid down a comprehensive set of policies aiming at attracting, retaining and motivating employees. We believe significant benefits are realized from having a strong and seasoned management team with many years of experience in technology distribution and related industries. We consider relations with our employees to be good.

### **B. Trade Relations**

The Company maintained healthy, cordial and harmonious industrial relations at all levels. Despite severe competition, the enthusiasm and unstinting efforts of the employees have enabled the Company to remain at the forefront of the industry.

This accord incorporates novel elements such as introducing wide range of products, nurturing healthy competition, giving pocket friendly credit cycles, timely clearance of dues, easy accessibility to product heads, etc. Your Company will continue in its endeavour to build and nurture strong links with trade allies, based on mutuality, respect and co-operation with each other and with consistent consumer interest.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required under the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is given hereunder:

### A. Conservation of energy

Your Company is primarily engaged in Marketing and Trading activities and has not consumed energy of any significant level and hence no additional investment is required to be made for reduction of energy consumption. However, the Company will continue with its efforts to conserve the energy.

### B. Technology absorption

The Company's operations do not require significant absorption of technology.

### C. Foreign Exchange Earnings and Outgo

(Amount in Rs. Crores)

Particulars	For the Year ended on March 31, 2021	For the Year ended on March 31, 2020	For the Year ended on March 31, 2019
Foreign Exchange Earnings	131.98	105.54	79.60
Foreign Exchange Outgo	172.67	311.53	198.84

## EXTRACT OF THE ANNUAL RETURN

In accordance with Section 134 (3)(a) and as provided under subsection (3) of Section 92 of the Companies Act, 2013 an extract of the Annual Return in prescribed form MGT – 9 is appended as **Annexure – A** to the Board's Report. The Annual Return as on March 31, 2021 is available on the Company's website on [www.ecreativeindia.com](http://www.ecreativeindia.com).

## RELATED PARTY TRANSACTIONS

During the year, Company has made several related party transactions which were in the ordinary course of business and on an "arm's length" basis. The particulars of contracts or arrangements entered into by the Company with related parties as referred in sub-section (1) of section 188 of the Companies Act, 2013, are given in prescribed Form No. AOC-2, is appended as **Annexure – B** to the Board's Report.

## MANAGEMENT DISCUSSION AND ANALYSIS

A Management Discussion and Analysis as required under the Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulation is annexed herewith as **Annexure – C** and forms part of the Boards' Report.

## SECRETARIAL AUDIT

The Board of Directors have appointed M/s. Satyajit Mishra & Co., Practising Company Secretary, Mumbai, to conduct Secretarial Audit for the financial year 2020-21 under Section 204 of the Companies Act, 2013 as part of good corporate governance and transparency. The Secretarial Audit Report in form MR-3, for the financial year 2020-21, forms part of the Directors' Report as **Annexure – D**. Further the Comments on the Secretarial Audit Reports are self explanatory.

## CORPORATE GOVERNANCE

The Company has complied with the corporate governance requirements as stipulated under the Listing Regulations. A separate section on corporate governance along with a certificate from the Secretarial Auditor confirming the compliance is annexed as **Annexure – E** and forms part of this Annual Report.

## SUBSIDIARY COMPANIES

Your Company has 2 Subsidiary Companies, both are based at Hong Kong, namely Creative Peripherals and Distribution Limited (100% wholly owned Subsidiary) and Secure Connection Limited (52.48 % Investment).

A statement containing salient features of the subsidiary in the prescribed format of (Form AOC-1) is annexed and marked as **Annexure – F**.

## CORPORATE SOCIAL RESPONSIBILITY

Your Company has the policy of giving back to the society and has carried a host of CSR activities this year. In line with the requirement of Section 135 of the Companies Act, 2013, your Company having a Corporate Social Responsibility Committee. The details of Committee are provided in Corporate Governance Report. The CSR Policy of the Company is available on its website at [www.ecreativeindia.com](http://www.ecreativeindia.com).

During the year, the Company has spent Rs. 17,00,000/- on CSR activities as annexed herewith **Annexure – G** to this report. A detailed discussion on CSR Projects and initiatives are included as a separate section in the Annual Report.

## HUMAN RESOURCES

Your Company continues to be assured by competence and commitment of the people.

The working climate of your Company continues to remain harmonious with focus on improving Productivity, Quality and Safety. Health and Safety of the employees and our associates we work with remains as our paramount importance. Your Company ensures that operations are carried out as per the safety guidelines and procedures in place which are regularly updated. The Company has 172 employees as on March 31, 2021.

Efforts are continuously made to strengthen organizational culture in order to attract and retain best talent in the industry. The Board appreciates the commitment and support of the employees and look forward to their continued support.

## INTERNAL FINANCIAL CONTROLS

The Company has an internal controls system commensurate with size, scale and complexity of its operations. In order to enhance controls and governance standards, the Company has adopted Standard Operating Procedures which ensures that robust internal financial controls, exist in relation to operations, financial reporting and compliance.

In addition, the internal audit functions, monitors and evaluates the efficiency and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies. Periodical reports on the same are also presented to the Audit Committee. Compliance is in place as regards to statutory and regulatory requirements.

The internal control systems of the Company are monitored and evaluated by Auditors and reviewed by Management and Audit Committee of the Board of Directors.

## **OTHER POLICIES UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

In accordance with the provisions of Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company has formed policy for determination of materiality for disclosures of events or information. The same has been hosted on the website of the Company at the [www.ecreativeindia.com](http://www.ecreativeindia.com).

### **LOANS, GUARANTEES & INVESTMENTS**

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

### **MATERIAL CHANGES AND COMMITMENTS**

No material changes have taken Place affecting the financial position of the Company from the date of closure of financial year till the date of signing of this report.

### **CHANGE IN NATURE OF BUSINESS**

There has been no change in nature of business of the Company, during the period, under review.

### **CHANGE IN ACCOUNTING TREATMENT**

During the year, your Company has continued adopting IND-AS Accounting Standards accounting treatments.

### **APPRECIATION**

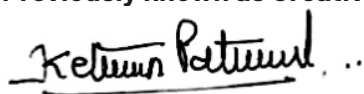
Your directors are thankful to the Vendors, Customers, Bankers, National Stock Exchange, Registrar and Transfer Agent, Merchant Bankers, Depositories, Central and State governments together with their departments, the local authorities for their continued guidance, support and co-operation. Your Company has been able to operate efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all functions and areas as well as the efficient utilisation of the Company's resources for sustainable and profitable growth. To them goes the credit for all of the Company's achievements.

And to you, our Shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.

**For and on behalf of the Board of Directors**

**Creative Newtech Limited**

**(Previously known as Creative Peripherals and Distribution Limited)**



**Ketan Patel**

**Chairman & Managing Director**

**DIN 00127633**

**Date: August 13, 2021**

**Place: Mumbai**

**Creative Newtech Limited**

**(Previously known as Creative Peripherals and Distribution Limited)**

**Registered Office:** 3<sup>rd</sup> & 4<sup>th</sup> Floor, Plot No. 137AB, Kandivali Co Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai – 400 067

**Website:** [www.ecreativeindia.com](http://www.ecreativeindia.com)

**Email ID:** [cs@ecreativeindia.com](mailto:cs@ecreativeindia.com)

## Annexure - A - FORM MGT-9 (ANNUAL RETURN)

### Extract of Annual Report

as on the financial year ended on 31st March 2021

[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	L52392MH2004PLC148754
ii	Registration Date	22 <sup>nd</sup> September, 2004
iii	Name of the Company	Creative Newtech Limited (Formerly known as Creative Peripherals and Distribution Private Limited)
iv	Category/Sub-category of the Company	Company Limited by shares
v	Address of the Registered office & contact details	Regd Office Address: 3 <sup>rd</sup> & 4 <sup>th</sup> Floor, Plot No. 137AB, Kandivali CO-Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai - 400 067  Contact Person: Tejas Doshi (Company Secretary & Compliance Officer)  Email ID: <a href="mailto:cs@ecreativeindia.com">cs@ecreativeindia.com</a>  Tel No.: +91 22 5061 2700
vi	Whether listed company	Yes (NSE Listed)
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited  Add: E-3 Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Mumbai- 400072  Email ID: <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a>  Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a>  Tel No.: 022 62638205

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sr. No.	Name & Description of main products/services	NIC Code of the Product / service	% to total turnover of the company
1.	IT Products and Peripherals	46511	50.50%
2.	Security, Lifestyle, Telecom & other Products	46524	34.16 %
3.	Imaging Products	46909	15.34%

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name of Company	Country of Company	CIN /GLN	Holding / Subsidiary / Associate Company	% of Share holding
1	Creative Peripherals and Distribution Limited	Hong Kong	NA (Foreign Company)	Subsidiary Company	100.00 %
2	Secure Connection Limited	Hong Kong	NA (Foreign Company)	Subsidiary Company	52.48 %

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

##### i) Category-wise Share Holding –

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF *	79,39,520	-	79,39,520	68.44%	79,39,520	-	79,39,520	68.44%	-
b) Central Govt or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	59,200	-	59,200	0.51%	59,200	-	59,200	0.51%	-
<b>SUB TOTAL:(A)(1)</b>	<b>79,98,720</b>	<b>-</b>	<b>79,98,720</b>	<b>68.95%</b>	<b>79,98,720</b>	<b>-</b>	<b>79,98,720</b>	<b>68.95%</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>79,98,720</b>	<b>-</b>	<b>79,98,720</b>	<b>68.95%</b>	<b>79,98,720</b>	<b>-</b>	<b>79,98,720</b>	<b>68.95%</b>	<b>-</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
<b>i) Others (specify)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>SUB TOTAL (B) (1):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

<b>(2) Non Institutions</b>									
<b>a) Bodies corporates</b>									
i) Indian	45,891	-	45,891	0.40%	2,54,354	-	2,54,354	2.19%	1.80%
ii) Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	4,43,486	800	4,44,286	3.83%	6,10,430	800	6,11,230	5.27%	1.44%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	17,61,273	-	17,61,273	15.18%	18,95,929	-	18,95,929	16.34%	1.16%
<b>c) Others (specify)</b>									
Hindu Undivided Family	7,55,065	-	7,55,065	6.51%	7,97,462	-	7,97,462	6.87%	0.37%
Clearing Member	5,94,630	-	5,94,630	5.13%	36,867	-	36,867	0.32%	4.81%
NRI	135	-	135	-	5,438	-	5,438	0.05	0.05
<b>SUB TOTAL (B)(2):</b>	<b>36,00,480</b>	<b>800</b>	<b>36,01,280</b>	<b>31.05%</b>	<b>36,00,480</b>	<b>800</b>	<b>36,01,280</b>	<b>31.05%</b>	<b>-</b>
<b>Total Public Shareholding (B)= (B) (1) + (B) (2)</b>	<b>36,00,480</b>	<b>800</b>	<b>36,01,280</b>	<b>31.05%</b>	<b>36,00,480</b>	<b>800</b>	<b>36,01,280</b>	<b>31.05%</b>	<b>-</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>1,15,99,200</b>	<b>800</b>	<b>1,16,00,000</b>	<b>100%</b>	<b>1,15,99,200</b>	<b>800</b>	<b>1,16,00,000</b>	<b>100%</b>	<b>-</b>

## ii) **Shareholding of Promoters –**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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.	Mr. Ketan Patel	79,39,520	68.44%	0	79,39,520	68.44%	0	0
2.	Mrs. Purvi Patel	59,200	00.51%	0	59,200	00.51%	0	0
	<b>Total</b>	<b>79,98,720</b>	<b>68.95%</b>	<b>0</b>	<b>79,98,720</b>	<b>68.95%</b>	<b>0</b>	<b>0</b>

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

SR NO.	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (30/03/2020)/ end of the year (31/03/2021)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	Mr. Ketan Patel (Chairman and Managing Director)	79,39,520	68.44	01-Apr-2020			79,39,520	68.44
					0	N/A	79,39,520	68.44
		79,39,520	68.44	31-Mar-2021			79,39,520	68.44
2	Mrs. Purvi Ketan Patel (Whole-time Director)	59,200	0.51	01-Apr-2020			59,200	0.51
					0	N/A	59,200	0.51
		59,200	0.51	31-Mar-2020			59,200	0.51

iv) **Shareholding Pattern of top ten Shareholders (other than Directors, KMPs, Promoters and Holders of GDRs and ADRs)**

SR NO	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (30/03/2020)/ end of the year (31/03/2021)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	Pantomath Stock Brokers Private Limited	5,93,044	5.11	31-Mar-2020	0		5,93,044	5.11
			5.13	10-Apr-2020	1920	Buy	594964	5.13
			5.13	17-Apr-2020	29	Buy	594993	5.13
			5.13	24-Apr-2020	-69	Sell	594924	5.13
			5.13	08-May-2020	-62	Sell	594862	5.13
			5.13	15-May-2020	161	Buy	595023	5.13
			5.13	22-May-2020	-26	Sell	594997	5.13
			5.13	29-May-2020	217	Buy	595214	5.13
			5.13	05-Jun-2020	-217	Sell	594997	5.13
			5.13	12-Jun-2020	-65	Sell	594932	5.13
			5.13	30-Jun-2020	-50	Sell	594882	5.13
			5.13	03-Jul-2020	200	Buy	595082	5.13
			5.10	17-Jul-2020	-3400	Sell	591682	5.10
			5.02	24-Jul-2020	-8800	Sell	582882	5.02
			5.00	07-Aug-2020	-2850	Sell	580032	5.00
			5.00	14-Aug-2020	-88	Sell	579944	5.00
			3.81	04-Sep-2020	-137957	Sell	441987	3.81
			4.16	11-Sep-2020	40200	Buy	482187	4.16
			2.98	18-Sep-2020	-136125	Sell	346062	2.98
			2.94	22-Sep-2020	-4633	Sell	341429	2.94
			2.95	25-Sep-2020	985	Buy	342414	2.95
			2.65	02-Oct-2020	-35172	Sell	307242	2.65



			2.89	09-Oct-2020	28100	Buy	335342	2.89
			2.72	16-Oct-2020	-19500	Sell	315842	2.72
			2.72	23-Oct-2020	-100	Sell	315742	2.72
			2.37	30-Oct-2020	-41200	Sell	274542	2.37
			2.37	13-Nov-2020	-100	Sell	274442	2.37
			2.35	04-Dec-2020	-1600	Sell	272842	2.35
			2.09	15-Jan-2021	-30020	Sell	242822	2.09
			0.43	22-Jan-2021	-192380	Sell	50442	0.43
			0.32	29-Jan-2021	-12753	Sell	37689	0.32
			0.44	05-Feb-2021	13300	Buy	50989	0.44
			0.29	12-Feb-2021	-17680	Sell	33309	0.29
			0.79	19-Feb-2021	58013	Buy	91322	0.79
			0.28	26-Feb-2021	-58300	Sell	33022	0.28
			0.33	19-Mar-2021	5000	Buy	38022	0.33
			0.27	26-Mar-2021	-6300	Sell	31722	0.27
			0.10	31-Mar-2021	-20000	Sell	11722	0.10
		<b>11722</b>	<b>0.10</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>11722</b>	<b>0.10</b>
2	Jayantilal Hansraj HUF	403517	3.48	31-Mar-2020	0		403517	3.48
			3.47	15-May-2020	-1326	Sell	402191	3.47
			3.46	22-May-2020	-656	Sell	401535	3.46
			3.46	29-May-2020	-200	Sell	401335	3.46
			3.45	05-Jun-2020	-718	Sell	400617	3.45
			3.46	12-Jun-2020	450	Buy	401067	3.46
			3.46	19-Jun-2020	545	Buy	401612	3.46
			3.48	26-Jun-2020	2110	Buy	403722	3.48
			3.45	30-Jun-2020	-3161	Sell	400561	3.45
			3.45	03-Jul-2020	-775	Sell	399786	3.45
			3.21	10-Jul-2020	-26988	Sell	372798	3.21
			3.18	17-Jul-2020	-3350	Sell	369448	3.18
			2.86	24-Jul-2020	-37507	Sell	331941	2.86
			2.86	31-Jul-2020	-72	Sell	331869	2.86
			2.83	07-Aug-2020	-3739	Sell	328130	2.83
			2.88	14-Aug-2020	5385	Buy	333515	2.88
			2.97	21-Aug-2020	10811	Buy	344326	2.97
			3.18	28-Aug-2020	24576	Buy	368902	3.18
			3.12	06-Nov-2020	-7500	Sell	361402	3.12
			3.09	13-Nov-2020	-3174	Sell	358228	3.09
			2.99	04-Dec-2020	-11488	Sell	346740	2.99
			2.86	11-Dec-2020	-15468	Sell	331272	2.86
			2.66	18-Dec-2020	-22554	Sell	308718	2.66
			2.64	25-Dec-2020	-2081	Sell	306637	2.64
			2.64	31-Dec-2020	-182	Sell	306455	2.64
			2.65	08-Jan-2021	480	Buy	306935	2.65
			2.67	15-Jan-2021	3190	Buy	310125	2.67

			2.68	22-Jan-2021	474	Buy	310599	2.68
			2.71	29-Jan-2021	3490	Buy	314089	2.71
			2.73	05-Feb-2021	2327	Buy	316416	2.73
			2.79	12-Feb-2021	6835	Buy	323251	2.79
			2.80	26-Feb-2021	1115	Buy	324366	2.80
			2.80	05-Mar-2021	1000	Buy	325366	2.80
			2.81	19-Mar-2021	139	Buy	325505	2.81
			2.82	26-Mar-2021	2017	Buy	327522	2.82
			2.83	31-Mar-2021	1100	Buy	328622	2.83
		328622	2.83	31-Mar-2021	0		328622	2.83
3	Jayantilal Hansraj Lodha	295842	2.55	31-Mar-2020	0		295842	2.55
		<b>295842</b>	<b>2.55</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>295842</b>	<b>2.55</b>
4	Vikram Jayantilal	253744	2.19	31-Mar-2020	0		253744	2.19
			2.19	19-Jun-2020	-273	Sell	253471	2.19
			2.17	26-Jun-2020	-1952	Sell	251519	2.17
			2.17	07-Aug-2020	-225	Sell	251294	2.17
			1.98	28-Aug-2020	-21671	Sell	229623	1.98
			2.11	04-Sep-2020	15103	Buy	244726	2.11
			2.10	11-Sep-2020	-724	Sell	244002	2.10
			2.10	18-Sep-2020	-5	Sell	243997	2.10
			1.87	23-Oct-2020	-27241	Sell	216756	1.87
			1.82	30-Oct-2020	-5301	Sell	211455	1.82
			1.80	06-Nov-2020	-2284	Sell	209171	1.80
			1.80	13-Nov-2020	-651	Sell	208520	1.80
			1.79	20-Nov-2020	-1401	Sell	207119	1.79
			1.71	11-Dec-2020	-8278	Sell	198841	1.71
			1.61	18-Dec-2020	-12412	Sell	186429	1.61
			1.55	31-Dec-2020	-7000	Sell	179429	1.55
			1.55	08-Jan-2021	941	Buy	180370	1.55
		<b>180370</b>	<b>1.55</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>180370</b>	<b>1.55</b>
5	Monil Anoop Patel	134400	1.16	31-Mar-2020	0		134400	1.16
		<b>134400</b>	<b>1.16</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>134400</b>	<b>1.16</b>
6	Pantomath Finance Private Limited	0	0.00	31-Mar-2020		Sell	0	0.00
			0.40	12-Feb-2021	46067	Buy	46067	0.40
			0.71	19-Feb-2021	35820	Buy	81887	0.71
			1.13	26-Feb-2021	49500	Buy	131387	1.13
		<b>131387</b>	<b>1.13</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>131387</b>	<b>1.13</b>
7	Nisha Shah	86400	0.74	31-Mar-2020	0		86400	0.74
			0.46	10-Jul-2020	-33000	Sell	53400	0.46
			0.33	17-Jul-2020	-15000	Sell	38400	0.33
		<b>38400</b>	<b>0.33</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>38400</b>	<b>0.33</b>
8	Patel Dharmendra M	83200	0.72	31-Mar-2020	0		83200	0.72

		<b>83200</b>	<b>0.72</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>83200</b>	<b>0.72</b>
9	Manji Karaman Patel	83200	0.72	31-Mar-2020	0		83200	0.72
		<b>83200</b>	<b>0.72</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>83200</b>	<b>0.72</b>
10	Chetankumar H Timbadia	25000	0.22	31-Mar-2020	0		25000	0.22
			<b>0.46</b>	<b>19-Feb-2021</b>	<b>28000</b>	<b>Buy</b>	<b>53000</b>	<b>0.46</b>
			<b>0.54</b>	<b>26-Mar-2021</b>	<b>10000</b>	<b>Buy</b>	<b>63000</b>	<b>0.54</b>
		<b>73000</b>	<b>0.63</b>	<b>31-Mar-2021</b>	<b>0</b>		<b>73000</b>	<b>0.63</b>
			<b>0.63</b>	<b>31-Mar-2021</b>	<b>10000</b>	<b>Buy</b>	<b>73000</b>	<b>0.63</b>

**v) Shareholding of Executive Directors and Key Managerial Personnel:**

SR NO	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (30/03/2020)/ end of the year (31/03/2021)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	Ketan Chhaganlal Patel (Chairman and Managing Director)	79,39,520	68.44	30-Mar-2020			79,39,520	68.44
			NIL	NIL	NIL		NIL	NIL
		79,39,520	68.44	31-Mar-2021			79,39,520	68.44
2	Purvi Ketan Patel (Whole-time Director)	59,200	0.51	30-Mar-2020			59,200	0.51
			NIL	NIL			NIL	NIL
		59,200	0.51	31-Mar-2021			59,200	0.51
3	Vijay Kimatrai Advani (Whole-time Director)	400	0.00	30-Mar-2020			400	0.00
		400	0.00	31-Mar-2021			400	0.00
4	Abhijit Divakar Kanvinde (Chief Financial Officer)	0	0.00	30-Mar-2020			0	0.00
		0	0.00	31-Mar-2021			0	0.00
5	Tejas Niranjambhai Doshi (Company Secretary and Compliance Officer)	0	0.00	30-Mar-2020			0	0.00
		0	0.00	31-Mar-2021			0	0.00

## V. INDEBTEDNESS

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

(Amount in Rs. Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	3,026.23	160.40	0	3,186.63
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>3,026.23</b>	<b>160.40</b>	<b>0</b>	<b>3,186.63</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	2191.73	0	0	2191.73
Reduction	(1067.99)	(17.98)	0	(1,085.97)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	4149.96	142.42	0	4292.38
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>4149.96</b>	<b>142.42</b>	<b>0</b>	<b>4292.38</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/Director and/or Manager			TOTAL
		Mr. Ketan Patel (Chairman and Managing Director)	Mrs. Purvi Patel (Whole-time Director)	Mr. Vijay Advani (Whole-time Director)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	34,67,186	14,84,030	31,23,734	80,74,950
	(b) Value of perquisites u/s 17(2) of the Income tax, Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission as % of profit others (specify)	0	0	0	0
5	Others, please specify	0	0	0	0
<b>TOTAL</b>		<b>34,67,186</b>	<b>14,84,030</b>	<b>31,23,734</b>	<b>80,74,950</b>

B. Remuneration to other Directors:

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of Independent / Non- Executive Directors			TOTAL
		Mr. Suresh Bhagavatula (Independent Director)	Mr. Kurian Chandu (Independent Director)	Mr. Mihir Shah (Independent Director)	
1	Independent Directors				
	(a) Fee for attending Board and Committee meetings	1,06,000	1,06,000	1,14,000	3,26,000
	(b) Commission	0	0	0	0
	(c ) Others, please specify	0	0	0	0
	<b>Total (1)</b>	<b>1,06,000</b>	<b>1,06,000</b>	<b>1,14,000</b>	<b>3,26,000</b>
2	Other Non-Executive Directors				
	(a) Fee for attending Board and Committee meetings	0	0	0	0
	(b) Commission	0	0	0	0
	(c ) Others, please specify.	0	0	0	0
	<b>Total (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>TOTAL (1+2)</b>	<b>1,06,000</b>	<b>1,06,000</b>	<b>1,14,000</b>	<b>3,26,000</b>

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

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of the Key Managerial Personnel		TOTAL
		Mr. Abhijit Kanvinde (Chief Financial Officer)	Mr. Tejas Doshi (Company Secretary and Compliance Officer)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	20,21,962	9,73,214	29,95,176
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0	0
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0
2	Stock option	0	0	0
3	Sweat Equity	0	0	0
4	Commission as % of profit others (specify)	0	0	0
5	Others, please specify	0	0	0
	<b>TOTAL</b>	<b>20,21,962</b>	<b>9,73,214</b>	<b>29,95,176</b>

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

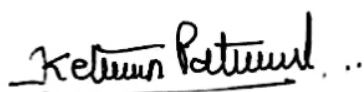
Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.

**For and on behalf of the Board of Directors**

**Creative Newtech Limited**

**(Previously known as Creative Peripherals and Distribution Limited)**



**Ketan Patel**

**Chairman & Managing Director**

**DIN 00127633**

**Date: August 13, 2021**

**Place: Mumbai**

## ● Annexure - B - Form No. AOC-2 (Related Party Transactions)

as on the financial year ended on 31st March 2021

[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 the Companies Act, 2013, including arms' length transactions under third proviso thereto:

### 1. Details of material contracts or arrangement or transactions NOT at arm's length basis :

Sr. No.	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	Justification for entering into such contracts / arrangements / transactions	Date(s) of approval by the Board	Amount paid as advances	Date on which special resolution was passed in General meeting
1	NIL	NA	NA	NA	NA	NA	NA	NA

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

Sr. No.	Name of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of contracts / arrangements / transactions	Salient features of contracts / arrangements / transactions, including value, if any	Date(s) of approval by the Board / Audit Committee	Amount paid as advances, if any
1.	Mr. Ketan Patel (Chairman and Managing Director)	Remune-ration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 34,67,186/-	25 <sup>th</sup> June, 2020	NA
		Interest Paid		Rs. 22,19,492/-	25 <sup>th</sup> June, 2020	NA
2.	Mr. Vijay Advani (Whole-time Director)	Remune-ration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 31,23,734/-	25 <sup>th</sup> June, 2020	NA
		Interest Paid		Rs. 1,17,000/-	25 <sup>th</sup> June, 2020	NA
3.	Mrs. Purvi Patel (Whole-time Director)	Remune-ration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 14,84,030/-	25 <sup>th</sup> June, 2020	NA



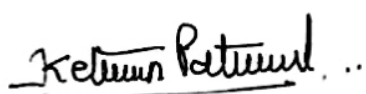
4.	Mr. Abhijit Kanvinde (Chief Financial Officer)	Remuneration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 20,21,962	25 <sup>th</sup> June, 2020	NA
5.	Mr. Tejas Doshi (Company Secretary and Compliance Officer)	Remuneration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 9,73,214	25 <sup>th</sup> June, 2020	NA
6.	Ms. Nidhi Patel (Relative of Director)	Salary	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 8,36,006/-	25 <sup>th</sup> June, 2020	NA
7.	Creative Peripherals and Distribution Limited (Hong Kong)	Purchases	On such Terms and Conditions and amount as may be decided by the Board of Directors	Nil	25 <sup>th</sup> June, 2020	NA
	(Subsidiary Company at Hong Kong)	Sales		Nil	25 <sup>th</sup> June, 2020	NA
8.	Secure Connection Limited (Hong Kong)	Purchases	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 11,93,67,357	25 <sup>th</sup> June, 2020	NA
	(Subsidiary company at Hong Kong)	Sales		Rs. 2,24,474	25 <sup>th</sup> June, 2020	NA
9.	Secure Connection Private Limited	Purchases	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 2,05,21,902/-	25 <sup>th</sup> June, 2020	NA
	(Entity over which Key Managerial Persons have significant influence / control)	Sales		Rs. 1,70,78,794/-	25 <sup>th</sup> June, 2020	NA

10.	Bittech Services  (Entity over which Key Managerial Persons have significant influence / control)	Purchases	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 43,91,439/-	25 <sup>th</sup> June, 2020	NA
		Sales		Rs. 30,994/-	25 <sup>th</sup> June, 2020	NA
11.	Compunics Technologies LLC	Purchase	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 5,91,49,584/-	25 <sup>th</sup> June, 2020	NA
		Sales		Rs. 1,12,95,685/-	25 <sup>th</sup> June, 2020	
12.	Rinavaa Technologies Private Limited  (Entity over which Key Managerial Persons have significant influence / control)	Purchase	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 2,04,151/-	25 <sup>th</sup> June, 2020	NA

**For and on behalf of the Board of Directors**

**Creative Newtech Limited**

**(Previously known as Creative Peripherals and Distribution Limited)**



**Ketan Patel**

**Chairman & Managing Director**

**DIN 00127633**

**Date: August 13, 2021**

**Place: Mumbai**

**Forward looking statement**

*Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events.*

*The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in government regulations, tax laws, economic developments within the country and such other factors globally.*

*The financial statements are prepared under historical cost convention, on accrual basis of accounting, and in accordance with the provisions of the Companies Act, 2013 (the Act) and comply with the Indian Accounting Standards as pronounced by the Institute of Chartered Accountants of India (ICAI) from time to time. The Management of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Ltd) has used estimates and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements, reflect in a true and fair manner, the state of affairs and profit for the year.*

*The following discussions on our financial condition and result of operations should be read together with our audited financial statements and the notes to these statements included in the annual report. Unless otherwise specified or the context otherwise requires, all references herein to "we", "us", "our", "the Company", "Creative" are to "Creative Newtech Limited".*

**ECONOMIC OVERVIEW****Global & India Scenario**

The global economy has been reeling under the impact of the COVID-19 pandemic over the last year, which has impacted almost all industries and geographies across the world. Lockdowns in various parts of the world to contain this pandemic further hampered businesses and supply chains, denting economic growth.

As per World Bank predictions, global output is expected to expand 4% in 2021 after a 4.3% contraction in 2020, but remain below pre-COVID projections. Downside risks include the possibility of a further resurgence of the virus, vaccination delays, more severe effects on potential output from the pandemic, and financial stress. The higher level of uncertainty highlights the role of policy-makers in raising the likelihood of better outcomes while warding off worse ones. Policy actions would need to balance the risks from large debts with those from premature fiscal tightening, while safeguarding health and education, improving governance, and enhancing debt transparency.

The collapse in global economic activity in 2020 is estimated to have been slightly less severe than previously projected, mainly due to shallower contractions in advanced economies and a more robust recovery in China. In contrast, disruptions to activity in the majority of other emerging market and developing economies were more acute than expected.

The near-term outlook remains uncertain, and different growth outcomes are still possible. A downside scenario in which infections continue to rise and the rollout of a vaccine is delayed could limit the global expansion to 1.6% in 2021. Meanwhile, in an upside scenario with successful pandemic control and a faster vaccination process, global growth could accelerate to nearly 5%.

**Sources –** <https://www.worldbank.org/en/publication/global-economic-prospects>

## **B2B eCommerce**

The Indian marketplace has seen a tremendous growth in eCommerce across various verticals. While B2C eCommerce has proliferated well into the urban, suburban and even rural economies, B2B eCommerce has been emerging as a favored business model in many sectors. B2B e-commerce will enable manufacturers to ensure availability and affordability of goods by optimizing the supply chain.

Especially in the post-COVID-19 scenario, many business are getting into the online space to survive and grow, as physical stores and logistics took a hit during the pandemic. Despite muted consumer spending, economic slowdown and uncertainty created due to COVID-19, eCommerce players are expected strong sales growth in 2021, as per IBEF.

Moreover, the government is also supporting this sector through various policies. 100% FDI is allowed in B2B eCommerce. Infact, eCommerce and consumer internet companies in India received over \$4.32 billion from private equity and venture capital players in 2019. Going forward, B2B eCommerce is likely to be the preferred model for most supply chain players, especially in the IT sector.

**Source:** <https://www.ibef.org/industry/ecommerce.aspx>

## **Indian Licensing Industry**

The licensed manufacturing model in India has seen steady growth over the past several years. Being a high-potential emerging market with rising disposable incomes, the country is an attractive destination for global brands to enter and expand. While the licensing business is still at an early stage, the industry is evolving, supported by better implementation of laws, government regulations and development of pro-innovation ecosystem. Relatively lower labour costs, rising per capita income, and significant market around intellectual property (IP) rights, make it a more attractive prospect for lot of companies.

Licensing represents a way for a manufacturer to take advantage of all the brand building and image building that has gone on before. India's diverse and evolving retail scenario would also play a crucial role in this industry. The penetration of online commerce has played a significant role in the increased opportunity for international brands in India, and when combined with the smartphone revolution, consumers have retailers just a click away.

As an increasingly tech-savvy nation, India is a high growth potential market for international brands. As per industry estimates, the Indian consumer electronics market size is forecast to grow rapidly through 2025. The COVID-19 pandemic has impacted the industry significantly, especially in brick and mortar stores. However, the fast-growing eCommerce industry is offsetting that impact and adding to the immense potential for players. As licensing grows and becomes more organized, the demand for service providers to offer holistic licensing and branding solutions would also increase.

The demographic diversity and rapidly changing trends (consumer preferences) in this market present a challenge to various international brands, thereby increasing competition to tap into this market's potential. Moreover, the urban and rural divide in the India market increases the challenge for an international brand to establish an effective distribution channel.

Consequently, several brands are adopting newer strategies to penetrate and grow in the market. For instance, various brands are tying up with online portals to offer products directly to the consumers, thereby avoiding infrastructure, warehousing and other similar costs. Also, international brands often prefer to utilize the market presence of an existing player when entering a new geography. Licensing comes into play in such scenarios.

Advancements in technology, expanding market places, and growing brand awareness have boosted the licensing industry in India. As per the Electronic Industries Association of India (ELCINA), the electronic contract manufacturing sector in India is projected to grow over six-fold to \$152 billion by 2025 from \$23.5 billion in 2019-20. The country's share in the global electronic manufacturing sector (EMS) will grow from 3% to 14% during this period.

EMS is the key link between components and finished equipment. All major OEMs are keen to develop alternative sources to prevent uncertainty and supply chain disruptions. This should encourage international brands to partner with domestic players that offer contract manufacturing services for a specific region. India is expected, in the next 5 to 6 years, to be at the level where China currently is, in terms of retail sales of licensed merchandise and generating royalties.

A key factor for the success of licensing in the market, is organized retail. Organized retail remains around 10% of the market in India, reflecting a significant gap in the supply and demand of authentic licensed products. However, with the Goods and Services Tax roll-out, organized retail and e-commerce are proving to be key catalysts for the brand licensing industry. According to industry estimates, organized retail is forecast to grow substantially to around \$220 billion by 2023.

Furthermore, quality control is also a critical factor impacting the success of a licensing agreement. This includes inspection of manufacturing premises, personnel training, managerial controls, approval of marketing and advertising campaigns undertaken by the licensee, after sales services, and other factors. On this front as well, Indian companies are making progress, with increasing number of players being approved by international brands for contract manufacturing.

**Sources:** <https://economictimes.indiatimes.com/industry/cons-products/electronics/electronic-contract-manufacturing-in-india-to-grow-over-6-fold-to-152-bn-by-2025/articleshow/80032751.cms?from=mdr>

<https://www.grandviewresearch.com/industry-analysis/india-consumer-electronics-market>

**Statista** – <https://www.statista.com/statistics/308667/it-hardware-spending-forecast-india/>

**World Trademark Review** – <https://www.worldtrademarkreview.com/brand-management/rise-licensing-india>  
<https://www.entrepreneur.com/article/332724>

## **About Creative Newtech Limited (Formerly known as Creative Peripherals and Distribution Limited)**

Established in 1992, Creative Newtech Limited is a well-established Company in India's Information and Communication Technology distribution market.

Through a robust network of partners and distribution channels, the Company has made a strong foothold in the IT distribution market in the country. The Company has an omni-channel network across all three channels of online, offline and retail trade.

Creative Newtech specializes in market entry and penetration for global brands. The Company offers demographic intelligence, and enables the formulation and execution of marketing strategies for its clients. In addition to such services, Creative continues to focus on timely delivery, diversification of its product portfolio, sustained long-term relationships with its channel partners, and extending value-added services over and above distribution. These efforts have enabled the Company to win long running contracts as well as garner accolades in the Industry as amongst the best distributors in India by leading brands.

In August 2019, the Company successfully migrated NSE-Emerge board to the NSE Main board. After two years on the NSE-Emerge board, the Company aims to take full advantage of bigger platform, in terms of increased visibility, as well as the opportunities that this platform has to offer. Consequently, we are already witnessing increased visibility for our Company.

Creative is associated with over 20 renowned brands globally which are categorized in three broad divisions IT, imaging and lifestyle and security product. These brands encompass a wide range of applications and help the Company to cater to a broad array of customers, both in the consumer and industrial businesses. Moreover, the Company is well-positioned to leverage the changing trends in the technology industry and be a part of the paradigm shift towards digitization in India.

Furthermore, the Company conducts pre-sales and marketing activities for the success of the brand as well as to enable the channel partners to leverage their expertise and bottom line. Creative works closely with partners across channels including Large Format Retail (LFR), e-commerce and specialized retailers. The Company is one of the few large distributors who conduct specialized training modules, events and promotional activities at the ground level with channel partners along with workshops and demos for resellers. This is possible due to the dedication and experience of the corporate and sales teams which constantly track latest market developments to build a closer market connect. The Company's wide reach and superior logistics capabilities helps it provide end-to-end services including warranty and post-warranty, high-level repair services, and response centres, among others.

Such expertise and superior quality of service has led to increased confidence of brands, many of which have chosen Creative as exclusive partners and have been with the company since over five years. The Company focuses on higher operational efficiencies and adding higher-margin and value-added products to its existing product portfolio and such brand associations are a concrete step in that direction.

In order to enhance the Company's visibility and scalability, it launched an online digital B2B eCommerce platform named Ckart for network of clients. The new platform enables all our customers to showcase their inventory and trade amongst each other, facilitating in higher volumes and expanding the product portfolio being offered through Creative. This platform will fortify our presence as a one stop shop for customers. Drop-shipment facility provided by this platform allows a customer to place an order with the Company, and have it delivered at their respective customer's address. Ckart was developed in-house by our highly skilled team.

The Company is associated with several major brands across the world providing them unique solutions and distribution channels. Details of vendors and products distributed by the Company are given in the following table:

Table to be reviewed by Management

Vendor	Product Category
AOC	Monitors & TV
BABYLISS	Personal Grooming products
COOLER MASTER	PC Casing and Cooling products
COLORFUL TECH	SSDs
EDELKRONE	Videography accessories & motorized stands
GOPRO	Cameras
HONEYWELL	Cables, Accessories, Chargers, master switch, air purifiers etc.
HYPERICE	Massage
INVUE	Retail security protecting mobile electronics devices
MSI	Mini-PCs and desktops
OLYMPUS	Cameras, Lenses, Binoculars
PANASONIC	Audio Products
PHILIPS SIGNAGE	SIGNAGE Monitors
PNY	Graphics Cards and SSDs

PRINTRONIX	Printers
RAPOO	Keyboards, Mouse, Headphones, Power bank
SAMSUNG	Monitors
THERMALTAKE	Computer cooling and gaming accessories
TRANSCEND	Memory, Storage
VIEWSONIC	Projectors, 3D Glass
ZEISS	Monoculars & binoculars

## FINANCIAL OVERVIEW –

The consolidated financial performance of the Company for the financial year ended March 31<sup>st</sup>, 2021, is as follows:

Total revenue from operations stood at Rs. 526.32 crore for the year ended March 31, 2021, as against Rs. 459.06 crore for the corresponding previous period, an increase of 14.65%, mainly on account of strong performance in IT, gaming and lifestyle products.

The cost of raw materials rendered for the financial year ended March 31, 2021 was Rs 475.01 crore as against Rs 407.03 crore for the corresponding previous period, an increase of 16.70%.

The staff expenses for the financial year ended March 31, 2021 were Rs 8.60 crore as against Rs. 8.99 crore for the corresponding previous period, a decrease of 4.44%.

The other expenses for the financial year ended March 31, 2021 were Rs. 23.98 crore as against Rs 26.22 crore for the corresponding previous period, a decrease of 8.52%. This has been mainly on account of decline in promotional and marketing expenses incurred towards promotion of new products during the lockdown.

The EBIDTA (earnings before interest, depreciation and tax) was Rs. 18.73 crore for the year ended March 31, 2021, as against Rs. 16.82 crore for the corresponding previous period, an increase of 11.36%.

The depreciation for the financial year ended March 31, 2021 was Rs. 1.02 crore, as against Rs. 0.86 crore for the corresponding previous period, an increase of 19.27%.

The interest for the financial year ended March 31, 2021 was Rs. 4.69 crore as against Rs. 4.80 crore for the corresponding previous period, a decline of 2.27%.

The PAT (profit after tax) was Rs. 9.38 crore for the year ended March 31, 2021, as against Rs. 7.78 crore for the corresponding previous period, a growth of 20.66%.

## RESOURCES AND LIQUIDITY

As on March 31, 2021, the consolidated net worth stood at Rs. 61.68 crore and the consolidated debt was at Rs.42.93 crore.

The cash, cash equivalents and bank balances at the end of March 31, 2021 were Rs. 6.25 crore.

The net debt to equity ratio of the Company stood at 0.69 as on March 31, 2021.

## Business Category wise Performance

Creative Newtech operates in three broad product categories: distribution of IT products; Imaging; and Lifestyle and Security products.

The Company is performing well in all the categories and expects the momentum to continue in next financial year.



## **RISKS AND CONCERNS**

Like every business, the Company faces risks, both internal and external, in the undertaking of its day-to-day operations and in pursuit of its longer-term objectives. A detailed policy drawn up and dedicated risk workshops are conducted for each business vertical and key support functions wherein risks are identified, assessed, analyzed and accepted / mitigated to an acceptable level within the risk appetite of the organization. The risk registers are also reviewed from time to time.

The Company faces the following Risks and Concerns:

### **Rapid Obsolescence of Technology & Change in Consumer Preferences**

A technology business is always exposed to sudden and unanticipated changes in technology and consumer trends and preferences. This exposes the company to the risk of becoming uncompetitive in terms of product/ services offering to the customers. There is a need to constantly upgrade the product and service portfolio (e.g. Cloud, IoT, Mobility Analytics, etc.), and stay on top of changing consumer preferences.

### **Credit Risk**

To manage its credit exposure, Creative Newtech has determined a credit policy with credit limit requests and approval procedures. Company does its own research of clients' financial health and project prospects before entering into an agreement with them. Timely and rigorous process is followed up with clients for payments as per schedule. The company has suitably streamlined the process to develop a focused and aggressive receivables management system to ensure timely collections.

### **Interest Rate Risk**

The Company has judiciously managed the debt-equity ratio. It has been using a mix of loans and internal cash accruals. The Company has well managed the working capital to reduce the overall interest cost.

### **Competition Risk**

Like in most other industries, strong scope of opportunities come with intense competition. We face different levels of competition in each of our operating categories, from domestic as well as multinational companies. Creative has created strong differentiators in project execution, portfolio, level on involvement in marketing and delivery, which make it resilient to competition. Furthermore, the Company continues to invest in technology and people to remain ahead of the curve. A strong and stable client base, comprising large and mid-sized corporations, further helps mitigate this risk. We counter this risk with the quality of our infrastructure, our customer-centric approach, value-added services and our ability to innovate customer specific solutions, focusing on pricing and aggressive marketing strategy, disciplined project executions, along with prudent financial and human resources management and better control over costs. Thus, we expect to be significantly insulated from this risk.

### **Risk From COVID-19**

Many of the products under the Company's portfolio classify as non-essential. Therefore, any potential lockdown in any region, or restrictions on logistics, could impact the operations and sales of such products.

## **OPPORTUNITIES**

- **Rapid growth in eCommerce:** In the post-COVID scenario, there has been a tremendous increase in eCommerce activity, with many businesses going online. Our online B2B platform Ckart stands to benefit from this paradigm shift as more partners in our supply chain would join the eCommerce bandwagon.
- **Changing consumer preferences and growing urbanization:**
  - With evolving consumer needs and preferences, there is a strong growth in demand for good quality products, services and a unique customer experience.
  - With rising disposable incomes and urbanization, consumers demand better experiences and after sales service, which paves the way for new innovations.
- **Technological Tie-ups:**
  - With many technological tie-ups and extensive R&D there's huge scope for new and innovative products to enter the market.
  - Increasing role of technologically trained and skilled staff at points of sale.
- **Distribution agreements with renowned brands:** An increasing number of international brands want to come to India to tap into the market potential. Such brands typically want ready and modern distribution system covering the geographical territories of the country and serving customers on a PAN India basis which will grow their brand quicker.
- **Growth in the existing and new product lines:** Consumer electronics are evolving rapidly, giving rise to many new product concepts. This gives scope to not only grow the existing products but also venture into new product lines to fulfill the needs of the consumers.

## **THREATS**

- Competition from local and multinational players.
- Regulatory changes including unfavorable tax changes or import regulations.
- Attraction and retention of talented human resources.
- Frequent and rapid technological advancements leading to early obsolescence of products in inventory.
- Over-dependence on few brands which account for majority revenue.
- The COVID-19 pandemic could have a continued impact on business in FY22.

## **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

The Company has an internal audit function designed to review the adequacy of internal control checks in the system which covers all significant areas of Company's operations such as accounting and finance, procurement, business operations, statutory compliances, IT processes, safeguarding the assets and their protection against unauthorized use, among others. The Internal Audit function performs the internal audit of Company's activities based on an internal audit plan, which is reviewed each year and is approved by the Board of Audit Committee. The Audit Committee reviews the report submitted by the internal auditors. Suggestions for improvement are considered and the audit committee follows up on corrective action. Disciplinary action is taken, wherever required, for non-compliance to corporate policies and controls.

The Company has also implemented effective systems for achieving highest level of efficiency in operations, to achieve optimum and effective utilization of resources, monitoring thereof and the compliance with provisions

all laws including the Companies Act, 2013, Listing Agreement, directions issued by the Securities and Exchange Board of India, labour laws, tax laws etc. It also aims at improvement in financial management, and investment policy. The System ensures appropriate information flow to facilitate effective monitoring.

## HUMAN RESOURCES

We believe that our employees are key contributors to our business success. We focus on attracting and retaining the best possible talent. Our Company looks for specific skill-sets, interests and background that would be an asset for our business.

As on March 31, 2021, the Company had 196 employees on payroll. The manpower is a prudent mix of experienced and young professionals which gives us the dual advantage of stability and growth. The work progress and skilled/ semi-skilled/ unskilled resources, together with the Company's strong management team, have enabled it to successfully implement our growth plans.

The Company also imparts behavioral, technical and on the job training to our employees. Technical trainings are mandated by the vendor whenever the employees have to deal with pre-technical or post technical issues. Training calendars are set by the vendors and nominated employees from our Company attend the program and obtain a feedback on the completion of the program.

### Details of significant changes in the Key Financial Ratios

Key Financial Ratios	31-Mar-21	31-Mar-20	% Change	Explanation for change >25%
Debtors Turnover	9.30	11.87	(21.65)	N.A.
Inventory Turnover	8.70	7.59	14.62	N.A.
Interest Coverage Ratio	3.78	3.33	(13.51)	N.A.
Current Ratio	1.44	1.48	(2.70)	N.A.
Debt Equity Ratio	0.63	0.68	(7.35)	N.A.
Operating Profit Margin (%)	8.68	11.07	(21.59)	N.A.
Net Profit Margin (%)	1.84	1.72	6.98	N.A.
Change in Return on Net Worth	16.34	19.02	(14.09)	N.A.

### Impact of COVID-19 and OUTLOOK

Industries in India and globally were troubled by the COVID-19 pandemic throughout the past year. Despite slow recovery post COVID, the scenario in many regions remain uncertain with the second wave of the pandemic going on. This not only hampered operations and logistics, but also dampened consumer spending and overall market sentiment.

Partial lockdowns in several regions across India to curb the second wave, has not only hampered logistics and supply chain, but also reduced demand for some products which are popular in travel and leisure.

However, Creative continues to sustain through such phases. The Company is collaborating with niche brands on an 'exclusive distribution rights' arrangement. This enables a closer association with the brand and the ability to implement uniquely devised marketing strategies for specific products under that brand. The Company aims to utilize its market analysis and intelligence to execute marketing and sales plans at individual stores for the brand. Moreover, preferring an exclusive agreement helps the Company gain market share as exclusive distributors for key brands and products, mitigating risk from competition. Most of our brands are market leaders in their category, which makes it easier to grow in an under-penetrated market.

Such insights and on-ground marketing help Creative garner a 'pull effect' among global brands, which recognize

and approach the Company for its specialization in local strategy and a pan-India presence. Our omni-channel distribution model covering online, general trade and LFR, also help us gain a larger foothold in the supply chain. The focus is to capture a considerable market share in each of the product categories.

Furthermore, our agreement with Honeywell has deepened during this year, and renewed for another five years. As we add more products to this brand licensing model, we expect more global brands to utilize this methodology to enter the Indian and APAC markets through Creative.

Creative's online digital B2B eCommerce platform, Ckart, has been doing very well since launch. The digital platform facilitates viewing, sharing and transacting of clients' inventories amongst each other. One of the advantages would be the availability of full inventory for customers on the platform. Drop shipment will enable delivery directly to the client's customer. With this, the Company delivers a one stop shop for all the needs of its clients.

In the post-COVID scenario, we are seeing increased demand for various IT products, as work-from-home becomes the norm across industries. There is also a surge from the education sector for IT products, as almost all classes are being held online. In the long run, such trends would augur well for us.

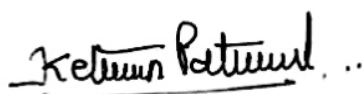
With the proliferation of eCommerce, more and more players adopting the online channel for business, which bodes well for Ckart. We see this platform play a pivotal role in the paradigm shift of distribution from a brick-and-mortar to an online-based service.

We remain cautiously optimistic about the coming year, with the market growth expected to offset the impact of the ongoing pandemic.

**For and on behalf of the Board of Directors**

**Creative Newtech Limited**

**(Previously known as Creative Peripherals and Distribution Limited)**



**Ketan Patel**

**Chairman & Managing Director**

**DIN 00127633**

**Date: August 13, 2021**

**Place: Mumbai**

## **Annexure - D - Form No. MR-3 SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,

The Members,

**CREATIVE NEWTECH LIMITED**

Mumbai

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CREATIVE NEWTECH LIMITED (Formerly known as CREATIVE PERIPHERALS AND DISTRIBUTION 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 Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents, authorized representatives and the explanations and clarifications given to me and representations made by Management during the conduct of secretarial audit and considering the relaxations granted by Ministry of Corporate Affairs(MCA) and Securities and Exchange Board of India (SEBI) due to ongoing outbreak of the COVID- 19 Pandemic, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on March 31, 2021, 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 maintained by the Company for the financial year ended on March 31, 2021 and made available to me and according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

During the year under review, the Company has not issued any security.

- c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

During the year under review, the Company has not brought back any of its Securities.

- e. 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;
- f. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;  
During the year under review, the Company has not issued any shares/ securities to its employee.
- g. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;  
During the year under review, the Company has not issued any debt securities.
- i. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;  
During the year under review, the Company has not issued any Non-Convertible and Redeemable Preference Shares.
- j. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- k. Other laws as applicable specifically to the Company as identified by the management, that is to say:
  - i. The Shop and Establishment Act, 1948
  - ii. The Employees' Provident Fund & Miscellaneous Provisions Act, 1952
  - iii. The Payment of Gratuity Act 1972 & Rules
  - iv. The Customs Act, 1962

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 Listing Agreements entered into by Company with National Stock Exchange (NSE) of India Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except in respect of following matter:

Sr.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 27(2), 7(3), 13(3) of SEBI (LODR) Regulation, 2015.	Delay in submission / Intimation under 27(2), 7(3), 13(3) of SEBI (LODR) Regulation, 2015	As informed to us by the management, the Company has complied all regulations mentioned in Column no. (2) with marginal delay due to sudden spurt of the COVID-19 pandemic, nationwide lockdown and imposition of curfew by the Government caused a marginal delay on the Company's part to submit Disclosures and intimation to Stock Exchange in Regulation 27(2), 7(3), 13(3) of SEBI (LODR) Regulation, 2015. On suitable representation made by the Company for delay filing of disclosure under regulation 23(9) SEBI (LODR) Regulation, 2015, the NSE waived the penalty.

**I further report that**, 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 have not been reviewed in this Audit since

the same have been subject to review by the statutory financial auditors, tax auditors, and other designated professionals.

**I further report that,**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

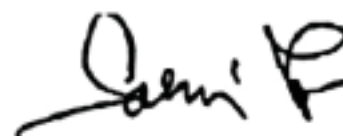
Adequate notice is given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**I further report that,** based on the information provided and the representation made by the Company and also on the review of the compliance certificates / reports taken on record by the Board of Directors of the Company, 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.

**I further report that,** during the audit period the Company has no events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

**For Satyajit Mishra & Co.  
Company Secretaries**



**Satyajit Mishra  
Proprietor**

**FCS No. 5759**

**C.P. No.: 4997**

**PR No. 527/2017**

**UDIN: F005759C000779510**

**Place: Mumbai**

**Date: August 13, 2021**

## **ANNEXURE – I**

To,

The Members,

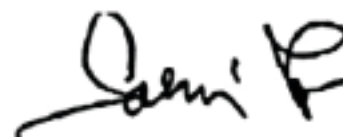
**CREATIVE NEWTECH LIMITED**

Mumbai

Our report of even date is to be read along with this letter

1. Maintenance of Secretarial record is responsibility of the Management of the Company. My responsibility is to express an opinion on the Secretarial records based on our Audits
2. I have followed the audit practice and process as were appropriate to obtain reasonable assurance about correctness of the contents of the Secretarial records. The verification done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that process and practices, I followed provide a reasonable basis for our opinion.
3. Whereever required, I have obtained the Management Representation about compliance of the Laws, rules and regulations and happening of events etc.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. The Compliance of the provisions of the Corporate and other applicable Laws, rules, regulations and standards is responsibility of Management. Our examination was limited to verification of procedure on the test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Satyajit Mishra & Co.  
Company Secretaries**



**Satyajit Mishra  
Proprietor**

**FCS No. 5759**

**C.P. No.: 4997**

**PR No. 527/2017**

**UDIN: F005759C000779510**

**Place: Mumbai**

**Date: August 13, 2021**



**CERTIFICATE ON CORPORATE GOVERNANCE**

**To,**

**The Members,**

**CREATIVE NEWTECH LIMITED**

**Mumbai**

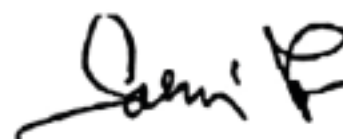
We have examined the compliance of conditions of Corporate Governance by Creative Newtech Limited (Formerly known as Creative Peripherals And Distribution Limited) for the year ended March 31, 2021, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the financial year ended March 31, 2021.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the ongoing outbreak of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations for the year ended March 31, 2021.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Satyajit Mishra & Co.  
Company Secretaries**



**Satyajit Mishra  
Proprietor**

**FCS No. 5759**

**C.P. No.: 4997**

**PR No. 527/2017**

**UDIN: F005759C000779411**

**Place: Mumbai**

**Date: August 13, 2021**

## **REPORT ON CORPORATE GOVERNANCE**

The report on Corporate Governance for the year ended March 31, 2021 is as under: -

### **CORPORATE GOVERNANCE – PHILOSOPHY**

The Company philosophy on Corporate Governance aims at upholding core values of transparency, professionalism, accountability, honesty and integrity in its functioning and conduct of business with due respect to laws and regulations and attaining highest standard of business ethics and commitment to transparency in business dealings, essential for long term success. It is directed in such a way that it performs effectively keeping in view customers, employees and long term interests and confidence of the stakeholders. It adheres to the code of conduct formulated which serves as a guide to each employee on standards, values, ethics and principles.

### **1. BOARD OF DIRECTORS**

The composition of the Board of Directors of the Company is in accordance with the relevant provisions of Companies Act, 2013 and Rules framed thereunder as amended, from time to time (hereinafter referred to as **“the Act”**) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as **“Listing Regulations”**). As on 31<sup>st</sup> March, 2021, the Board comprised of 6 Directors with Two Whole Time Director (including a Woman Director), One Managing Director and Three Non-Executive Independent Directors. The Non-Executive Directors are eminent professionals, drawn from amongst persons with experience in business, finance, law and corporate management. None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees as specified in the Listing Regulations, across all the Companies in which he/she is a director. The Committees for determining this criterion shall include Audit Committee and Stakeholders Relationship Committee.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 (the Act) and Regulation 16(1)(b) and 25(8) of the LODR Regulations.

In the opinion of the Board, the Independent Directors fulfil the conditions specified in these regulations and are independent of the management.

As of 31<sup>st</sup> March, 2021, none of the Directors of the Company held shares in the Company except Mr. Ketan Patel who holds 7,939,520 equity shares, Mrs. Purvi Ketan Patel who holds 59,200 equity shares and Mr. Vijay Advani who holds 400 equity shares which accounts for 68.44 %, 0.51 % and 0.004 %, respectively, of the total paid-up equity share capital of the Company.

There are no inter-se relationships between the Directors of the Company except Mr. Ketan Patel, Chairman and Managing Director and Mrs. Purvi Ketan Patel, Whole-time Woman Director relatives being husband and wife.

The Independent Directors are entitled to sitting fees for every meeting of the Board or Committee thereof attended by them. Details of Independent Directors' familiarization program are part of the Directors' Report.

The Company has in place a succession plan for the Board of Directors and Senior Management of the Company.

The composition of the Board during the financial year ended 31<sup>st</sup> March, 2021 is as under: -

<b>Name of the Director</b>	<b>Category (Executive/Non-Executive/ Independent)</b>	<b>Directorships in other <u>Public</u> <u>Companies</u> •</b>	<b>List of Directorship held in other <u>Listed</u> <u>Companies</u> •</b>
Mr. Ketan Chhaganlal Patel	Chairman and Managing Director	Nil	Nil
Mrs. Purvi Ketan Patel	Whole-time Director & Woman Director	Nil	Nil
Mr. Vijay Kimatrai Advani	Whole-time Director	Nil	Nil
Mr. Mihir Mahendra Shah	Independent Director	Nil	Nil
Mr. Suresh Bhagavatula	Independent Director	Nil	Nil
Mr. Kurian Chandy	Independent Director	Nil	Vidli Restaurants Limited L55101MH2007PLC173446

- Excludes directorship in Foreign Companies, Private Companies and Section 8 Companies.

#### **Disqualification of Directors:**

As required under Schedule-V of SEBI (LODR)(Amendment) Regulations, 2018 and certificate obtained from M/s. Satyajit Mishra & Co., Practicing Company Secretary, none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.

## **2. BOARD MEETINGS AND BOARD PROCEDURES**

During the year under review, the Board of Directors of the Company met 5 (Five) times and the gap between two consecutive Board Meetings did not exceed one hundred and twenty days as mentioned under Section 173(1) of the Companies Act, 2013 ("the Act") and Regulation 17(2) of the Listing Regulations and the Secretarial Standards issued by the Institute of Company Secretaries of India.

The necessary quorum was present for all the meetings. The details of meetings held and attendance of directors are given in the following table. Agenda papers along with explanatory notes were circulated to the Directors well in advance of the meeting. The senior management personnel were invited to participate in matters of interest, importance and relevance. The Board has access to any information within your Company and every effort is made to ensure that the information is adequate and appropriate to enable the Board to take considered decisions on issues.

Your Company has placed all relevant information before the Board as mandated under Listing Regulations.

Sr. No	Date of Board Meeting	Mr. Ketan Patel	Mrs. Purvi Patel	Mr. Vijay Advani	Mr. Mihir Shah	Mr. Suresh Bhagavatula	Mr. Kurian Chandy	Mr. Abhijit Kanvinde	Mr. Tejas Doshi
		Chairman and Managing Director	Whole-time Director	Whole-time Director	Independent Director	Independent Director	Independent Director	Chief Financial Officer	Company Secretary and Compliance Officer
1	May 19, 2020	✓	✓	✓	✓	✓	✓	✓	✓
2	June 25, 2020	✓	✓	✓	✓	✓	✓	✓	✓
3	September 03, 2020	✓	✓	✓	✓	✓	✓	✓	✓
4	November 11, 2020	✓	✓	✓	✓	✓	✓	✓	✓
5	February 11, 2021	✓	✓	✓	✓	✓	✓	✓	✓

## SEPARATE INDEPENDENT DIRECTORS' MEETINGS

Pursuant to Schedule IV of the Companies Act, 2013 and Regulation 25 of Listing Regulations, the Independent Directors met once during the year i.e. on February 11, 2021 through video conferencing, without the presence of Non-Independent Directors, Executive Directors and management representatives.

The Independent Directors inter alia discussed the performance of the Board, Non-Independent Directors, Chairperson, the management of the Company, matters arising out of the Board and Committee meetings and assessed the quality, quantity and timeliness of flow of necessary information between the management and the Board, required for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the meeting through video conferencing. The Independent Directors expressed their satisfaction with reference to governance standards adopted by the Company and advised strategic road-map for overall functioning of Board processes and Company management.

## Terms and Conditions of appointment of Independent Directors

All the Independent Directors of the Company have been appointed as per the provisions of the Act and the Listing Regulations. Formal letters of appointment were issued to the above Independent Directors. As required by Regulation 46 of the Listing Regulations, the terms and conditions of their appointment have been disclosed on the website of the Company at [www.ecreativeindia.com](http://www.ecreativeindia.com).

## Familiarisation Programme

At the time of appointment, the Independent Directors through familiarisation process are made aware of their roles and responsibilities through a formal letter of appointment which stipulates various terms and conditions.

The Company proactively keeps its directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as insights into issues being faced by the industry. The details of familiarisation provided to the Directors of the Company are available on the Company's website [www.ecreativeindia.com](http://www.ecreativeindia.com).

## Skill of Board of Directors:

The Board comprises of the qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its Committees. The table below summarizes the key qualifications, skills and attributes which are taken into consideration while nominating Directors on the Board:

<b>Leadership</b>	Ability to inspire, motivate and offer direction and leadership to others and represent the Company before internal and external stakeholders
<b>Management</b>	Knowledge or expertise or understanding of sound management and business principles or experience of working in senior management position of any organization
<b>Financial expertise</b>	An understanding of financial statements and the accounting principles used by the Company to prepare its financial statements; including the ability to assess the general application of such accounting principles in connection with the accounting for the Company
<b>Governance</b>	Commitment to the highest standards of governance, including experience with a major organisation on governance practices along with clear understanding of roles and responsibilities of Board of a Company and responsibilities as Director
<b>Strategy Development and Implementation</b>	Experience in developing and implementing business strategies or ability to give strategic insights to key business objectives.
<b>Knowledge of B2B Operations and industry</b>	Understanding of the working of B2B including but not limited to areas like challenges, opportunities, business models, revenue streams, business processes & practices etc
<b>Information Technology</b>	Knowledge and experience in the strategic use of information management and information technology to provide unique business solutions
<b>Risk Management</b>	Experience in enterprise risk management in the relevant industry, and understanding of the Boards, role in the oversight of risk management principles
<b>Human Resource</b>	Experience in developing strategies or handling matter like development of talent and retention, succession planning and driving change and long term.

In the table below, specific areas of focus or expertise of individual Board Members have been highlighted. However, the absence of the mark against a members' name does not necessarily mean the member does not possess the corresponding skill or qualification:

Name Name of Director	Area of Expertise								
	Leadership	Management	Financial Expertise	Governance	Strategy Development and Implementation	Knowledge of B2B operations and industry	Information Technology	Risk Management	Human Resource
Mr. Ketan Chhaganlal Patel	✓	✓	✓	✓	✓	✓	✓	✓	✓
Mrs. Purvi Ketan Patel	✓	✓		✓	✓	✓	✓		✓
Mr. Vijay Kimatrai Advani	✓	✓	✓	✓	✓	✓	✓	✓	
Mr. Mihir Mahendra Shah		✓	✓	✓			✓	✓	
Mr. Suresh Bhagavatula	✓	✓		✓	✓	✓	✓		
Mr. Kurian Chandy	✓	✓	✓	✓	✓	✓	✓	✓	

## Committees of the Board of Directors

In compliance with the requirements of the Companies Act, 2013 and the Listing Regulations, the Board of Directors has constituted various Committees. These Committees are entrusted with such powers and functions as detailed in its respective terms of reference. Besides, the approval(s), criteria of consideration of transactions and recommendations of the Committee serve as a road-map for the Board of Directors in governance and strategic decision making.

### 3. AUDIT COMMITTEE

The Audit Committee of the Company at the Board level, inter alia, provides assurance to the Board on the adequacy of the internal control system. The Committee periodically reviews financial reporting process and financial results, statement and disclosures, generally accepted accounting principles and on measures taken in safeguarding of assets of the Company, internal audit reports and internal control systems and procedures. The Committee discusses with Internal Auditors, Statutory Auditors scope of findings of audit, audit qualifications, if any, related party transactions and appraises Board on the above.

The terms of reference of the Audit Committee cover all areas specified, thereby meeting the requirements of the Section 177 of the Companies Act, 2013 and also in line with Regulation 18 of the Listing Regulations and other terms as may be referred by Board of Directors.

The Audit Committee comprised of three members. During the year under review, all members including the Chairman of the Committee are non-Executive and two-third members were independent. The Members of the Audit Committee are financially literate. The Statutory Auditor, Internal Auditor and President and Chief Financial Officer of the Company are the permanent Invitees to all Audit Committee Meetings. The Company Secretary and Compliance Officer who is in charge of Internal Audit is the Secretary to the Audit Committee. Minutes of the Audit Committee are circulated to all Directors and discussed at the Board Meetings.

The Audit Committee met four times during the year. The requisite quorum was present at all the Meetings. The composition of the Audit Committee and the details of meetings held and attended by the members by it are as follows: -

Sr. No	Date of Audit Committee Meeting	Mr. Kurian Chandy	Mr. Suresh Bhagavatula	Mr. Mihir Shah	Mr. Tejas Doshi
		Chairman	Member	Member	Secretary
1	June 25, 2020	✓	✓	✓	✓
2	September 03, 2020	✓	✓	✓	✓
3	November 11, 2020	✓	✓	✓	✓
4	February 11, 2021	✓	✓	✓	✓

### 4. NOMINATION AND REMUNERATION COMMITTEE

The composition of Nomination and Remuneration Committee and details of Meetings held during the year are mentioned hereunder:

Company Secretary of the Company acts as the Secretary to the Committee.

The Nomination and Remuneration Committee met Two times during the year. The requisite quorum was present at the Meeting. The terms of reference of the Committee are in line with the provisions of Sections 178 of the Companies Act, 2013, Regulation 19 of the Listing Regulations and other terms as may be referred by Board of Directors.

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Committee has formulated a Policy on the appointment of person as Director and evaluation of Directors & Senior Management Personnel (SMP).

The Nomination and Remuneration Policy as prescribed under the Companies Act, 2013 has been adopted by the Board. The Board has formulated criteria for evaluation of Independent Director which includes qualification, positive attributes and independence of Directors, this forms a part of the Remuneration Policy.

Sr. No	Date of Nomination and Remuneration Committee Meeting	Mr. Mihir Shah	Mr. Suresh Bhagavatula	Mr. Kurian Chandy	Mr. Tejas Doshi
		Chairman	Member	Member	Secretary
1	Thursday, June 25, 2020	✓	✓	✓	✓
2	Thursday, September 03, 2020	✓	✓	✓	✓

## 5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Company has formed "STAKEHOLDERS' RELATIONSHIP COMMITTEE" on under the Chairmanship of a Non-Executive Director to specifically look into shareholders' issues including but not limited to share transfer, transmission, and issue of duplicate certificates and redressing of shareholder complaints like non receipt of balance sheet, etc.

M/s. BigShare Services Private Limited, the Company's Registrar and Share Transfer Agent, among others, expedite the process of transfer of shares under supervision of President Corporate Affairs, Legal & Company Secretary. Thereafter, the proposals are placed before the designated Committee.

Mr. Tejas Doshi, The Company Secretary Compliance Officer of the Company is the Secretary to the Committee.

The composition of Stakeholders Relationship Committee and details of Meetings as mentioned hereunder:

Sr. No	Date of Stakeholders' Relationship Committee Meeting	Mr. Suresh Bhagavatula	Mr. Mihir Shah	Mr. Kurian Chandy	Mr. Tejas Doshi
		Chairman	Member	Member	Secretary
3	Thursday, February 11, 2021	✓	✓	✓	✓

Particulars	Information
No. of Complaints received so far	0 (NIL)
No. of complaints resolved	N.A. (Since No complaints were received)
No. of complaints not resolved to the satisfaction of shareholders;	N.A. (Since No complaints were received)
No. of pending complaints	N.A. (Since No complaints were received)

## 6. REMUNERATION TO DIRECTORS

### REMUNERATION TO THE EXECUTIVE DIRECTORS AND KMP

Following are the details of Remuneration paid to Executive Directors and KMP of the Company during Financial year ended at 31<sup>st</sup> March, 2021 along with Revised Remuneration for Financial year 2021-22 proposed for approval of Members in Annual General Meeting to be held for financial year ended at 31<sup>st</sup> March, 2021.

(Amount in Rs.)

Sr. No.	Name of Director / KMP	Designation	Education Qualification	Gross Remuneration Paid per annum for FY 2020-21	Proposed Limit of Remuneration per annum for FY 2021-22
1.	Mr. Ketan Patel	Chairman and Managing Director	Diploma in Computer Technology	34,67,186	68,13,988
2.	Mrs. Purvi Patel	Whole-time Director	Diploma in Pharmacy	14,84,030	43,22,440
3.	Mr. Vijay Advani	Whole-time Director	B. Com	31,23,734	52,30,036
4.	Mr. Abhijit Kanvinde	Chief Financial Officer	B. Com, CA, Diploma in Marketing Management	20,21,962	45,12,136
5.	Mr. Tejas Doshi	Company Secretary and Compliance Officer	B. Com, CS, LL.B	9,73,214	21,00,227
<b>TOTAL</b>				<b>1,10,70,126</b>	<b>2,29,78,827</b>

The performance criteria of the Directors have been laid down by the Nomination and Remuneration Committee in accordance with the Nomination and Remuneration Policy of the Company.

For the year under review, the Company does not have a scheme for grant of stock options nor has it issued any stock options to any of the Directors, senior management personnel or employees of the Company.

## REMUNERATION TO NON EXECUTIVE INDEPENDENT DIRECTORS

The non-executive Directors are entitled to sitting fees for attending the meetings of the Board of Directors and Committees thereof. Sitting fees paid to non-executive Directors are within the prescribed limits under the Companies Act, 2013 and as determined by the Board of Directors from time to time. The criteria for making payments to Non-Executive Directors is placed on the website of the Company at [www.ecreativeindia.com](http://www.ecreativeindia.com).

The company has no pecuniary relationship or transactions with its Non-Executive Directors, other than payment of sitting fees for attending meetings of the Board or Committee thereof.

As per Company's policy as approved by Nomination and Remuneration Committee and Board of Directors, each director shall be paid Rs. 10,000/- for attending one Board Meeting and Rs. 8,000/- for attending Committee Meeting. Below mentioned are tabulated details of sitting fees paid to each director during current financial year.

(Amount in Rs.)

Sr. No.	Name of Director / KMP	Designation	Sitting Fees for Attending Board Meetings	Sitting Fees for attending Committee Meetings	Total Sitting Fees Paid
1.	Mr. Mihir Shah	Independent Director	50,000	64,000	1,14,000
2.	Mr. Suresh Bhagavatula	Independent Director	50,000	56,000	1,06,000
3.	Mr. Kurian Chandy	Independent Director	50,000	56,000	1,06,000
<b>TOTAL</b>			<b>1,50,000</b>	<b>1,76,000</b>	<b>3,26,000</b>

The Company has no pecuniary relationship or transactions with its Non-Executive Directors, other than payment of sitting fees for attending meetings of the Board or Committee thereof.

For the year under review, the Company does not have a scheme for grant of stock options nor has it issued any stock options to any of the Directors, senior management personnel or employees of the Company.



## 7. POLICY ON RISK MANAGEMENT

Pursuant to the requirement of Corporate Governance, the Board of Directors of the Company has adopted a policy on risk management for assessment and minimization procedure of risk for periodical review by the Board. The Risk Management Policy is available on Company's website.

## 8. MEANS OF COMMUNICATION:

a.	Quarterly, Half yearly, yearly report/ highlights sent to each household of shareholders	The quarterly, half-yearly and annual financial results are submitted to National Stock Exchange of India Limited within 30 minutes from the conclusion of the Board Meeting in which the same is approved.
b.	Quarterly results, which newspapers normally published in	Active Times (English) Mumbai Lakshadeep (Marathi)
c.	Any website, where displayed	www.ecreativeindia.com
d.	Whether it also displays official news release	Press Release, if any, made by the Company from time to time shall also displayed on the Company's website and uploaded on the website of Stock Exchanges.
e.	Whether MD & A is a part of Annual Report	Yes

## 9. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting – Date, Time and Venue	29 <sup>th</sup> September, 2021, Wednesday, through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')
Financial Year	01 <sup>st</sup> April, 2020 to 31 <sup>st</sup> March, 2021
Dividend Record Date	22 <sup>nd</sup> September, 2021
Registered Office	Address: 3 <sup>rd</sup> & 4 <sup>th</sup> Floor, Plot No. 137AB, Kandivali Co Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai – 400 067 Tel: 022 5061 2700 email: cs@ecreativeindia.com
Name and Address of Stock Exchanges where Company's securities are listed	National Stock Exchange of India Limited Address: Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: CREATIVE
Listing Fees	The Annual Listing fees for the financial year 2020-21 have been paid to NSE.
Share Registrar and Transfer Agents	Bigshare Services Private Limited Add: 1st Floor, Bharat Tin Works, Makwana Road, Marol, Andheri (East), Mumbai – 72 SEBI Registration No: INR0000001385 Email ID: investor@bigshareonline.com Website: www.bigshareonline.com

Address for Investor's Correspondence	Mr. Tejas Doshi (Company Secretary & Compliance Officer)  Creative Newtech Limited  Address: 3 <sup>rd</sup> & 4 <sup>th</sup> Floor, Plot No. 137AB,  Kandivali Co Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai – 400 067  Tel: 022 5061 2700  <u>email: cs@ecreativeindia.com</u>
Name of the Compliance Officer	Mr. Tejas Doshi  (Company Secretary and Compliance Officer)

#### a. Market Price Data

	NSE			
Month	High (Rs.)	Low (Rs.)	Volume (in Lakhs)	Value (in Lakhs)
April, 2020	93.45	67.55	0.33	27.21
May, 2020	89.45	71.05	1.80	143.93
June, 2020	99.45	68.50	1.50	120.86
July, 2020	98.80	69.10	3.88	321.26
August, 2020	137.80	93.70	4.70	559.47
September, 2020	133	109.90	4.35	537.01
October, 2020	151	114.45	4.26	555.24
November, 2020	148.05	111.50	3.39	429.16
December, 2020	140	105	6.53	756.67
January, 2021	123	101	8.11	919.64
February, 2021	124.05	85.35	6.84	748.81
March, 2021	121.80	88.35	4.89	525.02

(Source: This information is compiled from the data available on NSE websites)

#### b. Share Transfer System

Bigshare Services Pvt. Ltd. has been appointed as Registrar and Transfer Agent to carry out share transfer activities and processed by NSDL/CDSL through respective Depository Participants in compliance with the applicable SEBI Regulations and SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018.

A Committee of Directors (Stakeholders Relationship Committee) has been constituted to review and approve the requests of the shareholders relating to transmission of shares, issue of duplicate share certificates and allied matters within its terms of reference.

The Company obtains from a Practicing Company Secretary a half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations and files a copy of the compliance certificate with the Stock Exchanges where the shares of the Company are listed.

**c. Distribution of Shares by Categories of Shareholders as of March 31, 2021**

Range (No. of shares)	No. of shareholders	% of shareholders	Value of Shares	% of Value of shares
1 - 5000	1151	80.2650	8,07,630	0.6962
5001- 10000	51	3.5565	4,08,930	0.3525
10001 - 20000	44	3.0683	6,84,280	0.5899
20001 - 30000	12	0.8368	308940	0.2663
30001 - 40000	64	4.4630	20,69,560	1.7841
40001 - 50000	8	0.5579	3,65,140	0.3148
50001 - 100000	34	2.3710	24,43,270	2.1063
100001 & above	70	4.8815	10,89,12,250	93.8899
<b>Total</b>	<b>1434</b>	<b>100.00</b>	<b>11,60,00,000</b>	<b>100.00</b>

**d. Dematerialisation of Shares and Liquidity**

The shares of the Company are regularly traded at National Stock Exchanges (NSE) where they are listed, which ensure the necessary liquidity to shareholders. Trading of shares is permitted only in dematerialized form.

Physical and Dematerialised Shares as on March 31, 2021	No. of Shares	% of Total Issued Capital
No. of Shares held in dematerialised form in CDSL	1,02,02,730	87.95
No. of Shares held in dematerialised form in NSDL	13,96,470	12.04
No. of Physical Shares	800	00.01
<b>Total</b>	<b>1,16,00,000</b>	<b>100.00</b>

**e. Outstanding GDRs / ADRs / Warrants or any Convertible Instruments**

The Company has not issued any ADR / GDR, warrants or any convertible instruments.

**f. Commodity price risk or foreign exchange risk and hedging activities**

During the year ended March 31, 2021, the Company had managed the foreign exchange risks to the extent considered necessary. The details of foreign currency exposure are disclosed in Notes to the Standalone and Consolidated financial statements.

**10. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour. Towards this end, the Company has implemented a Whistle Blower Policy, with a view to provide a mechanism for employees and Directors of the Company to approach the Ethics Counsellor or the Chairman of the Audit Committee of the Company to report instances of violations of laws, rules and regulations, unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct or Ethics Policy. The vigil mechanism also provides adequate safeguards against victimisation of persons who use such mechanisms and also to ensure direct access to the Ethics Counsellor or the Chairman of the Audit Committee in appropriate or exceptional cases. Whistle Blower

Policy and the same is available on the Company's website at [www.ecreativeindia.com](http://www.ecreativeindia.com) During the year under review, there were no instances reported pursuant to Vigil Mechanism and Whistle Blower Policy of the Company and no personnel has been denied access to the Audit Committee

The Company has posted the Whistle Blower Policy on the Company's website at [www.ecreativeindia.com](http://www.ecreativeindia.com) and have circulated to all its employees through email.

## **11. PREVENTION OF INSIDER TRADING CODE**

The Company has adopted a Code of Conduct to regulate, monitor and report trading by insiders and code of practices and procedures for fair disclosures of unpublished price sensitive information in terms of Regulations 8(1), 9(1) and 9(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015. All the Directors, employees at senior management level and other employees who could have access to unpublished price sensitive information of the Company are governed by this code.

## **12. POLICY FOR PREVENTION OF SEXUAL HARASSMENT IN THE COMPANY**

The Company values the dignity of individuals and strives to provide a safe and respectable work environment to all its employees. The Company is committed to providing an environment, which is free of discrimination, intimidation and abuse. Pursuant to the Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013 and rules made thereunder, the Company has a Policy for prevention of Sexual Harassment in the Company. All employees (permanent, contractual, temporary and trainees) are covered under this policy. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013.

Further, the Company has set up an Internal Complaints Committee for providing a redressal mechanism pertaining to sexual harassment of the employees at workplace and meetings of the committee were held during the year with due intervals.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the FY 2020-21.

Number of complaints filed during the financial year	None.
Number of complaints disposed of during the financial year	None.
Number of complaints pending as on end of the financial year	None.

## **13. DISCRETIONARY REQUIREMENTS**

The Company has also adopted certain discretionary requirements of the Listing Regulations.

The Internal Auditor periodically provides its reports to the Audit Committee. The Financial Statements of the Company are unqualified.

## **14. MATERIAL CONTRACTS/TRANSACTIONS CONCERNING DIRECTOR'S INTEREST**

There has been no transaction of material in nature that may have a potential conflict with interest of your Company. Related party transactions have been disclosed under significant accounting policies and notes forming part of the Financial Statements in accordance with Act. A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit Committee for review and recommendation to the Board for their approval.

As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with Related Party Transactions.

## **15. DISCLOSURE REGARDING SENIOR MANAGEMENT'S MATERIAL FINANCIAL AND COMMERCIAL TRANSACTIONS**

There has been no transaction of material, financial and commercial nature having personal interest of the Senior Management that may have a potential conflict with the interest of the company at large, during the period under review.

## **16. CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MANAGEMENT OF THE COMPANY**

In accordance with the requirement of Corporate Governance, the Board of Directors of the Company has formulated a code of conduct for Directors and Senior Management of the Company, the compliance of which has been affirmed by all Board Members and Senior Management Personnel. The required declaration to this effect signed by the Whole Time Director is appended as a separate Annexure to the report.

## **17. CEO / CFO CERTIFICATION**

In accordance with the requirement of Corporate Governance, as specified in Regulation 17(8) of the Listing Regulations, the Board of Directors of the Company have been furnished with the requisite certificate from the Chief Financial Officer (CFO) of the Company.

## **18. COMPLIANCE WITH CODE OF CONDUCT**

In accordance with Regulation 26 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended 31<sup>st</sup> March, 2021.

## **19. DISCLOSURES:**

### **a) Disclosures on materially significant related party transactions of the Company that may have potential conflict with the interests of the Company at large:**

Disclosures on transactions with related parties have also been disclosed in the Notes to Accounts of financial statements.

### **b) Non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange, or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.**

There was no non-compliance, penalties or stricture imposed on company by any Stock Exchanges, SEBI or any other statutory authority or any matters relating to capital market during the last three years.

### **c) The Company has in place all the mandatory Policies which are also available on the Company's website [www.ecreativeindia.com](http://www.ecreativeindia.com).**

**d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements.**

The Company is in full compliance with the mandatory requirements as contained in the Listing Regulations.

**e) Web link where policy for determining 'material' subsidiaries is disclosed;**

The Company has formulated a policy for determining material subsidiaries in terms of the Listing Regulations. This Policy which are also available on the Company's website: [www.ecreativeindia.com](http://www.ecreativeindia.com).

**f) Web link where policy on dealing with related party transactions;**

The Company has formulated a policy on dealing with related party transactions. This Policy which are also available on the Company's website: [www.ecreativeindia.com](http://www.ecreativeindia.com).

**g) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A):**

Not Applicable

**h) Where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof;**

In terms of the Listing Regulations, there have been no instances during the year when the recommendations of any of the Committees were not accepted by the Board.

**i) Total fees paid by the Company and its subsidiaries, on a consolidated basis to M/s. Gupta Raj & Co., Chartered Accountants, Statutory Auditor and all entities in its network firm/network entity, during the Financial Year 2020-21.**

Total fees for all services paid by the Company and its subsidiary to statutory auditors of the Company and other firms in the network entity of which the statutory auditors are a part, during the year ended March 31, 2021, is as follows:

**Fees paid by the Company to M/s. Gupta Raj & Co., Chartered Accountants, Statutory Auditor:**

Particulars	Amount (In Rs.)
Fees for audit and related services	5,95,900
Fees for other Certifications	35,400
<b>TOTAL</b>	<b>6,31,300</b>

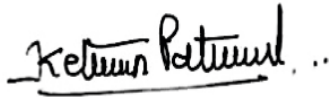
**j) In line with the requirements of the Regulation 17(9) of the Listing Regulations, the Board reviewed the Management's perception of the risks facing the Company and measures taken to minimize the same.**

**20. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF.**

There is no non-compliance with any requirement of Corporate Governance Report of sub-paras (2) to (10) of the Corporate Governance Report as given in Schedule V(C) of the Listing Regulation.

**CERTIFIED TRUE COPY**

**For Creative Newtech Limited**



**Ketan Patel**

**Chairman and Managing Director**

**Date: August 13, 2021**

**Place: Mumbai**



**Tejas Doshi**

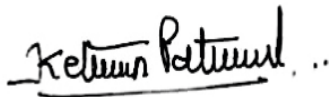
**Company Secretary & Compliance Officer**

---

**Declaration pursuant to Regulation 26 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

I, Ketan Patel, Chairman and Managing Director of Creative Newtech Limited (Formerly known as Creative Peripherals and Distribution Limited), hereby confirm that all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended 31st March, 2021.

**For Creative Newtech Limited**



**Ketan Patel**

**Chairman and Managing Director**

**Date: August 13, 2021**

**Place: Mumbai**

## ● Annexure – F – Form No. AOC-1

(Pursuant to first proviso to Sub-Section (3) of Section 129 of the Companies (Accounts) Rules, 2014)  
Statement containing salient features of the Financial Statements of Subsidiaries/Associate Companies/Joint Ventures

### Part A: Subsidiary Companies

(Amount in Rs.)

Sr. No.	Particulars	Creative Peripherals and Distribution Limited	Secure Connection Limited
1	Country of Subsidiary Company	Hong Kong	Hong Kong
2	Reporting Period	01/04/2020 – 31/03/2021	01/04/2020 – 31/03/2021
3	Reporting Currency	US \$	US \$
4	Share Capital (at cost)	48,80,750	1,22,046.81
5	Reserves and Surplus	82,33,000	9,76,15,562.85
6	Total Liabilities excluding Share capital and reserves	1,33,59,211.74	96,66,994.17
7	Total Assets	2,64,72,961.74	10,74,04,603.83
8	Investments	0	0
9	Turnover / Total Income	10,26,91,580.29	11,79,03,440.5
10	Profit before Taxation	53,49,901.01	-27,08,235.93
11	Provisions for Taxation	0	0
12	Profit after Taxation	53,49,901.01	-27,08,235.93
13	Proposed Dividend	0	0
14	% of Share holding	100 %	52.48%

\* Exchange Rate of US \$ 1= Rs. 73.5047 for Balance Sheet items and Rs.74.2010 for Profit & Loss items for FY 2020-21.

i. Names of the Subsidiaries which are yet to commence operations: **None**

ii. Names of subsidiaries which have been liquidated and sold during the year: **None**

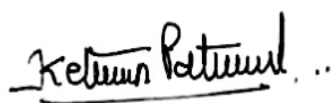
### Part 'B': Associate and Joint Ventures:

i. Names of the Associates / Joint Ventures which are yet to commence operations: **None**

ii. Names of Associates / Joint Ventures which have been liquidated or sold during the year: **None**

### For Creative Newtech Limited

(Formerly known as Creative Peripherals and Distribution Limited)



Ketan Patel

Chairman and Managing Director

DIN – 00127633

Date: 13<sup>th</sup> August 2021

Place: Mumbai



## Annexure – G – Corporate Social Responsibility

As part of our CSR initiatives for the FY 2020-21, Creative Newtech has donated Rs. 17 lakhs to the Shri Jagatbharti Education & Charitable Trust.

While the Companies Act 2013 mandated the Company for a much less CSR spend, we at Creative Newtech, wished to withhold the spirit of our social responsibility and contribute in a meaningful manner for the betterment of our society.

The Company strives to continue and enhance its CSR initiatives in the coming years.

### **About Shri Jagatbharti**

Shri Jagatbharti Education & Charitable Trust is ISO 9001:2015 registered organisation established and based at Surendranagar, Gujarat.

Shri Jagatbharti Education and Charitable Trust is a ISO 9001:2015 certified Non-Governmental Organization established in 1993, based at Surendranagar, Gujarat. The registration number of the organization is: E/572 Surendra Nagar. The organization is operational in Gujarat, India. Shri Jagatbharti Education And Charitable Trust works in the area of Art & Culture, Education & Literacy, Environment and natural resource management, Health & Nutrition, HIV/AIDS, Housing and shelter, Legal Awareness & Aid, Micro Finance (SHGs), Micro Small & Medium Enterprises, New & Renewable Energy, Panchayati Raj, Rural Development & Poverty Alleviation, Tribal Welfare, Urban Development & Poverty Alleviation, Vocational Training, Water and Sanitation, Women Development & Empowerment, Youth Affairs, etc. The NGO works towards the promotion of sustainable development.

### **Following are the relevant details for CSR 2019-20.**

#### **1. COMPOSITION OF CSR COMMITTEE**

Mr. Ketan Patel	-	Chairman
Mr. Mihir Shah	-	Member (Independent Director of Company)
Mrs. Purvi Patel	-	Member
Mr. Abhijit Kanvinde	-	Member
Mr. Tejas Doshi	-	Secretary

#### **2. Date of CSR Committee Meeting – 11<sup>th</sup> February, 2021**

#### **3. Average Net Profit for Company for last 3 financial years – Rs. 8,35,02,150/-**

#### **4. Prescribed CSR Expenditure (i.e. 2% of Point No. 3) – Rs. 16,70,043/-**

#### **5. Details of CSR spent during the FY 2020-21**

- i. Total Amount required to be spent for FY 2020-21 : Rs. 16,70,043/-
- ii. Total Amount spent for FY 2020-21 : Rs. 17,00,000/-
- iii. Amount unspent, if any: NIL
- iv. Amount spent additionally above prescribed limit : Rs. 29,957/-
- v. Manner in which the amount spent during the FY 2020-21 is as below:

Sr. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or program wise	Amount spent on the projects or programs Sub- heads: (1) Direct Expenditure on projects or programs. (2) Overheads:	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency.
1	Promotion of Education	"Vocational Training for Reaching to Unreached"  Rural Development, Community Mobilization and Livelihood Promotion Activities	Trust basically implementing and provided vocational training, self-employment training in rural poor area of Surendra Nagar, District Gujarat without distinction of caste or creed.  Location: Surendra Nagar	Rs. 17,00,000	Rs. 17,00,000  Direct Expenditure on Project.  No overhead cost to the Company	Rs. 17,00,000	Amount spent through  Shri Jagatbharti Education & Charitable Trust  Reg No. E/572

**6. Reason for not spending the 2% of the Average Net Profit of Last 3 financial year:**

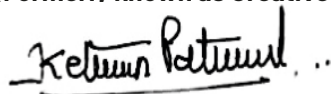
Not Applicable

**7. Responsibility Statement of CSR Committee**

The implementation and monitoring of Company's CSR Policy is in compliance with CSR Objectives and policy of the Company.

**For Creative Newtech Limited**

**(Formerly known as Creative Peripherals and Distribution Limited)**



**Ketan Patel**

**Chairman and Managing Director**

**DIN - 00127633**

**Date: 13<sup>th</sup> August 2021**

**Place: Mumbai**

**TO THE MEMBERS OF  
CREATIVE PERIPHERALS AND DISTRIBUTION LIMITED  
Report on the Audit of Standalone Financial Statement**

**Opinion**

We have audited the accompanying Ind AS financial statements of CREATIVE PERIPHERALS AND DISTRIBUTION LTD . ("the Company"), which comprise the balance sheet as at 31 March 2021, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**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. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 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 unmodified opinion.

**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 key audit matters to communicate in our report.

**Other information**

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditor's report thereon. Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

## **Responsibilities of Management and those charged with governance for the standalone Ind AS financial statements**

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## **Auditors' Responsibility for the Audit of the Ind AS Financial Statements**

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

As part of an audit in accordance with SAs. We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

#### Report on other Legal and Regulatory Requirements:

1. 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 Companies Act, 2013 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 & 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the 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 (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued thereunder.
  - e) On the basis of the written representations received from the directors as on 31st March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure 2".
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed pending litigations which would impact its financial position in note no. 35 of the Standalone Financial Statements.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N



PLACE: MUMBAI  
DATED: 18<sup>th</sup> June, 2021  
UDIN: 21112353AAAADZ7113

---

NIKUL JALAN  
PARTNER  
Membership No.112353

## **Annexure 1 to the Independent Auditors' Report**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

(i) In respect of its fixed assets:

- (a) The company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The fixed assets are physically verified by the management according to a phased program designed to cover all the items over a period, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program, a portion of the fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such physical verification. However, no written report is available.
- (c) The title deeds of immovable properties recorded in the books of account of the Company are held in the name of the Company.

(ii) The inventory has been physically verified by management at the year end. In our opinion, the frequency of verification is reasonable. As informed, no material discrepancies were noticed on physical verification carried out during the year.

(iii) In our opinion and according to information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 register of contracts & arrangements in which directors are interested of the act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.

(iv) As per the information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Act.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.

(vi) As per the information and explanations given to us, in respect of the class of industry in which the Company falls, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. Therefore, the provisions of clause (vi) of paragraph 3 of the Order are not applicable to the Company.

(vii) In respect of statutory dues:

- (a) The company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, Goods and Service Tax, cess and any other statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of above dues were in arrears, as at 31 March, 2021 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of applicable statutory dues as referred to above were in arrears as at 31st March, 2021 for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of income tax, goods and service tax, duty of customs, duty of excise which have not been deposited with the appropriate authorities on account of any dispute other than those mentioned in note no. 35 of the financial statements.

(viii) According to the information and explanation given to us, the company has not defaulted in repayment of dues to bank / financial institutions. The Company has not taken loan from government or has no dues to debenture holders.

- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instrument) or term loans hence reporting under clause (ix) of the CARO 2016 order is not applicable to Company
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (xi) As per the information and explanations given to us, managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the companies Act, 2013.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- (xiii) As per the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company
- (xv) The Company has not entered into any non-cash transactions with directors or persons connected with him. Therefore, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- (xvi) As per the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N



PLACE: MUMBAI  
DATED: 18<sup>th</sup> June, 2021  
UDIN: 21112353AAAADZ7113

---

NIKUL JALAN  
PARTNER  
Membership No.112353



## **Annexure 2 to the Independent Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

### **Opinion**

We have audited the internal financial controls over financial reporting of CREATIVE PERIPHERALS AND DISTRIBUTION LTD. ("the Company") as of 31st March, 2021 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, 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 ICAI. Our opinion is not modified in respect of this matter.

### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

## Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N



PLACE: MUMBAI  
DATED: 18<sup>th</sup> June, 2021  
UDIN: 21112353AAAADZ7113

---

NIKUL JALAN  
PARTNER  
Membership No.112353

Balance Sheet - Standalone as at 31 March, 2021			(Rs. in Lakhs)
Particulars	Note No.	As at 31 March 2021	As at 31 March 2020
<b>I ASSETS</b>			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	984.98	889.17
(b) Intangible Assets	3	21.60	-
(c) Financial Assets			
(i) Investments	4	49.46	155.13
(ii) Other Financial Assets			
(d) Deferred Tax Assets (Net)	5	9.45	11.56
(e) Other Non Current Assets	6	0.03	1.01
<b>Total Non - Current Assets</b>		<b>1,065.52</b>	<b>1,056.87</b>
(2) Current Assets			
(a) Inventories	7	5,958.82	5,922.15
(b) Financial Assets			
(i) Trade Receivables	8	5,409.06	3,859.31
(ii) Cash and Cash Equivalents	9	16.27	14.67
(iii) Bank Balances other than (ii) above	10	399.46	336.24
(iv) Other Financial Assets	11	3.59	2.09
(c) Other Current assets	12	5,942.85	4,112.30
<b>Total Current Assets</b>		<b>17,730.05</b>	<b>14,246.76</b>
<b>Total Assets</b>		<b>18,795.57</b>	<b>15,303.63</b>
<b>II EQUITY AND LIABILITIES</b>			
(1) Equity			
(a) Equity Share Capital	13	1,160.00	1,160.00
(b) Other Equity	14	4,112.36	3,052.40
<b>Total Equity</b>		<b>5,272.36</b>	<b>4,212.40</b>
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	342.05	606.86
(b) Provisions	16	78.86	68.79
<b>Total Non - Current Liabilities</b>		<b>420.91</b>	<b>675.66</b>
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	3,950.33	2,579.76
(ii) Trade Payables			
- total outstanding dues of micro enterprises and small enterprises			
- total outstanding dues of creditors other than micro enterprises and small enterprises	18	4,349.68	3,137.16
(iii) Other Financial Liabilities	19	2,956.16	2,506.16
(b) Other Current Liabilities	20	1,695.94	2,117.00
(c) Provisions	21	13.85	12.05
(d) Current Tax Liabilities (Net)	22	136.34	63.44
<b>Total Current Liabilities</b>		<b>13,102.30</b>	<b>10,415.57</b>
<b>Total Equity and Liabilities</b>		<b>18,795.57</b>	<b>15,303.63</b>
Significant Accounting Policies	1-44		
The accompanying notes are an integral part of these financial statements As per our attached report of even date			

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N



CA Nikul Jalan (Partner)

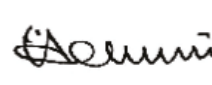
Membership No. 112353  
Mumbai, Dated: 18th June, 2021

For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



Ketan C Patel

Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani

Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde

Chief Financial Officer



Tejas Doshi

Company Secretary and  
Compliance Officer

**Statement of Profit and Loss - Standalone for the year ended 31st March, 2021** (Rs. in Lakhs)

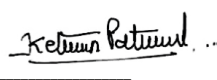
Particulars	Note no.	As at 31 March 2021	As at 31 March 2020
<b>Revenue</b>			
Revenue from Operations	23	50,930.06	45,117.37
Other Income	24	617.35	131.00
<b>Total Income</b>		<b>51,547.41</b>	<b>45,248.37</b>
<b>Expenses</b>			
(a) Purchases of Stock in Trade	25	46,788.85	43,304.22
(b) Changes in inventories of finished goods and work-in progress	26	(36.67)	(3,143.30)
(c) Employee Benefits Expenses	27	859.52	899.41
(d) Finance Costs	28	464.58	476.35
(e) Depreciation and Amortisation Expense	2	102.44	85.89
(f) Other Expenses	29	1,930.07	2,382.51
<b>Total Expenses</b>		<b>50,108.79</b>	<b>44,005.08</b>
<b>Profit/(Loss) before Tax</b>		<b>1,438.62</b>	<b>1,243.29</b>
<b>Tax Expense</b>			
(a) Current Tax	30	362.07	336.91
(b) Deferred Tax	30	1.55	1.94
<b>Total Tax Expense</b>		<b>363.62</b>	<b>338.84</b>
<b>Profit / (Loss) for the year</b>		<b>1,075.00</b>	<b>904.45</b>
<b>Other Comprehensive Income</b>			
(i) Items that will not be reclassified to profit or loss			-
(a) Remeasurements of Defined Benefit Plans		3.96	(2.24)
(b) Income Tax on above		(1.00)	0.56
(ii) Items that will be reclassified to profit or loss			-
<b>Total Other Comprehensive Income for the year</b>		<b>2.96</b>	<b>(1.68)</b>
<b>Total Comprehensive Income for the year</b>		<b>1,077.96</b>	<b>902.77</b>
<b>Earnings per Equity Share of Rs. 10 each :</b>	31		
Basic (` per share)		9.29	7.78
Diluted (` per share)		9.29	7.78
Significant Accounting Policies	1-44		
The accompanying notes are an integral part of these financial statements As per our Report of Even date			

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N

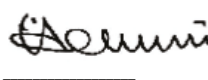


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 18th June, 2021

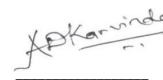
For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



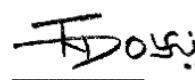
Ketan C Patel  
Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Company Secretary and  
Compliance Officer

**Cash Flow Statement - Standalone for the year ended 31 st March, 2021**

(Rs. in Lakhs)

Particulars	As at 31 March 2021	As at 31 March 2020
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit / (Loss) Before Tax</b>	<b>1,438.62</b>	<b>1,243.39</b>
<b>Adjustments for</b>		
Depreciation and Amortisation	102.44	85.89
Finance Cost	339.66	380.17
Interest Income	(22.32)	(42.00)
Provisions for expense	16.28	12.83
<b>Operating Profit Before Working Capital Changes</b>	<b>1,852.36</b>	<b>1,680.28</b>
<b>Adjustments for increase / decrease in:</b>		
Trade receivables	(1,549.75)	545.21
Other Financial Assets and other Current Assets	(1,831.07)	(833.94)
Inventories	(36.67)	(3,143.30)
Trade payable, Other Financial & Current Liabilities	1,241.11	2,943.49
Other Non Current Assest	-	-
<b>Cash generated from operations</b>	<b>(324.03)</b>	<b>(1,191.74 )</b>
Income-tax (paid) / refund (net)	(289.61)	(322.62)
<b>Net cash flow from operating activities</b>	<b>(613.64)</b>	<b>869.12</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of PPE, intangible assets and work in progress	(219.95)	(82.26)
Purchase of Investments	-	(31.22)
Income from Investments i.e. FD and ICD	22.32	42.00
Sale of Investments	105.67	-
Investment & Redemption in bank deposit (having maturity more than 3 months)	(63.22)	(91.35)
<b>Net cash flow (used in) investing activities</b>	<b>(155.18)</b>	<b>(162.83)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Long-term Borrowings	(264.81)	(138.00)
Repayment of Short-term Borrowings (net)	1,370.57	(265.79)
Finance Cost Paid	(317.34)	(380.17)
Dividend and DDT Paid	(18.01)	(21.71)
<b>Net cash flow from financing activities</b>	<b>770.41</b>	<b>(805.67)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>1.60</b>	<b>(99.38)</b>
<b>Cash and cash equivalents as at the beginning of the year</b>	<b>14.67</b>	<b>114.05</b>
<b>Cash and cash equivalents as at the end of the year</b>	<b>16.27</b>	<b>14.67</b>

**Notes:**

1. The Statement of Cash flow has been prepared under the indirect method as set out in Ind AS 7 specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

2. As per the amendment in Ind AS 7 "Statement of Cash Flow": Disclosure of changes in Liabilities arising from financing activities, including both changes arising from cash flows and non cash changes

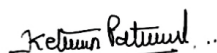
For the year ended 31st March, 2021

Particulars	As at 1st April, 2020	Cash Flows	Non Cash Changes	As at 31st March, 2021
Non Current Borrowings	606.86	(264.81)	-	342.05
Current Borrowings	2579.76	1370.57	-	3950.33

3. Figures in bracket indicate Cash Outflow.

The accompanying notes are an integral part of these financial statements As per our Report of Even date

**For Gupta Raj and Co.**  
**Chartered Accountants**  
**Firm reg No : 001687N**
**For and on Behalf of the Board of Directors**  
**of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)**

**CA Nikul Jalan (Partner)**  
**Membership No. 112353**  
**Mumbai, Dated: 18th June, 2021**

**Ketan C Patel**  
**Chairman and Managing**  
**Director**  
**DIN: 00127633**

**Vijay Advani**  
**Whole - Time Director**  
**DIN: 02009626**

**Abhijit Kanvinde**  
**Chief Financial Officer**

**Tejas Doshi**  
**Company Secretary and**  
**Compliance Officer**

**Statement of Changes in Equity - Standalone** (Rs. in Lakhs)

<b>A. Equity Share Capital</b>			
Particulars	No. of Shares	Total	
<b>As at April 1, 2019</b>	<b>5,800,000</b>	<b>580</b>	
Bonus Shares issued during the financial year 2019-20 in the ratio 1:1	5,800,000	580	
<b>As at April 1, 2020</b>	<b>11,600,000</b>	<b>1,160</b>	
Changes in Equity Share Capital during the year	-	-	
<b>As at March 31, 2021</b>	<b>11,600,000</b>	<b>1,160</b>	

**B.1 Other Equity** (Rs. in Lakhs)

Particulars	Reserves and Surplus		Total
	Share Premium	Retained Earnings	
<b>Balance as at April 1, 2020</b>	<b>590.00</b>	<b>2,462.40</b>	<b>3,052.40</b>
Profit / (Loss) for the year	-	1,075.00	1,075.00
Other Comprehensive Income/ (Loss) for the year	-	3.96	3.96
Income Tax on above		(1.00)	(1.00)
<b>Total Comprehensive Income for the year</b>	<b>590.00</b>	<b>3,540.36</b>	<b>4,130.36</b>
Dividend	-	(18.01)	(18.01)
<b>Balance as at March 31, 2021</b>	<b>590.00</b>	<b>3,522.36</b>	<b>4,112.36</b>

**B.2 Other Equity** (Rs. in Lakhs)

Particulars	Reserves and Surplus		Total
	Share Premium	Retained Earnings	
<b>Balance as at April 1, 2019</b>	<b>1,170.00</b>	<b>1,581.34</b>	<b>2,751.34</b>
Profit / (Loss) for the year	-	904.45	904.45
Other Comprehensive Income/ (Loss) for the year	-	(2.24)	(2.24)
Income Tax on above	-	0.56	0.56
<b>Total Comprehensive Income for the year</b>	<b>1,170.00</b>	<b>2,484.11</b>	<b>3,654.11</b>
Dividend	-	(18.01)	(18.01)
Dividend Distribution Tax	-	(3.70)	(3.70)
Bonus Shares issued	(580.00)	-	(580.00)
<b>Balance as at March 31, 2020</b>	<b>590.00</b>	<b>2,462.40</b>	<b>3,052.40</b>

The accompanying notes are an integral part of these financial statements  
As per our Report of Even date

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N

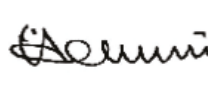


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 18th June, 2021

For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



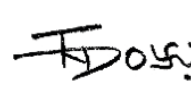
Ketan C Patel  
Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Company Secretary and  
Compliance Officer

## **Note 1**

### **CORPORATE INFORMATION**

Creative Peripherals and Distribution Limited is a Company domiciled in India and incorporated on 22nd September, 2004 under the provisions of the Companies Act, 1956 located at 3rd & 4th Floor, Plot No 137 AB, Kandivali Co-op Industrial Estate Limited, Charkop, Kandivali West, Mumbai – 400067. The Company's shares are listed on the NSE Ltd.

Creative Peripherals and Distribution Limited is a Go-to-Market and distribution specialist for Global IT, Imaging and Lifestyle brands. The Company has an omni – channel presence, with branches across India. Creative's B2B e Commerce platform caters to a wide range of sub-distributors, retailers and other customers, and serves as a one-stop-shop offering end-to-end solutions for them. The Company is also developing an e commerce platform "C kart" for B2B transaction which will be launched in current year. The company caters to the Indian as well as international markets

The Financial Statements for the year ended March 31, 2021 were approved by the Board of Directors on 18th June, 2021.

### **1) SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements and in preparing the Ind AS Balance Sheet, Statement of Profit and Loss Account, Statement of Cash Flow, Statement of changes in equity and notes forming part of financials.

#### **a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual and going concern basis except for certain financial instruments which are measured at fair values as per the provisions of the Companies Act, 2013 ('the Act')(to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment rules issued thereafter.

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

#### **b) USE OF ESTIMATES**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are as follows:

- Determination of the estimated useful lives of tangible assets and the assessment as to which component of the cost may be capitalized – refer point 1(c) of significant accounting policies
- Recognition and measurement of defined benefit obligations – refer note no. 34
- Recognition of deferred tax assets – refer note no. 5
- Provisions and Contingent Liabilities – refer note no. 35
- Revenue recognition for Price Support – refer point 1(i) of significant accounting policies



## Estimation of uncertainties relating to the global health pandemic from COVID-19

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organisation with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID-19. Due to this the operations of the company got temporarily disrupted. In light of these circumstances, the Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financials assets, inventory, receivables, advances, property plant and equipment, Intangibles etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information such as our current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates the Company expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

### c) **PROPERTY, PLANT AND EQUIPMENT**

Property, Plant and Equipment are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost includes acquisition cost and any capital expenditure directly attributable to the cost of acquisition. All other repair and maintenance costs that do not enhance the life or benefit of the property, plant and equipment are recognised in profit or loss as incurred.

Gains or losses arising on retirement or disposal of property, plant and equipment are recognised in the Statement of Profit and Loss.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

#### **DEPRECIATION METHODS, ESTIMATED USEFUL LIFE AND RESIDUAL VALUE:**

Depreciation is provided on the Written Down method on the estimated useful life as prescribed under Schedule II to the Companies Act, 2013 to allocate the cost of assets, net of their residual values, over their estimated useful lives. Depreciation is calculated on a pro-rata basis from the date of acquisition/installation till the date the assets are sold or disposed of:

<b>Asset category</b>	<b>Estimated useful life</b>
Buildings	60 years
Office equipment	5 years
Vehicle	8 years
Furniture & Fixture	10 years
Electrical Installation and Equipments	10 years
Computers and Other end devices	3 years

The residual values are not more than 5% of the original cost of the asset. The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in financial statements.

### d) **INVESTMENT IN SUBSIDIARIES**

Investments in subsidiaries and joint venture are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down

immediately to its recoverable amount. Any disposal of investments in subsidiaries or joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

**e) INVENTORIES**

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on First in First out (FIFO) basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

**f) CASH AND CASH EQUIVALENTS**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**g) FINANCIAL INSTRUMENTS**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

**FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (FVTOCI)**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income

**FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (FVTPL)**

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

**FINANCIAL LIABILITIES**

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and other current liabilities.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

**OFF SETTING OF FINANCIAL INSTRUMENTS**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## h) **FAIR VALUE MEASUREMENT**

- i. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions regardless of whether that price is directly observable or estimated using another valuation technique. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
  - In the principal market for the asset or liability or
  - In the absence of a principal market, in the most advantageous market for the asset or liability.
- ii. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
- iii. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.
- iv. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
  - Level 1- This hierarchy uses quoted (unadjusted) market prices in active markets for identical assets or liabilities.
  - Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on company specific estimates.
  - Level 3 - If the lowest level input that is significant to the fair value measurement is not based on observable market data.
- v. This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

## i) **PROVISIONS AND CONTINGENT LIABILITIES**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### **Post-Sales Support**

The company is mainly in to B-2-B distribution of branded products and works on pure Agent and Principal relationship, hence no provision are required since the obligation for post sales service is not on the company and the same is provided by the brand itself.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

## j) **REVENUE RECOGNITION**

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is no continuing managerial involvement with the goods and the amount of revenue can be measured reliably. The Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding

the amount of the consideration that will be derived from the sale of goods. Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as GST etc. Export Sales are booked at the rate on the date of transaction and the resultant Gain/ Loss on realization or on translation is accounted as "Foreign Exchange Rate Fluctuation" and is dealt with in the statement of Profit and Loss Account.

Income from services rendered is recognised based on agreements/ arrangements with the customers at the reporting date and the amount of revenue can be measured reliably.

Dividend income on Investments is recognised when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of dividend can be measured reliably.

Interest income is recognized using the effective interest rate (EIR) method when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably.

#### **k) EXPENDITURE**

Expenses are accounted on accrual basis.

#### **l) EMPLOYEE BENEFITS**

##### **i) SHORT TERM EMPLOYEE BENEFITS**

Short-term employee benefits are employee benefits (other than termination benefits) that are expected to be settled wholly before twelve months such as salaries, bonuses, performance incentives, etc., after the end of the annual reporting period in which the employees render the related service. The Company recognises above short term employee benefits directly to Statement of Profit and Loss as an expense in the year in which services are rendered.

##### **ii) DEFINED CONTRIBUTION PLANS**

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

##### **iii) DEFINED BENEFIT PLANS**

The Company also provides for retirement/post-retirement benefits in the form of gratuity, pensions (in respect of certain employees) For defined benefit plans, the amount recognised as 'Employee benefit expenses' in the Statement of Profit and Loss is the cost of accruing employee benefits promised to employees over the year and the costs of individual events such as past/future service benefit changes and settlements (such events are recognised immediately in the Statement of Profit and Loss). Any differences between the interest income/ loss on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised immediately in 'Other comprehensive income' and subsequently not reclassified to the Statement of Profit and Loss.

#### **m) IMPAIRMENT OF NON FINANCIAL ASSETS**

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset may be impaired. If any indication of impairment exists, an estimate of the recoverable amount of the individual asset/cash generating unit is made. Asset/cash generating unit whose carrying value exceeds their recoverable amount are written down to the recoverable amount by recognising the impairment loss as an expense in the Statement of Profit and Loss. The impairment loss is allocated to reduce the carrying amount of assets of the unit, pro rata based on the carrying amount of each asset in the unit. Recoverable amount is higher of an asset's or cash generating unit's fair value less cost of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash

generating unit and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased, basis the assessment a reversal of an impairment loss for an asset is recognised in the Statement of Profit and Loss account.

**n) TAXES ON INCOME**

Income tax expense comprises current and deferred tax and is recognized in the Statement of Profit and Loss except to the extent that it relates to a business combination or to an item which is recognized directly in equity or in other comprehensive income.

**CURRENT TAX**

Current tax is the expected tax payable/receivable on the taxable income/ loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

**DEFERRED TAX**

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

**o) LEASES**

The Ministry of Corporate Affairs (MCA) notified Ind AS 116, the new leases Ind As as on 30th March 2019 with the effective date of its application from 1st April 2019. Ind AS -116 replaces the current guidance in Ind AS-17, 'Leases'. Ind AS 116 defines a lease as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. The Company has not applied Ind As 116 as notified by MCA since the effect of adoption is insignificant.

**p) FOREIGN CURRENCY TRANSACTION**

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency'). Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the transactions. At the year end, all the monetary assets and liabilities denominated in foreign currency are restated at the closing exchange rates. Exchange differences resulting from the settlement of such transactions and from the translation of such monetary assets and liabilities at the year end are recognised in the Statement of Profit and Loss.

**q) EARNINGS PER SHARE**

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the year presented.

## Note 2

(Rs. In Lakhs)

### Property, Plant and Equipment consist of the following as on Mar 31, 2021

Particulars	Building	Computer and Data Processing Units	Electrical Installation and Equipments	Furniture and Fittings	Motor Vehicles	Office Equipment	Plan and Machinery	Total
<b>Gross Carrying Value:</b>								
Cost at April 1, 2020	849.02	123.09	9.31	45.92	54.48	117.61	-	1199.43
Additions made in Year 2020-21 as at March 31, 2021	39.09	20.38	17.69	56.48	-	8.55	51.75	193.94
Disposals made in Year 2020-21 as at March 31, 2021	-	-	-	-	-	-	-	-
<b>Cost as at Dec 31, 2020</b>	<b>888.11</b>	<b>143.47</b>	<b>26.99</b>	<b>102.41</b>	<b>54.48</b>	<b>126.17</b>	<b>51.75</b>	<b>1393.36</b>
<b>Accumulated Depreciation and Amortisation:</b>								
Accumulated Depreciation as at April 1, 2020	69.01	103.92	7.89	27.43	28.99	73.02	-	310.26
Depreciation for Year 2020-21 as on March 31, 2021	38.44	13.99	0.91	5.59	7.75	20.09	11.35	102.44
Disposals for Year 2020-21 as at March 31, 2021	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as at Mar 31, 2021</b>	<b>107.45</b>	<b>117.91</b>	<b>8.80</b>	<b>33.02</b>	<b>36.74</b>	<b>93.11</b>	<b>11.35</b>	<b>408.38</b>
<b>Net Carrying amount as at March 31, 2021</b>	<b>780.65</b>	<b>25.56</b>	<b>18.19</b>	<b>69.38</b>	<b>17.74</b>	<b>33.06</b>	<b>40.40</b>	<b>984.98</b>

### Property, Plant and Equipment consist of the following as on March 31, 2020

Particulars	Building	Computer and Data Processing Units	Electrical Installation and Equipments	Furniture and Fittings	Motor Vehicles	Office Equipment	Plan and Machinery	Total
<b>Gross Carrying Value:</b>								
Cost at April 1, 2019	843.48	104.26	9.31	45.78	27.38	86.95	-	1117.17
Net Block at April 1, 2019	814.30	11.54	1.76	24.39	2.92	37.80	-	892.71
Additions made in Year 2019-20 as at March 31, 2020	5.54	18.83	-	0.14	27.10	30.66	-	82.26
Disposals made in Year 2019-20 as at March 31, 2020	-	-	-	-	-	-	-	-
<b>Cost as at March 31, 2020</b>	<b>849.02</b>	<b>123.09</b>	<b>9.31</b>	<b>45.92</b>	<b>54.48</b>	<b>117.61</b>	<b>-</b>	<b>1199.43</b>
<b>Accumulated Depreciation and Amortisation:</b>								
Accumulated Depreciation as at April 1, 2019	29.18	92.64	7.54	21.40	24.45	49.15	-	224.37
Depreciation for Year ended Mar-2020	39.83	11.28	0.35	6.04	4.54	23.86	-	85.89
Disposals for Year 2019-20 as at March 31, 2020	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as at March 31, 2020</b>	<b>69.01</b>	<b>103.92</b>	<b>7.89</b>	<b>27.43</b>	<b>28.99</b>	<b>73.02</b>	<b>-</b>	<b>310.26</b>
<b>Net Carrying amount as at March 31, 2020</b>	<b>780.01</b>	<b>19.17</b>	<b>1.42</b>	<b>18.49</b>	<b>25.48</b>	<b>44.60</b>	<b>-</b>	<b>889.17</b>

Note: (i) The Company has measured all its Property, Plant and Equipment at the Previous GAAP Cost as its deemed cost on the date of transition to Ind AS.

### Note 3: Non Current: Intangible Assets (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Computer Software	25.92	-
<b>Less:</b> Amortization	(4.32)	-
<b>Total</b>	<b>21.60</b>	<b>-</b>

Note: Computer Software includes development charges of an e commerce website "C - Kart". The management has determined the useful life of 6 years for computer software and shall be amortised accordingly.

### Note 4: Non Current: Financial Assets (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>(a) Investments</b>		
<b>Investments measured at Cost:</b>		
<b>In Equity Instruments of Subsidiary</b>		
- Creative Peripherals and Dist. Ltd. (Hongkong) 546000 shares of HKD 1 face value	48.81	48.81
- Secure Connection Ltd. (Hongkong) 7000 shares of HKD 1 face value	0.65	0.65
	<b>49.46</b>	<b>49.46</b>
<b>(b) Investments measured at Amortised cost</b>		
Inter Corporate Deposits	-	105.67
<b>Total</b>	<b>49.46</b>	<b>155.13</b>
<b>Quoted / Unquoted summary of above:</b>		
Quoted Investments	-	-
Unquoted Investments	49.46	155.13
Less:		
Impairment in value of Investments	-	-
<b>Total</b>	<b>49.46</b>	<b>155.13</b>

Note: Intercompany Deposits held with above Companies yield fixed interest rates.

### Note 5: Deferred Tax (Net) (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Deferred Tax Liability on:</b>		
Property Plant & Equipment and Intangible Assets	(13.88)	(9.35)
<b>Deferred Tax Assets on:</b>		
Employee Benefits	23.33	20.90
<b>Total</b>	<b>9.45</b>	<b>11.56</b>

Note: In accordance with the Ind AS 12, the Deferred tax expense of Rs. 1.55 Lakhs for the year (Rs. 1.94 lakhs for 31st March, 2020) has been recognised in the Statement of Profit & Loss.

### Note 6: Other Non-Current Assets (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
Processing Fees to be written Off	0.03	1.01
<b>Total</b>	<b>0.03</b>	<b>1.01</b>



<b>Note 7: Inventories</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
Finished Goods	5,958.82	5922.15
(As taken, valued and certified by Management)		
<b>Total</b>	<b>5,958.82</b>	<b>5922.15</b>
<b>Note:</b> (i) Inventories are carried at lower of Cost or Net Realisable Value. (ii) For security / hypothecation details, refer to note no. 17		

<b>Note 8: Current: Financial Assets</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Trade Receivables</b>		
Unsecured, Considered Good	5,409.06	3859.31
Less : Provision for Doubtful Debts	-	-
<b>Total</b>	<b>5,409.06</b>	<b>3859.31</b>
<b>Note:</b> For security / hypothecation details, refer to note no. 17		

<b>Note 9: Current: Financial Assets</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Cash and Cash Equivalents</b>		
Cash in Hand	12.23	12.31
Balances With Banks:		
- In Current Accounts	4.04	2.37
<b>Total</b>	<b>16.27</b>	<b>14.67</b>

<b>Note 10: Current: Financial Assets</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Bank Balances other than Cash and Cash Equivalents</b>		
Earmarked balances in unclaimed Dividend Account	2.41	1.68
Margin Money with Bank	397.05	334.56
<b>Total</b>	<b>399.46</b>	<b>336.24</b>
<b>Note:</b> Margin Money with Bank are held by Banks against Bank Guarantee and Letter of credits.		

<b>Note 11: Current: Financial Assets</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Other Financial Assets : Current</b>		
Accrued Interest	3.59	2.09
<b>Total</b>	<b>3.59</b>	<b>2.09</b>

<b>Note 12: Other Current assets</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Unsecured Considered Good</b>		
Advances to Suppliers towards Goods/ Services	1,593.77	1337.95
Loans and advances to Employees	22.64	15.02
Security Deposits	202.05	193.20
Prepaid Expenses	30.04	36.09
Duties & Taxes Receivables	3,968.38	2449.55

Loans and advances to Others	125.97	80.49
Considered Doubtful	-	-
	<b>5,942.85</b>	<b>4,112.30</b>
Less : Provision for Doubtful Advance	-	-
<b>Total</b>	<b>5,942.85</b>	<b>4,112.30</b>

**Note:**

- (i) Loans and Advances to Employees included above are Interest free in nature which meets the definition of Financial Assets and are dealt accordingly in accordance with Ind As 109.
- (ii) Loans and Advances to Others represents Advance paid against Clearing charges.
- (iii) The company has received a favourable order from the Tribunal (CESTAT) dated 17th July 2020, holding that the cameras imported are Digital Still Image Video Camera and entitled to a NIL duty rate. Basis this order, the company has applied for a refund of the excess duties paid under protest in the past amounting Rs. 4,62,08,851/- (Rupees Four Crore Sixty Two Lacs Eight Thousand Eight Hundred and Fifty One only).

**Note 13 : Share capital** (Rs. In Lakhs)

<b>a. Details of authorised, issued and subscribed share capital</b>				
Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	Rs. in lakhs	Rs. in lakhs	Rs. in lakhs
<b>Authorised Capital</b>				
1,40,00,000 Equity shares of Rs 10 each (31st March 2020: 1,40,00,000 Equity shares of Rs 10 each)	1,40,00,000	1,400.00	1,40,00,000	1,400.00
<b>Issued, Subscribed and Paid up</b>				
1,16,00,000 Equity shares of Rs 10 each (31st March 2019: 1,16,00,000 Equity shares of Rs 10 each)	1,16,00,000	1,160.00	1,16,00,000	1,160.00
		<b>1,160.00</b>		<b>1,160.00</b>
<b>b. Reconciliation of number of shares at the beginning and at the end of the year</b>				
Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	Rs. in lakhs	No. of shares	Rs. in lakhs
Shares outstanding at the beginning of the year	1,16,00,000	1,160.00	58,00,000	580.00
Add: Bonus Shares issued during the year	-	-	58,00,000	580.00
Shares outstanding at the end of the year	1,16,00,000	1,160.00	1,16,00,000	1,160.00
<b>c. Particulars of shareholders holding more than 5% of shares held</b>				
Name of Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of shares	% of share holding	No. of shares	Percentage
Ketan Chhaganlal Patel	79,39,520	68.44%	79,39,520	68.44%
Pantomach Stock Brokers	1,31,387	1.13%	5,93,044	5.11%
<b>Total</b>	<b>80,70,907</b>	<b>69.58%</b>	<b>85,32,564</b>	<b>73.56%</b>

**d. Rights, preferences and restrictions :**

- i. The company has only one class of shares referred to as equity shares having a par value of Rs 10/- each. Each holder of equity shares is entitled to one vote per share.
- ii. The Company declares and pays dividend in Indian rupees. Final dividend, if any, proposed by the Board of Directors is recorded as a liability on the date of the approval of the shareholders in the ensuing Annual General Meeting; in case of interim dividend, it is recorded as a liability on the date of declaration by the Board of Directors of the Company.
- iii. In the event of liquidation, the equity shareholders are eligible to receive the residual assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.

**Note 14: Other Equity**

(Rs. In Lakhs)

	Particulars	As at March 31, 2021	As at Mar 31, 2020
1	<b>Reserves and Surplus</b>		
	a. Share Premium		
	Opening Balance	590.00	590.00
	Less: Share Premium against Issue of Bonus Shares	-	-
	<b>Total</b>	<b>590.00</b>	<b>590.00</b>
	b. Retained Earnings		
	Balance as at the beginning of the year	2,462.40	1,581.34
	Add/(Less) : Profit / (Loss) for the year	1,075.00	904.45
	Add/(Less) : Remeasurement gain / (loss) on defined benefit plan	2.96	(1.68)
	Less: Dividend Paid	(18.01)	(18.01)
	Less: Divident Distribution Tax Paid	-	(3.70)
	Add: Prior Period Adjustment		
	<b>Total</b>	<b>3,522.36</b>	<b>2,462.40</b>
	<b>Total</b>	<b>4,112.36</b>	<b>3,052.40</b>

The description of the nature and purpose of each reserve within equity is as follows :

**a. Share Premium**

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of section 52 of the Companies Act, 2013.

**b. Retained Earnings**

Retained earnings are the profits that the Company has earned till date. It is a free reserve which can be used for meeting the future contingencies, creating woking capital for business operations, strengthening the financial position of the Company etc.

**Note 15: Non Current: Financial Liabilities**

(Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Borrowings :</b>		
<b>Secured</b>		
Borrowings	-	8.95
Term Loan	342.05	597.91
<b>Total</b>	<b>342.05</b>	<b>606.86</b>

Note: (a) Term Loan from Axis Bank of Rs. 138 Lakhs (31st March, 2020 : Rs.Nil ) is secured through first ranking hypothecation / charge / pledge / mortgage on borrower's Parsa East and Kente Basin blocks immovable and movable properties.

(b) The above loans carry interest rate in the range of 8.75% to 11% p.a

**Note 16: Non Current: Provision**

(Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
Provision for Employee benefit	78.86	68.79
<b>Total</b>	<b>78.86</b>	<b>68.79</b>

**Note 17: Current: Financial Liabilities**

(Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Borrowings :</b>		
<b>Secured</b>		
<b>Loans repayable on demand from Others</b>		

- Cash Credit from Bank	3,091.98	1443.60
- Buyer's Credit from Bank	715.87	172.52
- Term Loan	0.06	803.24
<b>Unsecured</b>		
Unsecured Loans from Directors/ Related Parties	142.42	160.40
<b>Total</b>	<b>3,950.33</b>	<b>2,579.76</b>
<b>Note:</b>		
(i) Cash Credit from Banks is secured against hypothecation of Stocks and Book debts & Immovable Property.		
(ii) Cash credit is payable on demand, carries interest rate of 8.75% to 11%		
(iii) Cash credit and Buyer's credit is guaranteed by Director, Chairperson and Wholetime director		
(iv) Unsecured Loan from Directors and relative of directors carries interest at the rate of 12%.		

<b>Note 18 : Current: Financial Liabilities</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Trade Payables</b>		
Total outstanding due to Micro and Small enterprises		
Total outstanding due to others	4,349.68	3,137.16
<b>Total</b>	<b>4,349.68</b>	<b>3,137.16</b>
<b>Note:</b>		
In view of Management there are no MSME parties and we have relied on the view of the mangement as the required details or information is not available with us to confirm the above payables. Thus the disclosures in connection to MSME parties has not been given.		

<b>Note 19 : Current: Financial Liabilities</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Other Financial Liabilities :</b>		
Creditors for Expenses	428.10	114.86
Other Payables	2,528.06	2,391.31
<b>Total</b>	<b>2,956.16</b>	<b>2,506.16</b>

<b>Note 20 : Other Current Liabilities</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
Statutory dues payable	27.16	36.28
Advances from customers	1,668.78	2,080.72
<b>Total</b>	<b>1,695.94</b>	<b>2,117.00</b>

<b>Note 21: Provisions</b>		(Rs. In Lakhs)
Particulars	As at March 31, 2021	As at Mar 31, 2020
Provision for Employee benefit	13.85	12.05
<b>Total</b>	<b>13.85</b>	<b>12.05</b>

<b>Note 22: Current Tax Liabilities (Net)</b>		(Rs. In Lakhs)
Particularsa	As at March 31, 2021	As at Mar 31, 2020
Provision for Tax	136.34	63.44
<b>Total</b>	<b>136.34</b>	<b>63.44</b>

<b>Note 23: Revenue from Operations</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Sale of Products		
Traded Goods	50,930.06	45,117.37
<b>Total</b>	<b>50,930.06</b>	<b>45,117.37</b>

<b>Note 24: Other Income</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Dividend Income**	-	-
Interest Income	22.32	42.00
Insurance Claim	0.74	0.63
Exchange Gain (Net)	28.78	60.06
Duty Scrip Credit [MEIS]	565.15	27.84
Bad Debts Recovery	0.36	0.47
<b>Total</b>	<b>617.35</b>	<b>131.00</b>

<b>Note 25: Purchases of Stock in Trade</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Purchases	46,788.85	43,304.22
<b>Total</b>	<b>46,788.85</b>	<b>43,304.22</b>

<b>Note 26 Changes in inventories of finished goods and work-in-progress</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Inventories at the beginning of the year		
- Stock in Trade	5,922.15	2,778.84
Inventories at the end of the year		
- Stock in Trade	5,958.82	5,922.15
<b>Total</b>	<b>(36.67)</b>	<b>(3,143.30)</b>

<b>Note 27 : Employee Benefits Expenses</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Salaries,Wages and Bonus etc	787.20	815.34
Contribution to provident and other funds	36.87	31.73
Gratuity Expense	16.28	13.96
Staff Welfare Expenses	19.17	38.38
<b>Total</b>	<b>859.52</b>	<b>899.41</b>

<b>Note 28 : Finance Costs</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
<b>Interest Expense</b>		
On Borrowings	330.74	372.47
On Duties and Taxes	-	-
On Others	8.92	7.70
<b>Other Borrowing Costs</b>		

Bank Charges	69.65	57.01
Processing Fees (Amortised over tenure of Loan)	1.22	6.04
Processing Charges	29.89	14.28
Buyers Credit, Bank Guarantee Charges And Finance Charge	24.16	18.85
<b>Total</b>	<b>464.58</b>	<b>476.35</b>

<b>Note 29 : Other Expenses</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
<b>Administrative and General Expenses</b>		
Annual Maintenance Charges	4.47	3.83
Auditors Remuneration	5.00	5.00
Books & Periodicals	0.00	0.08
Courier Charges	0.93	0.95
Clearing Charges-Export	271.74	91.82
Demat Charges (Company)	3.95	0.51
Directors Remuneration	73.18	101.48
Donations	22.27	1.25
Electricity Expenses	8.64	12.73
Insurance Expenses	32.91	23.07
Internet Charges	2.30	1.81
Keyman Insurance	-	1.18
Labour Charges	3.45	1.36
Legal & Professional Charges	220.91	141.58
Office Expenses	25.14	29.54
Postage & Telegram Expenses	0.03	0.63
Printing Stationery	3.67	4.75
Rent Rates & Taxes	230.51	186.74
Repairs Maintenance Expenses	6.71	8.54
Royalty	-	137.75
Sales Tax / GST Expenses/ Income tax	27.98	37.84
Service Expenses	249.21	239.59
Subscriptions & Membership	7.09	8.67
Telephone Expenses	10.31	11.16
Travelling Expenses (Domestic & Foreign)	62.06	163.91
Lodging and Boarding (Hotel, Meal and Entertainment)	10.00	56.10
Warehouse Handling Charges	3.19	-
Advertising Promotional Expenses	286.45	742.07
Commission Paid	337.72	351.70
CSR Expenditure	17.00	13.50
Director Sitting Fee	3.26	3.36
<b>Total</b>	<b>1,930.07</b>	<b>2,382.51</b>

### Note 30 : Income Tax Expense (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Income Tax expense recognised in Statement of Profit and Loss</b>		
<b>i. Current Tax</b>		
- in respect of current year	362.07	336.91
<b>ii. Deferred Tax</b>		
Deferred tax Asset on:		
- Provision of Gratuity	23.33	20.34
<b>Deferred tax Liability on:</b>		
- Property, Plant and Equipment	13.88	9.35
Net Deferred Tax Asset / (Liability) reflecting in Balance Sheet	9.45	11.00
<b>Less: Opening Deferred Tax Asset</b>	<b>11.00</b>	<b>12.94</b>
Deferred Tax Expense to be recognised in Statement of Profit and Loss Account	<b>(1.55)</b>	<b>(1.94)</b>

### Note No. 31 - Earnings per share (EPS) (Rs. In Lakhs)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting profit impact of dilutive potential equity shares, if any) by the aggregate of weighted average number of Equity shares outstanding during the year and the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

Particulars	March 31, 2021	March 31, 2020
<b>i. Profit attributable to equity holders (Rs in lakhs)</b>		
Profit attributable to equity holders of the parent for basic and diluted EPS	1,077.96	902.76
	<b>1,077.96</b>	<b>902.76</b>
<b>ii. Weighted average number of ordinary shares</b>		
Issued ordinary shares	1,16,00,000	1,16,00,000
Add/(Less): Effect of shares issued/ (bought back)	-	-
<b>Weighted average number of shares at March 31 for basic and diluted EPS</b>	<b>1,16,00,000</b>	<b>1,16,00,000</b>
<b>iii. Basic and diluted earnings per share (Rs)</b>	<b>9.29</b>	<b>7.78</b>

### Note 32 - Financial Risk Management

The company's business activities are exposed to financial risks, namely credit risk, liquidity risk. The Company's Senior Management has the overall responsibility for establishing and governing the Company's risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities.

The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The audit committee oversees how management monitors compliance with the company's risk management. Policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company.

The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported the audit committee



### i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes, if require an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

### ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents

## Note 33 Capital Management

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances

(Rs. in Lakhs)

Particular	As at 31st March 2021	As at 31st March 2020
Non- Current borrowing	342.05	606.86
Current borrowings	3,950.33	2,579.76
Current maturity of long term debt	-	-
<b>Gross debt</b>	<b>4,292.38</b>	<b>3,186.62</b>
Less : Cash and cash equivalents	16.27	14.67
Less : Other bank balances	399.46	336.24
<b>Adjusted net debt</b>	<b>3,876.65</b>	<b>2,835.71</b>
Total Equity	5,272.36	4,212.40
<b>Adjusted Net debt to Equity ratio</b>	<b>0.74</b>	<b>0.67</b>

## Note No. 34 - Disclosure pursuant to Ind AS 19 on "Employee benefits"

The Company has made provision in the Accounts for Gratuity based on Actuarial valuation. The particulars under the Ind AS 19 "Employee Benefits" furnished below are those which are relevant and available to the Company for this year

<b>a. Defined Contribution Plans</b>	The Company's contribution to Provident Fund and other Fund aggregating to Rs. 36.87 Lakhs (Previous Year Rs. 31.73 Lakhs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense. (Refer Note 27)	
<b>b. Defined Benefit Plans</b>	Scale of Benefits are as below:	
a)	Salary for calculation of gratuity	Last drawn qualifying salary.
b)	Vesting Period	5 years of service.
c)	Benefit on normal retirement	As per the provisions of payment of gratuity Act 1972 as amended.

d)	Benefit on early retirement / withdrawal / resignation	Same as normal retirement benefit based on service upto the date of exit.	
e)	Benefit on death in service	Same as normal retirement benefit based on service upto the date of death & no vesting conditions apply.	
f)	Limit	Rs 20,00,000/-	
c.	<b>Risk to the Plan</b>		
i.	<b>Acturial Risk</b>		
	The plan is subject to acturial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefitsto employee in future.		
ii.	<b>Liquidity Risk</b>		
	Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some os such employees resign/ retire from the company there can be strain on the cash flows.		
iii.	<b>Market Risk</b>		
	Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields of the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.		
iv.	<b>Legislative Risk</b>		
	Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratutity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.		
		(Rs. in Lakhs)	
	<b>Particulars</b>	<b>As at March 31,2021</b>	<b>As at March 31, 2020</b>
i.	<b>Changes in Present Value of Obligations:</b>		
	Present Value of Obligation at the beginning	80.84	67.00
	Current Service Cost	10.69	8.83
	Past Service Cost	-	-
	Interest Cost	5.59	5.13
	Actuarial (Gain) / Loss	(3.96)	2.24
	Benefits paid	(0.44)	(2.36)
	Present Value of Obligation as at the end	92.71	80.84
ii.	<b>Amount recognised in the Statement of Profit and Loss:</b>		
	Current Service Cost	10.69	8.83
	Past Service Cost	-	-
	Interest Cost	5.59	5.13
	<b>Net amount recognised</b>	<b>16.28</b>	<b>13.96</b>
iii.	<b>Amount recognised in Other Comprehensive Income</b>		
	Components of Actuarial (Gain) / Loss :	(3.96)	2.24
	<b>Net amount recognised</b>	<b>(3.96)</b>	<b>2.24</b>
iv.	<b>Sensitivity Analysis for significant assumptions *</b>		
	Increase/(Decrease) on present value of defined benefit obligations at the end of the year		
	0.5 % increase in discount rate	(2.14)	(1.86)

	0.5 % decrease in discount rate	2.23	1.95
	0.5% increase in salary escalation rate	2.22	1.93
	0.5% decrease in salary escalation rate	(2.15)	(1.87)
<b>v.</b>	<b>Amount recognised in Balance Sheet</b>		
	Gross value of Present Obligation at the end	92.71	80.84
<b>vi.</b>	<b>Assumptions</b>		
	Mortality Table - Indian Assured Life Mortality 2006-08		
	Discount Rate	6.91%	6.91%
	Rate of increase in compensation levels	7%	7%
	Attrition Rate at ages:		
	upto 30 years	30.00	23.00
	from 31 to 44 years	21.00	17.00
	above 44 years	14.00	13.00
<b>vii.</b>	<b>The estimate of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, including supply and demand in the employment market.</b>		
<b>viii.</b>	<b>Expected rate of return on Plan Assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.</b>		
<b>ix.</b>	<b>The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.</b>		
<b>x.</b>	<b>The company has not invested or maintained any plan assets against the above defined obligation. The company is of the view to manage the defined liability from it's own liquidity.</b>		
<b>*</b>	<b>The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.</b>		

## Note 35 : Contingencies and Commitments

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Interest payable u/s 220(2) for FY 2008-09 dated 11-12-2018 as per Traces	-	0.04
Penalty levied under section 271(1)(c) by ITBA dated 22-11-2018 wide demand identification no 2018200940401569072C	3.92	3.92
Outstanding tax demand with respect to income tax AY 2008-09 alongwith Interest as reflected on income tax portal	10.79	5.26
Outstanding Interest demand with respect to income tax AY 2009-10 alongwith Interest as reflected on income tax portal	0.69	0.00
Outstanding Penalty demand raised u/s 271(1)(c) with respect to income tax AY 2009-10 alongwith Interest as reflected on income tax portal	3.96	0.00
Outstanding Interest demand with respect to income tax AY 2018-19	3.59	3.59
Bank Guarantee	866.74	960.88
Service Tax Payable on reverse charge mechanism	4.38	4.38
Custom Duty (Showcause Notice)	230.34	230.34
Custom Duty (Showcause Notice for Penalty)	481.38	481.38

Outstanding tax demand with respect to VAT/ CST FY 2013-17 (Hyderabad)	8.09	8.09
<p>The Company has received a demand of Customs Duty via Show Cause Notice dated 13th March, 2018 amounting to Rs.1,86,19,246/- (without interest and penalty) from the Office of the Principal Commissioner of Customs, Mumbai, alleging that the import of Cameras was classified under wrong CTH (Customs Tariff Head) and Company has wrongly availed the duty exemption. The Company is not accepting the demand raised by the customs department and is contesting it. The company as well as its legal advisor are of the view that the classification adopted and exemption claimed were correct and in order. However it is believed that this position will likely be upheld in the appellate process. Hence, in view of the contingent nature of demand, the Company has classified the same under contingent liability.</p> <p>The Company has received Order-in-Original C.A.O. No. CC-VA/24/2018-19 Adj. (I) ACC dated 28.02.2019 confirming the demand of Customs Duty amounting to Rs. 2,30,33,813/-. The Order also imposes penalty Rs. 4,61,38,438/- and penalty of 20,00,000/-. The Order states that Cameras imported by the Company was classified under wrong CTH (Customs Tariff Head) and Company has wrongly availed the duty exemption. The Company is not accepting the demand confirmed by the customs department and is contesting it. The Company has already filed an appeal against the same before the Customs, Excise, &amp; Service Tax Appellate Tribunal, Mumbai. The Company as well as its legal advisor are of the view that the classification adopted and exemption claimed by the Company were correct and in order. It is believed that this position will likely be upheld in the appellate process. Hence, in view of the contingent nature of demand, the Company has classified the same under contingent liability.</p> <p>The above dispute is still to be decided and hence the position on the even date for the above matter remains same.</p>		

### Note 36: Related party Information

Disclosure of transactions with Related Parties, as required by Ind AS 24 "Related Party Disclosures" has been set out below. Related parties as defined under clause 9 of the Ind AS 24 have been identified on the basis of representations made by the management and information available with the Company

<b>A. Names of the Related parties</b> Companies exercising significant influence: Bittech Services Click Retail Private Limited Secure Connection Private Limited Shilpa Global Pvt.Ltd. Compunics Technologies Llc Rinavaa Technologies Pvt. Ltd.			
<b>Subsidiary</b> Creative Peripherals and Distribution Ltd (Hong Kong) Secure Connection Pvt Ltd. (Hong Kong)			
<b>Key management personnel and their relatives</b> Ketan Chhaganlal Patel Vijay Advani Purvi Ketan Patel Kurian Chandy Suresh Bhagavatula Mihir Shah Abhijit Kanvinde Tejas Doshi			
<b>Other Related parties</b> Ketan Patel HUF Nidhi Patel			
			(Rs. in Lakhs)
Particulars	Nature of Transaction	As at 31st March 2021	As at 31st March 2020
Ketan Chhaganlal Patel	Director's Remuneration (including Bonus)	33.66	57.32

Vijay Advani	Director's Remuneration (including Bonus)	30.46	40.66
Purvi Ketan Patel	Director's Remuneration (including Bonus)	14.27	31.21
Abhijit Kanvinde	KMP's Remuneration (including Bonus)	18.88	26.56
Tejas Doshi	KMP's Remuneration (including Bonus)	8.63	10.89
Ketan Chhaganlal Patel	Other Employee Benefits to Director's	1.01	1.01
Vijay Advani	Other Employee Benefits to Director's	0.77	0.77
Purvi Ketan Patel	Other Employee Benefits to Director's	0.57	0.57
Abhijit Kanvinde	Other Employee Benefits to KMP's	1.34	0.62
Tejas Doshi	Other Employee Benefits to KMP's	1.10	0.38
Nidhi Patel	Salary	8.36	10.44
Ketan Chhaganlal Patel	Interest Paid	22.19	9.97
Vijay Advani	Interest Paid	1.17	1.44
Ketan Patel HUF	Interest Paid	-	-
Nidhi Patel	Interest Paid	-	-
Ketan Chhaganlal Patel	Loan Received	413.50	530.25
Nidhi Patel	Loan Received	-	-
Ketan Chhaganlal Patel	Repayment of loan	461.58	700.94
Vijay Advani	Repayment of loan	-	-
Purvi Ketan Patel	Repayment of loan	-	-
Click Retail Private Limited	Reimbursement of Expenses	-	-
Bittech Services	Purchases	43.91	32.15
Secure Connection Private Limited	Purchases	205.22	176.78
Creative Peripherals & Distribution Ltd (Hong Kong)	Purchases	-	63.71
Secure Connection Limited (Hong Kong)	Purchases	1,193.67	213.70
Compunics Technologies Llc	Purchases	591.50	-
Rinavaa Technologies Pvt. Ltd.	Purchases	2.04	-
Bittech Services	Sales	0.31	15.14
Secure Connection Private Limited	Sales	170.79	31.33
Compunics Technologies Llc	Sales	112.96	99.68
Creative Peripherals & Distribution Ltd (Hong Kong)	Sales	-	658.48
Secure Connection Limited (Hong Kong)	Sales	2.24	31.12
Click Retail Private Limited	Sales	-	52.42
Secure Connection Limited (Hong Kong)	Advance taken in the course of business	-	584.48
Bittech Services	Advance given in the course of business	0.25	-

Secure Connection Private Limited	Advance given in the course of business	-	71.22
			(Rs. in Lakhs)
<b>Balance at the end of the year</b>		<b>31.03.2021</b>	<b>31.03.2020</b>
<b>Entities over which Key Managerial Persons have significant influence / control:</b>			
Bittech Services		(3.88)	4.13
Secure Connection Private Limited		552.14	617.71
Click Retail Private Limited		-	6.42
Creative Peripherals & Distribution Ltd (Hong Kong)		-	(10.27)
Secure Connection Limited (Hong Kong)		(705.46)	(767.06)
Compunics Technologies Llc		16.64	-
Rinavaa Technologies Pvt. Ltd.		(1.38)	-
<b>Unsecured Loans</b>			
Ketan Chhaganlal Patel		130.17	148.07
Vijay Advani		12.25	12.32

### Note 37: Foreign Currency Transactions

(Rs. in Lakhs)

Particulars	Nature of Transaction	31.03.2021	31.03.2020
Value of Exports (FOB)	Earnings	13198.23	10554.65
Value of Imports	Expenses	17267.43	31133.38
Foreign Travelling Expenses	Expenses	-	19.84

### Note 38: Dividend

Dividend paid during the year ended 31st March, 2021 include an amount of Rs. 0.50 per equity share towards final dividend for the year ended 31st march 2020.

### Note 39: Segment Information

(Rs. In Lakhs)

The Company has identified following reporting segments based on the informations:

1	Imaging
2	IT
3	Others includes Lifestyle, Security etc.

The above business segments have been identified considering:

1	the nature of products and services
2	the differing risks and returns
3	the internal organisation and management structure, and
4	the internal financial reporting systems

Standalone Segment Revenue are as as follows:

Particulars	As at March 31, 2021 Rs. In Lakhs	As at March 31, 2020 Rs. In Lakhs
<b>Segment Revenue</b>		
- Imaging	7,978.61	19,608.22
- IT	25,596.39	19,167.35
- Others includes Lifestyle, Security etc.	17,355.06	6,341.79

<b>Revenue from Operations</b>	<b>50,930.06</b>	<b>45,117.36</b>
<b>Segment Results</b>		
<b>Net Revenue from each segment after deducting allocable cost</b>		
- Imaging	958.10	2,459.53
- IT	2,338.31	2,077.54
- Others includes Lifestyle, Security etc.	881.47	419.37
<b>Total</b>	<b>4,177.88</b>	<b>4,956.44</b>
Less: Finance Cost	464.58	476.35
Less: Unallocable cost	2,274.68	3,236.80
<b>Total Profit before Tax</b>	<b>1,438.62</b>	<b>1,243.29</b>
<b>Standalone Segment Assets and Liabilities are as as follows:</b>		
<b>Particulars</b>	<b>As at March 31, 2021</b>	
<b>Total Assest</b>		
- Imaging	1194.16	3116.78
- IT	7333.51	4040.74
- Others includes Lifestyle, Security etc.	1171.12	541.10
<b>Total</b>	<b>9699.09</b>	<b>7698.62</b>
<b>Total Liability</b>		
- Imaging	(295.41)	(310.17)
- IT	3642.19	2572.52
- Others includes Lifestyle, Security etc.	21.43	344.80
<b>Total</b>	<b>3368.21</b>	<b>2607.15</b>

#### Note 40: Corporate Social Responsibility

(Rs. In Lakhs)

As per Section 135 of the Companies Act, 2013, the Company is required to spend Rs. 16.70 Lakhs as per the provisions of Section 135 of the Companies Act, 2013. During the year the company has spent Rs. 17 lakhs towards vocational traianing and education purpose which are eligible expenditure as specified under schedule VII of the Companies Act, 2013.

Particulars	Amount contributed	Amount yet to be contributed	Total Amount
a) Construction / Acquisition of any assets	-	-	-
b) For purpose other than (a) above	17	-	17
<b>Total</b>	<b>17</b>	<b>-</b>	<b>17</b>

#### Note 41

Figures for the previous years have been regrouped / restated wherever necessary to conform to current year's presentation

#### Note 42: Events occurring after the Balance Sheet Date

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to approval of the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. The events occurring after the Balance sheet date identified are as below:



1. ) On 8th June, 2021 an incident of fire occurred at the Bangalore warehouse and a part of inventory of Rs. 2.11 crores was damaged due to fire. The Inventory was fully insured with the Insurance company and the claim of Rs. 2,00,000,00/- for the above incident is also lodged for the loss of damaged inventory with the Insurance company on the same day itself. All the required details and information are submitted to the insurance company as and when asked for by the company. A part of damaged goods is sold as salvage and an amount of Rs. 12 lakhs is also recovered.

### Note 43

The spread of COVID-19 pandemic impacted operations and financial results of the Company during the year ended 31st March, 2021 due to lockdown and restrictions. The operations across various segments have shown recovery from this impact. The Company has assessed the impact of pandemic on its financial results based on the internal and external information available upto the date of approval of these financial results. The Company will continue to closely monitor any material changes to future economic conditions due to this pandemic situation,

### Note 44 : Approval of financial statements

The financial statements were approved for issue by the board of directors on 18th June, 2021.

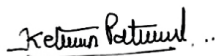
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N



CA Nikul Jalan (Partner)

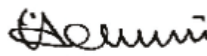
Membership No. 112353  
Mumbai, Dated: 18th June, 2021

For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



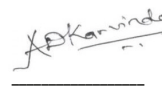
Ketan C Patel

Chairman and Managing  
Director  
DIN: 00127633



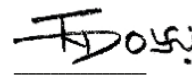
Vijay Advani

Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde

Chief Financial Officer



Tejas Doshi

Company Secretary and  
Compliance Officer

**TO THE MEMBERS OF****CREATIVE PERIPHERALS AND DISTRIBUTION LTD****Report on the audit of Consolidated Financial Statements****Opinion**

We have audited the accompanying consolidated Ind AS financial statements of CREATIVE PERIPHERALS AND DISTRIBUTION LTD. ("the Holding Company"), and its subsidiaries listed in Annexure I which comprise the consolidated balance sheet as at 31 March 2021, and the consolidated statement of Profit and Loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and consolidated profit, total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

**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. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the consolidated Ind AS financial statements under the provisions of the Companies Act, 2013 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 qualified opinion.

**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 key audit matters to communicate in our report.

**Other Information**

The Holding Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company's annual report but does not include the financial statements and our auditor's report thereon. Our opinion on the 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 financial statements, our responsibility is to read the other information and,

in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

## **Responsibilities of Management and those charged with governance for the consolidated Ind AS financial statements**

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 consolidated Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## **Auditors' Responsibility for the Audit of the Consolidated Ind AS Financial Statements**

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

As part of an audit in accordance with SAs. We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Ind AS financial statements,

whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 Consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS financial statements, including the disclosures, and whether the Consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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 Consolidated Ind AS 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.

## **Other Matters**

The consolidated Financial Results include the Financial Results of two subsidiary, whose Financial Statements which are not audited by us which reflects Group's share of total assets of Rs. 381.95 (in lakhs) as at March 31, 2021, Group's share of total revenue of Rs. 1084.66 (in lakhs) and Group's share of total net profit/ (loss) after tax of Rs.26.41 (in lakhs) for the period from April 1, 2020 to March 31, 2021 respectively, as considered in the consolidated Financial Results and our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

#### Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement and the Consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid consolidated Financial Statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued thereunder.
  - e) On the basis of the written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure A".
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed pending litigations which would impact its financial position in note no. 33 of the Consolidated Financial Statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N



NIKUL JALAN  
PARTNER

Membership No.112353

PLACE: MUMBAI  
DATED: 18<sup>th</sup> June, 2021  
UDIN: 21112353AAAADZ7113

## Annexure 1

List of subsidiaries included in the consolidated financial result:

S.No.	Particulars
1	Creative Peripherals and Dist. Ltd. (Hong kong)
2	Secure Connection Limited (Hong kong)

### **"Annexure A" to the Independent Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

### **Opinion**

We have audited the internal financial controls over financial reporting of CREATIVE PERIPHERALS AND DISTRIBUTION LTD. ("the Company") as of 31 March, 2021 in conjunction with our audit of the Consolidated Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2021, 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 ICAI. Our opinion is not modified in respect of this matter.

### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of 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 a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N



PLACE: MUMBAI  
DATED: 18<sup>th</sup> June, 2021  
UDIN: 21112353AAAADZ7113

---

NIKUL JALAN  
PARTNER  
Membership No.112353



**Balance Sheet – Consolidated as at Mar 31, 2021**
**(Rs. In Lakhs)**

Particulars	Note No.	As at 31st March 2021	As at 31st March 2021
<b>I ASSETS</b>			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	984.98	889.17
(b) Intangible Assets	3	21.60	-
(c) Financial Assets	4		
(i) Investments		-	105.67
(ii) Other Financial Assets			
(d) Deferred Tax Assets (Net)	5	9.45	11.56
(e) Other Non Current Assets	6	0.03	1.01
<b>Total Non - Current Assets</b>		<b>1,016.06</b>	<b>1,007.41</b>
<b>(2) Current Assets</b>			
(a) Inventories	7	5,979.21	6,029.00
(b) Financial Assets			
(i) Trade Receivables	8	5,595.39	3,857.64
(ii) Cash and Cash Equivalents	9	225.19	52.32
(iii) Bank Balances other than (ii) above	10	399.46	336.24
(v) Other Financial Assets	11	3.59	2.09
(c) Other Current assets	12	5,958.63	4,203.00
<b>Total Current Assets</b>		<b>18,161.47</b>	<b>14,480.29</b>
<b>Total Assets</b>		<b>19,177.53</b>	<b>15,487.70</b>
<b>II EQUITY AND LIABILITIES</b>			
(1) Equity			
(a) Equity Share Capital	13	1,160.00	1,160.00
(b) Other Equity	14	4,704.43	2,974.62
Sub Total -Equity Attributable to the owners of the company		5,864.43	4,134.62
<b>Non-Controlling Interest</b>		<b>303.81</b>	<b>(10.53)</b>
<b>Total Equity</b>		<b>6,168.24</b>	<b>4,124.08</b>
<b>(2) Share application money pending Allotment</b>			<b>1,060.28</b>
<b>LIABILITIES</b>			
(3) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	342.99	480.58
(b) Provisions	16	78.86	68.79
Total Non - Current Liabilities		421.85	549.37
<b>(4) Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	17	3,950.33	2,706.96
(ii) Trade Payables	18		
- total outstndng dues of micro enterprises and small enterprises		3,832.40	2,930.44
- total outstndng dues of creditors other than micro enterprises and small enterprises			
(iii) Other Financial Liabilities	19	2,956.16	2,506.16
(b) Other Current Liabilities	20	1,698.36	1,534.92
(c) Provisions	21	13.85	12.04
(d) Current Tax Liabilities (Net)	22	136.34	63.44
<b>Total Current Liabilities</b>		<b>12,587.44</b>	<b>9,753.97</b>
<b>Total Equity and Liabilities</b>		<b>19,177.53</b>	<b>15,487.70</b>
Significant Accounting Policies	1-38		

The accompanying notes are an integral part of these financial statements As per our attached report of even date

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N

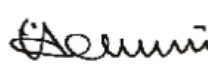
For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 18th June, 2021



Ketan C Patel  
Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Company Secretary and  
Compliance Officer

# Profit and Loss Statement - Consolidated for the Year ended March 31, 2021 (Rs. In Lakhs)

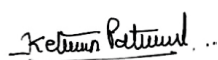
Particular	Note No.	As at 31st March 2021	As at 31st March 2020
Revenue from Operations	23	52,014.72	45,771.81
Other Income	24	617.40	134.46
<b>Total Income</b>		<b>52,632.12</b>	<b>45,906.28</b>
<b>Expenses</b>			
(a) Purchases of Stock in Trade	25	47,367.69	43,953.48
(b) Changes in inventories of finished goods and work-in progress	26	133.65	(3,250.15)
(c) Employee Benefits Expenses	27	859.52	899.41
(d) Finance Costs	28	468.80	479.68
(e) Depreciation and Amortisation Expense	2	102.44	85.89
(f) Other Expenses	29	2,398.18	2,621.51
<b>Total Expenses</b>		<b>51,330.28</b>	<b>44,789.82</b>
<b>Profit/(Loss) before Tax</b>		<b>1,301.84</b>	<b>1,116.46</b>
<b>Tax Expense</b>			
(a) Current Tax		362.07	336.91
(b) Tax adjustments relating to prior years			-
(c) Deferred Tax	5	1.55	1.94
<b>Total Tax Expense</b>		<b>363.62</b>	<b>338.84</b>
<b>Profit/(Loss) for the year</b>		<b>938.22</b>	<b>777.62</b>
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		-	-
(a) Remeasurements of Defined Benefit Plans		3.96	(2.24)
(b) Income Tax on above		(1.00)	0.56
(ii) Items that will be reclassified to profit or loss		-	-
(a) Exchange difference on transaction of financial statement of foreign subsidiaries		-	-
(b) Income Tax on above		-	-
<b>Total Other Comprehensive Income for the year</b>	-	<b>2.96</b>	<b>(1.68)</b>
			-
<b>Total Comprehensive Income for the year</b>	-	<b>941.18</b>	<b>775.94</b>
<b>Equity Shareholders for Parent Company</b>		<b>957.99</b>	<b>786.48</b>
<b>Non controlling Interest</b>		<b>(16.81)</b>	<b>(10.53)</b>
Earnings per Equity Share of ₹ 10 par value :			
Basic (₹ per share)	30	8.26	6.78
Diluted (₹ per share)		8.26	6.78
Significant Accounting Policies	1-38		

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N

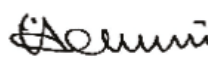


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 18th June, 2021

For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



Ketan C Patel  
Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Company Secretary and  
Compliance Officer

**Cash Flow Statement – Consolidated for the year ended March 31, 2021**
**(Rs. In Lakhs)**

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit / (Loss) Before Tax</b>	<b>1,301.84</b>	<b>1,116.57</b>
Adjustments for		
Depreciation and Amortisation	102.44	85.89
Finance Cost	339.66	383.50
Interest on late payment	0.97	(6.88)
Interest on FD and ICD	(21.87)	(35.13)
Provisions for expense	16.28	13.84
<b>Operating Profit Before Working Capital Changes</b>	<b>1,739.32</b>	<b>1,557.79</b>
<b>Adjustments for increase / decrease in:</b>		
Trade receivables	(1,737.75)	546.87
Other Financial Assets and other Current Assets	(1,757.13)	(924.64)
Inventories	133.64	(3,250.15)
Trade payable, Other Financial & Current Liabilities	1,515.05	2,153.68
Other Non Current Asset	0.98	-
<b>Cash generated from operations</b>	<b>(105.89)</b>	<b>83.55</b>
Income-tax (paid) / refund (net)	(289.61)	(322.62)
<b>Net cash flow from operating activities</b>	<b>(395.50)</b>	<b>(239.08)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of PPE, intangible assets and work in progress	(219.86)	(82.26)
Purchase of PPE-Adjustment	(0.09)	-
Purchase of Investments	-	-
Income from Investments i.e. FD and ICD	21.87	42.01
Receipt From ICD	-	-
Sale of Investments	105.67	18.24
(Investment) & Redemption in bank deposit (having maturity more than 3 months)	(63.22)	(91.35)
<b>Net cash flow (used in) investing activities</b>	<b>(155.63)</b>	<b>(113.36)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Long-term Borrowings	-	-
Proceeds from Short-term Borrowings	-	-
Repayment of Long-term Borrowings	(137.59)	(137.09)
Repayment / Issue of Short-term Borrowings (net)	1,243.37	(265.79)
Share Application money pending allotment	-	1,060.28
Finance Cost Paid	(340.63)	(383.50)
Dividend and DDT Paid	(18.01)	(21.71)
<b>Net cash flow from financing activities</b>	<b>747.15</b>	<b>252.18</b>
Net increase / (decrease) in cash and cash equivalents	196.02	(100.25)
Cash and cash equivalents as at the beginning of the year	52.32	114.05
<b>Exchange difference on translation of Foreign currency</b>	<b>(23.16)</b>	<b>38.52</b>
<b>Cash and cash equivalents as at the end of the year</b>	<b>225.19</b>	<b>52.32</b>

**Notes:**

- The Statement of Cash flow has been prepared under the indirect method as set out in Ind AS 7 specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.
- As per the amendment in Ind AS 7 "Statement of Cash Flow": Disclosure of changes in Liabilities arising from financing activities, including both changes arising from cash flows and non cash changes

**For the year ended March 31, 2021**

Particulars	As at 1st April, 2020	Cash Flows	Non Cash Changes	As at 31st March, 2021
Non Current Borrowings	480.58	(137.59)	-	342.99
Current Borrowings	2706.96	1243.37	-	3950.33

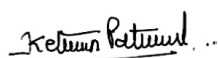
3. Figures in bracket indicate Cash Outflow.

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N

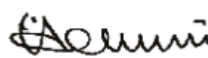
For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 18th June, 2021



Ketan C Patel  
Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Company Secretary and  
Compliance Officer

# Statement of Changes in Equity (SOCIE) - Consolidated

(Rs. In Lakhs)

A. Equity share capital						Amount
Balance as at April 1, 2020						580
Changes in equity share capital during 2018-19						-
Balance as at March 31, 2020						580
Changes in equity share capital during the year						580
<b>Balance as at March 31, 2021</b>						<b>1,160</b>
B. Other Equity						
Particulars	Reserves and Surplus		Other Comprehensive Income			Total
	Share Premium	Retained Earnings	Other Items of Other Comprehensive Income	Foreign Currency Translation Reserve (FCTR A/c)	Equity Instruments through Other Comprehensive Income	
Balance as at April 1, 2020	590.00	2,349.65	(5.22)	40.19	-	2,974.62
Profit / (Loss) for the year	-	957.99	-	-	-	957.99
Foreign Currency translation	-	-	-	36.08	-	36.08
Remeasurement gain / (loss) on Defined Benefit Plan	-	-	3.96	-	-	3.96
Income Tax on above	-	-	(1.00)	-	-	(1.00)
<b>Total Comprehensive Income for the year</b>	<b>590.00</b>	<b>3,307.64</b>	<b>(2.26)</b>	<b>76.27</b>	<b>-</b>	<b>3971.65</b>
Dividend Paid	-	(18.01)	-	-	-	(18.01)
Share Premium on issue of shares of subsidiary	750.78	-	-	-	-	750.78
Bonus Shares issued	-	-	-	-	-	-
<b>Balance as at March 31, 2021</b>	<b>1340.78</b>	<b>3289.63</b>	<b>(2.26)</b>	<b>76.27</b>	<b>-</b>	<b>4704.43</b>
Particulars	Reserves and Surplus		Other Comprehensive Income			Total
	Share Premium	Retained Earnings	Other Items of Other Comprehensive Income	Foreign Currency Translation Reserve (FCTR A/c)	Equity Instruments through Other Comprehensive Income	
<b>Balance as at April 1, 2019</b>	<b>1,170.00</b>	<b>1,584.88</b>	<b>(3.54)</b>	<b>-</b>	<b>-</b>	<b>2,751.34</b>
Profit / (Loss) for the year	-	786.45	-	-	-	786.45
Foreign Currency translation	-	-	-	40.19	-	40.19
Remeasurement gain / (loss) on Defined Benefit Plan	-	-	(2.24)	-	-	(2.24)
Income Tax on above	-	-	0.56	-	-	0.56
<b>Total Comprehensive Income for the year</b>	<b>1,170.00</b>	<b>2,371.33</b>	<b>(5.22)</b>	<b>40.19</b>	<b>-</b>	<b>3,576.30</b>
Dividend	-	(18.01)	-	-	-	(18.01)
Dividend Distribution Tax	-	(3.70)	-	-	-	(3.70)
Bonus Shares issued	(580.00)	-	-	-	-	(580.00)
<b>Balance as at March 31, 2020</b>	<b>590.00</b>	<b>2,349.65</b>	<b>(5.22)</b>	<b>40.19</b>	<b>-</b>	<b>2,974.62</b>

For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N

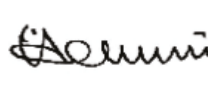
For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 18th June, 2021




Ketan C Patel  
Chairman and Managing Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Company Secretary and Compliance Officer

## Note 1

### GROUP INFORMATION

Creative Peripherals and Distribution Limited is a Company domiciled in India and incorporated on 22nd September, 2004 under the provisions of the Companies Act, 1956 located at 3rd & 4th Floor, Plot No 137 AB, Kandivali Co-op Industrial Estate Limited, Charkop, Kandivali West, Mumbai - 400067. The Company's shares are listed on the NSE Ltd.

Creative Peripherals and Distribution Limited is a Go-to-Market and distribution specialist for Global IT, Imaging and Lifestyle brands. The Company has an omni - channel presence, with branches across India. Creative's B2B e Commerce platform caters to a wide range of sub-distributors, retailers and other customers, and serves as a one-stop-shop offering end-to-end solutions for them. The Company is also developing an e commerce platform "C kart" for B2B transaction which will be launched in current year. The company caters to the Indian as well as international markets.

The Company and its subsidiaries (jointly referred to as the 'Group' herein under) considered in these consolidated financial statements are:

Subsidiaries:

Name of the Company	Country of Incorporation	Proportion in Equity shares
(a) Creative Peripherals and Dist. Ltd.	Hong Kong	100%
(b) Secure Connection Limited	Hong Kong	52.48%

### 1) SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied by the Group in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

#### a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These Consolidated Financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time. The Consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the Consolidated financial statements. All assets and liabilities have been classified as current or non-current as per the Group normal operating cycle. Based on the nature of products and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. Subsidiaries are entities where the group exercise control or hold more than one-half of its total share capital. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the Group obtains control. The results of disposed businesses are included in the consolidated financial statements up to their date of disposal, being the date control ceases. The consolidated financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intragroup balances, intra-group transactions and the unrealised profits/losses, unless cost/revenue cannot be recovered.

Non-controlling interests in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately within equity. Non-controlling interests in the net assets of consolidated subsidiaries consists of:

- The amount of equity attributable to non-controlling interests at the date on which investment in a subsidiary is made; and
- The non-controlling interests share of movements in equity since the date parent subsidiary relationship came into existence.

The profit and other comprehensive income attributable to non-controlling interests of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss and Consolidated Statement of Changes in Equity. The Consolidated financial statements are presented in INR, the functional currency of the Group. Items included in the consolidated financial statements of the Group are recorded using the currency of the primary economic environment in which the Group operates (the 'functional currency').

## b) USE OF ESTIMATES

The preparation of these consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Group to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the consolidated financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are as follows:

- Determination of the estimated useful lives of tangible assets and the assessment as to which component of the cost may be capitalized – refer point 1(c) of significant accounting policies
- Recognition of deferred tax assets – refer note no. 5
- Provisions and Contingent Liabilities – refer note no. 33
- Revenue recognition for Price Support – refer point 1(i) of significant accounting policies

### Estimation of uncertainties relating to the global health pandemic from COVID-19

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organisation with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID-19. Due to this the operations of the Group got temporarily disrupted. In light of these circumstances, the Group has considered the possible effects that may result from COVID-19 on the carrying amounts of financial assets, inventory, receivables, advances, property plant and equipment, Intangibles etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Group has used internal and external information such as our current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates the Group expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. The impact of COVID-19 on the Group's financial statements may differ from that estimated as at the date of approval of these financial statements and the Group will continue to closely monitor any material changes to future economic conditions.

## c) PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost includes acquisition cost and any capital expenditure directly attributable to the cost of acquisition. All other repair and maintenance costs that do not enhance the life or benefit of the property, plant and equipment are recognised in profit or loss as incurred.

Gains or losses arising on retirement or disposal of property, plant and equipment are recognised in the Statement of Profit and Loss.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

### DEPRECIATION METHODS, ESTIMATED USEFUL LIFE AND RESIDUAL VALUE:

Depreciation is provided on the Written Down method on the estimated useful life as prescribed under Schedule II to the Companies Act, 2013 to allocate the cost of assets, net of their residual values, over their estimated useful lives. Depreciation is calculated on a pro-rata basis from the date of acquisition/installation till the date the assets are sold or disposed of:

Asset category	Estimated useful life
Buildings	60 years
Office equipment	5 years
Vehicle	8 years
Furniture & Fixture	10 years
Electrical Installation and Equipments	10 years
Computers and Other end devices	3 years

The residual values are not more than 5% of the original cost of the asset. The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in financial statements.

**d) INVESTMENT IN SUBSIDIARIES**

Investments in subsidiaries and joint venture are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. Any disposal of investments in subsidiaries or joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

**e) INVENTORIES**

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on First in First out (FIFO) basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Cost for Consolidated Inventory arrived by reducing unrealised profit on stock due to intercompany transactions.

**f) CASH AND CASH EQUIVALENTS**

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**g) FINANCIAL INSTRUMENTS**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

**FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (FVTOCI)**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income

**FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (FVTPL)**

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

**FINANCIAL LIABILITIES**

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs.



The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and other current liabilities.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

#### **OFF SETTING OF FINANCIAL INSTRUMENTS**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### **h) FAIR VALUE MEASUREMENT**

- i. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions regardless of whether that price is directly observable or estimated using another valuation technique. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
  - In the principal market for the asset or liability or
  - In the absence of a principal market, in the most advantageous market for the asset or liability.
- ii. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
- iii. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.
- iv. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
  - Level 1 - This hierarchy uses quoted (unadjusted) market prices in active markets for identical assets or liabilities.
  - Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on company specific estimates.
  - Level 3 - If the lowest level input that is significant to the fair value measurement is not based on observable market data.
- v. This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

#### **i) PROVISIONS AND CONTINGENT LIABILITIES**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

## **Post-Sales Support**

The company is mainly in to B-2-B distribution of branded products and works on pure Agent and Principal relationship, hence no provision are required since the obligation for post sales service is not on the company and the same is provided by the brand itself.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

### **j) REVENUE RECOGNITION**

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is no continuing managerial involvement with the goods and the amount of revenue can be measured reliably. The Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as GST etc. Export Sales are booked at the rate on the date of transaction and the resultant Gain/ Loss on realisation or on translation is accounted as "Foreign Exchange Rate Fluctuation" and is dealt with in the statement of Profit and Loss Account.

Income from services rendered is recognised based on agreements/ arrangements with the customers at the reporting date and the amount of revenue can be measured reliably.

Dividend income on Investments is recognised when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of dividend can be measured reliably.

Interest income is recognized using the effective interest rate (EIR) method when it is probable that economic benefits will flow to the Group and the amount of income can be measured reliably.

### **k) EXPENDITURE**

Expenses are accounted on accrual basis.

### **l) EMPLOYEE BENEFITS**

#### **i) SHORT TERM EMPLOYEE BENEFITS**

Short-term employee benefits are employee benefits (other than termination benefits) that are expected to be settled wholly before twelve months such as salaries, bonuses, performance incentives, etc., after the end of the annual reporting period in which the employees render the related service. The Group recognises above short term employee benefits directly to Statement of Profit and Loss as an expense in the year in which services are rendered.

#### **ii) DEFINED CONTRIBUTION PLANS**

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

#### **iii) DEFINED BENEFIT PLANS**

The Company also provides for retirement/post-retirement benefits in the form of gratuity, pensions (in respect of certain employees) For defined benefit plans, the amount recognised as 'Employee benefit expenses' in the Statement of Profit and Loss is the cost of accruing employee benefits promised to employees over the year and the costs of individual events such as past/future service benefit changes and settlements (such events are recognised immediately in the Statement of Profit and Loss). Any differences between the interest income/ loss on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised immediately in 'Other comprehensive income' and subsequently not reclassified to the Statement of Profit and Loss.

**m) IMPAIRMENT OF NON FINANCIAL ASSETS**

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset may be impaired. If any indication of impairment exists, an estimate of the recoverable amount of the individual asset/cash generating unit is made. Asset/cash generating unit whose carrying value exceeds their recoverable amount are written down to the recoverable amount by recognising the impairment loss as an expense in the Statement of Profit and Loss. The impairment loss is allocated to reduce the carrying amount of assets of the unit, pro rata based on the carrying amount of each asset in the unit. Recoverable amount is higher of an asset's or cash generating unit's fair value less cost of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased, basis the assessment a reversal of an impairment loss for an asset is recognised in the Statement of Profit and Loss account.

**n) TAXES ON INCOME**

Income tax expense comprises current and deferred tax and is recognized in the Statement of Profit and Loss except to the extent that it relates to a business combination or to an item which is recognized directly in equity or in other comprehensive income.

**CURRENT TAX**

Current tax is the expected tax payable/receivable on the taxable income/ loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

**DEFERRED TAX**

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

**o) LEASES**

The Ministry of Corporate Affairs (MCA) notified Ind AS 116, the new leases Ind As as on 30th March 2019 with the effective date of its application from 1st April 2019. Ind AS -116 replaces the current guidance in Ind AS-17, 'Leases'. Ind AS 116 defines a lease as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. The Group has not applied Ind As 116 as notified by MCA since the effect of adoption is insignificant.

**p) FOREIGN CURRENCY TRANSACTION**

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency'). Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the transactions. At the year end, all the monetary assets and liabilities denominated in foreign currency are restated at the closing exchange rates. Exchange differences resulting from the settlement of such transactions and from the translation of such monetary assets and liabilities at the year end are recognised in the Statement of Profit and Loss.

**q) EARNINGS PER SHARE**

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

The Company did not have any potentially dilutive securities in any of the year presented.

**Note 2: Property, Plant and Equipment consist of the following as on March 31, 2021** **(Rs. in Lakhs)**

Particulars	Building	Computer and Data Processing Units	Electrical Installation and Equipments	Furniture and Fittings	Motor Vehicles	Office Equipment	Plan and Machinery	Total
<b>Gross Carrying Value:</b>								
Cost at April 1, 2020	849.02	123.09	9.31	45.92	54.48	117.61	-	1199.43
Additions made in Year 2020-21 as at March 31, 2021	39.09	20.38	17.69	56.48	-	8.55	51.75	193.94
Disposals made in Year 2020-21 as at March 31, 2021	-	-	-	-	-	-	-	-
<b>Cost as at March 31, 2021</b>	<b>888.11</b>	<b>143.47</b>	<b>26.99</b>	<b>102.41</b>	<b>54.48</b>	<b>126.17</b>	<b>51.75</b>	<b>1393.36</b>

**Accumulated Depreciation and Amortisation:**

Accumulated Depreciation as at April 1, 2020	69.01	103.92	7.89	27.43	28.99	73.02	-	310.26
Depreciation for Year 2020-21 as on March 31, 2021	38.44	13.99	0.91	5.59	7.75	20.09	11.35	102.44
Disposals for Year 2020-21 as at March 31, 2021	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as at Mar 31, 2021</b>	<b>107.45</b>	<b>117.91</b>	<b>8.80</b>	<b>33.02</b>	<b>36.74</b>	<b>93.11</b>	<b>11.35</b>	<b>408.38</b>
<b>Net Carrying amount as at March 31, 2021</b>	<b>780.65</b>	<b>25.56</b>	<b>18.19</b>	<b>69.38</b>	<b>17.74</b>	<b>33.06</b>	<b>40.40</b>	<b>984.98</b>

**Property, Plant and Equipment consist of the following as on March 31, 2020** **(Rs. in Lakhs)**

Particulars	Building	Computer and Data Processing Units	Electrical Installation and Equipments	Furniture and Fittings	Motor Vehicles	Office Equipment	Plan and Machinery	Total
<b>Gross Carrying Value:</b>								
Cost at April 1, 2019	843.48	104.26	9.31	45.78	27.38	86.95	-	1,117.17
Net Block at April 1, 2019	814.30	11.54	1.76	24.39	2.92	37.80	-	892.71
Additions made in Year 2019-20 as at March 31, 2020	5.54	18.83	-	0.14	27.10	30.66	-	82.26
Disposals made in Year 2019-20 as at March 31, 2020	-	-	-	-	-	-	-	-
<b>Cost as at March 31, 2020</b>	<b>849.02</b>	<b>123.09</b>	<b>9.31</b>	<b>45.92</b>	<b>54.48</b>	<b>117.61</b>	<b>-</b>	<b>1199.43</b>

**Accumulated Depreciation and Amortisation:**

Accumulated Depreciation as at April 1, 2019	29.18	92.64	7.54	21.40	24.45	49.15	-	224.37
Depreciation for Year ended Mar-2020	39.83	11.28	0.35	6.04	4.54	23.86	-	85.89
Disposals for Year 2019-20 as at March 31, 2020	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as at March 31, 2020</b>	<b>69.01</b>	<b>103.92</b>	<b>7.89</b>	<b>27.43</b>	<b>28.99</b>	<b>73.02</b>	<b>-</b>	<b>310.26</b>
<b>Net Carrying amount as at March 31, 2020</b>	<b>780.01</b>	<b>19.17</b>	<b>1.42</b>	<b>18.49</b>	<b>25.48</b>	<b>44.60</b>	<b>-</b>	<b>889.17</b>

**Note:**

(i) The Company has measured all its Property, Plant and Equipment at the Previous GAAP Cost as its deemed cost on the date of transition to Ind AS.

<b>Note 3: Non Current: Intangible Assets</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Computer Software	25.92	-
Less:		
Amortization	(4.32)	-
<b>Total</b>	<b>21.60</b>	<b>-</b>

<b>Note 4: Investments : Non-current</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Inter Corporate Deposits	-	105.67
	-	<b>105.67</b>
<b>Aggregate amount of</b>		
Quoted Investments		
Unquoted Investments	-	105.67
Impairment in value of Investments		
<b>Total</b>	<b>-</b>	<b>105.67</b>
Note: Intercompany Deposits held with above Companies yield fixed interest rates		

<b>Note 5: Deferred Tax Assets (Net)</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Deferred Tax Assets (Net)	9.45	11.56
<b>Total</b>	<b>9.45</b>	<b>11.56</b>
<b>Note:</b> In accordance with the Ind AS 12, the Deferred tax expense of Rs. 1.55 Lakhs for the year (Rs. 1.94 lakhs for 31st March, 2020) has been recognised in the Statement of Profit & Loss.		

<b>Note 6 : Other Non-current assets</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Processing Fees to be written Off	0.03	1.01
<b>Total</b>	<b>0.03</b>	<b>1.01</b>

<b>Note 7: Inventories</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Finished Goods	5979.21	6,029.00
(As taken, valued and certified by Management)		
<b>Total</b>	<b>5,979.21</b>	<b>6,029.00</b>
<b>Note :</b> (a) Inventories are carried at lower of Cost or Net Realisable Value (b) For security/ hypothecation details, refer Note No. 17		

<b>Note 8: Trade Receivables</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Unsecured</b>		
Considered Good	5595.39	3,857.64
Considered Doubtful	-	-
<b>Total</b>	<b>5,595.39</b>	<b>3,857.64</b>
Less : Provision for Doubtful Debts		
<b>Total</b>	<b>5,595.39</b>	<b>3,857.64</b>

**Note :** For security/hypothecation details, refer to Note No. 17

<b>Note 9: Cash and Cash Equivalents</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Cash in Hand	12.23	14.67
<b>Balances With Banks:</b>		
- In Current Accounts	212.96	37.65
<b>Total</b>	<b>225.19</b>	<b>52.32</b>

<b>Note 10: Bank Balances other than Cash and Cash Equivalents</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Dividend Account	2.41	1.68
Margin Money with Bank	397.05	334.56
<b>Total</b>	<b>399.46</b>	<b>336.24</b>

**Note:**  
Margin Money with Bank are held by Banks against Bank Guarantee and Letter of credits.

<b>Note 11: Current: Financial Assets</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Other Financial Assets : Current</b>		
Accrued Interest	3.59	2.09
<b>Total</b>	<b>3.59</b>	<b>2.09</b>

<b>Note 12: Other Current assets</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Unsecured</b>		
Considered Good		
Other Current Assets	5,958.63	4,203.00
Considered Doubtful		
<b>Total</b>	<b>5,958.63</b>	<b>4,203.00</b>
Less : Provision for Doubtful Advance		
<b>Total</b>	<b>5,958.63</b>	<b>4,203.00</b>

**Notes:**

- Loans and Advances to Employees included above are Interest free in nature which meets the definition of Financial Assets and are dealt accordingly in accordance with Ind As 109.
- Loans and Advances to Others represents Advance paid towards Clearing charges.
- The company has received a favourable order from the Tribunal (CESTAT) dated 17th July 2020, holding that the cameras imported are Digital Still Image Video Camera and entitled to a NIL duty rate. Basis this order, the company has applied for a refund of the excess duties paid under protest in the past amounting Rs. 4,62,08,851/- (Rupees Four Crore Sixty Two Lacs Eight Thousand Eight Hundred and Fifty One only).

**Note 13: Equity Share Capital**

(Rs. In Lakhs)

	Particulars	As at March 31, 2021		As at March 31, 2020	
		No. of Shares	INR in Lakhs	No. of Shares	INR in Lakhs
a.	Authorised Equity Share Capital (Par Value per share Rs. 10)	1,40,00,000	1,400	1,40,00,000	1,400
	Issued, Subscribed & Paid Up (Par Value per share Rs. 10)	1,16,00,000	1,160	1,16,00,000	1,160
	<b>Total Share Capital</b>	<b>1,16,00,000</b>	<b>1,160</b>	<b>1,16,00,000</b>	<b>1,160</b>
b.	<b>Reconciliation of No. of Equity shares and Share Capital outstanding</b>	<b>As at March 31, 2021</b>		<b>As at March 31, 2020</b>	
		No. of Shares	INR in Lakhs	No. of Shares	INR in Lakhs
	Opening number of share outstanding	1,16,00,000	1,160	58,00,000	580
	Add:- No of shares/Share Capital issued/ subscribed during the year			58,00,000	580
	<b>Closing Number of shares outstanding</b>	<b>1,16,00,000</b>	<b>1,160</b>	<b>1,16,00,000</b>	<b>1,160</b>
c.	<b>Details of shares in the company held by each shareholder holding more than 5 per cent shares :</b>				
	Name of the Shareholder	As at March 31, 2021		As at March 31, 2020	
		No. of shares	% of share holding	No. of shares	% of share holding
	Ketan Chhaganlal Patel	79,39,520	68.44%	79,39,520	68.44%
	Pantomath Stock Brokers	1,31,387	1.13%	5,93,044	5.11%
	<b>Total</b>	<b>80,70,907</b>	<b>69.58%</b>	<b>85,32,564</b>	<b>73.56%</b>
d.	<b>Rights, preferences and restrictions :</b>				
	<p>(i) The Company has only one class of Equity Shares referred to as Equity Shares having a par value of Rs. 10. Each holder of equity share is entitled to one vote per share.</p> <p>(ii) The Company declares and pays dividend in Indian rupees. Final dividend, if any, proposed by the Board of Directors is recorded as a liability on the date of the approval of the shareholders in the ensuing Annual General Meeting; in case of interim dividend, it is recorded as a liability on the date of declaration by the Board of Directors of the Company.</p> <p>(iii) In the event of liquidation, the equity shareholders are eligible to receive the residual assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.</p> <p>(iv) The Company allotted 58,00,000 Equity Shares as fully paid up bonus shares by capitalisation of profits transferred from Share premium account during the previous year, pursuant to special resolution passed after taking the consent of shareholders through postal ballot.</p>				

**Note 14: Other Equity**

(Rs. In Lakhs)

	Particulars	As at March 31, 2021	As at March 31, 2020
i.	<b>Reserves and Surplus</b>		
a.	<b>Share Premium</b>		
	Opening Balance	590.00	1,170.00
	Add: Share Premium against Bonus Shares issued during the year	750.78	-
	Less: Share Premium against Issue of Bonus Shares		(580.00)
		<b>1,340.78</b>	<b>590.00</b>
b.	<b>Retained Earnings</b>		
	Balance as at the beginning of the year	2,349.65	1,584.88
	Add/(Less) : Profit / (Loss) for the year	957.99	786.48
	Less: Dividend Paid	(18.01)	(18.01)
	Less: Foreign Currency Translation Reserve	-	(3.70)
		<b>3,289.63</b>	<b>2,349.65</b>



<b>c. Other Comprehensive Income</b>		
Opening Balance	(5.22)	(3.54)
Add/ (Less): Remeasurement gain / (loss) on defined benefit plan	2.96	(1.68)
	<b>(2.26)</b>	<b>(5.22)</b>
<b>d. Foreign Currency Translation Reserve</b>		
Opening Balance	40.19	-
Add/ (Less): Changes during the year	36.08	40.19
	<b>76.27</b>	<b>40.19</b>
<b>Total</b>	<b>4,704.43</b>	<b>2,974.62</b>

**Note:** The description of the nature and purpose of each reserve within equity is as follows :

**a.Share Premium**

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of section 52 of the Companies Act, 2013.

**b.Retained Earnings**

Retained earnings are the profits that the Company has earned till date. It is a free reserve which can be used for meeting the future contingencies, creating working capital for business operations, strengthening the financial position of the Company etc.

**c.Foreign Currency Translation Reserve**

Exchange differences arising on translation of the foreign subsidiaries are recognised in Other Comprehensive Income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount shall be reclassified to the statement of profit and loss when the net investment is derecognised by the Company.

<b>Note 15: Borrowings : Non-current Financial</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
<b>Secured</b>		
Borrowings	342.99	480.58
<b>Total</b>	<b>342.99</b>	<b>480.58</b>

<b>Note 16: Provisions : Non-current</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Provision for Employee benefit	78.86	68.79
<b>Total</b>	<b>78.86</b>	<b>68.79</b>

<b>Note 17: Borrowings : Current</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at Mar 31, 2020</b>
Borrowings	3,950.33	2,706.96
<b>Total</b>	<b>3,950.33</b>	<b>2,706.96</b>

**Note:**

- (i) Cash Credit from Banks is secured against hypothecation of Stocks and Book debts & Immovable Property of Holding company
- (ii) Cash credit of Rs. 3091.98 lakhs of holding company included in above is payable on demand, carries interest rate of 8.95% to 10.5%
- (iii) Cash credit and Buyer's credit is guaranteed by Director, Chairperson and Wholetime director
- (iv) Unsecured Loan from Directors and relative of directors carries interest at the rate of 12%.

**Note 18: Trade Payables** (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Due to Micro and Small enterprises		
Due to others	3,832.40	2,930.44
<b>Total</b>	<b>3,832.40</b>	<b>2,930.44</b>

**Notes:**

In view of Management there are no MSME parties and we have relied on the view of the management as the required details or information is not available with us to confirm the above payables. Thus the disclosures in connection to MSME parties has not been given.

**Note 19: Other Financial Liabilities : Current** (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Other Financial Liabilities	2,956.16	2,506.16
<b>Total</b>	<b>2,956.16</b>	<b>2,506.16</b>

**Note 20 : Other Current Liabilities** (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Other Current Liabilities	1,698.36	2,117.00
Less: Intercompany Advance for goods	-	582.08
<b>Total</b>	<b>1,698.36</b>	<b>1,534.92</b>

**Note 21: Provisions : Current** (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee benefit	13.85	12.05
<b>Total</b>	<b>13.85</b>	<b>12.05</b>

**Notes:**

(i) Nature of the provision has not been given on the grounds that it can be expected to prejudice the interests of the Company. Due to the very nature of such provisions, it is not possible to estimate the timing/ uncertainties relating to their outflows.

**Note 22: Current Tax Liabilities (Net)** (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Tax	136.34	63.44
<b>Total</b>	<b>136.34</b>	<b>63.44</b>

**Note 23: Revenue from Operations** (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Sale of Products		
Trade Goods	52014.71	45,771.81
Other Operating Revenues		
<b>Total</b>	<b>52014.71</b>	<b>45,771.81</b>

## Note 24: Other Income (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Bank Interest	0.05	0.00
Dividend Income**	0.00	0.00
Interest Income	22.32	44.18
Insurance Claim	0.74	0.63
Other Income	28.78	60.06
Duty Scrip Credit [MEIS]	565.15	27.84
Bad Debts Recovery	0.36	0.47
Reimbursement of Exp	0.00	1.29
<b>Total</b>	<b>617.40</b>	<b>134.46</b>

### Note:

\*\* Represents Dividend Income of Rs. 50/- as at September 30, 2019 as well as March 31, 2020

## Note 25: Cost of Materials Consumed (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Traded Goods		
Purchases	47,367.69	43,953.48
<b>Total</b>	<b>47,367.69</b>	<b>43,953.48</b>

## Note 26: Changes in inventories of finished goods (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Opening Stock</b>		
- Stock in Trade	6,029.00	2,778.84
Unrealised Profit Adjustment	83.86	(0.00)
<b>Closing Stock</b>		
- Stock in Trade	5,979.21	6,029.00
<b>Total</b>	<b>133.65</b>	<b>(3,250.15)</b>

## Note 27: Employee Benefits Expenses (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Salaries,Wages and Bonus etc	787.20	815.34
Contribution to provident and other funds	36.87	31.73
Gratuity Expense	16.28	13.96
Staff Welfare Expenses	19.17	38.38
<b>Total</b>	<b>859.52</b>	<b>899.41</b>

## Note 28: Finance Costs (Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Interest Expense</b>		
On Borrowings	330.74	372.47
On Others	8.92	7.70
<b>Other Borrowing Costs</b>		

Bank Charges	73.87	60.33
Processing Fees (Amortised over tenure of Loan)	1.22	6.04
Processing Charges	29.89	14.28
Buyers Credit, Bank Guarantee Charges And Finance Charge	24.16	18.85
<b>Total</b>	<b>468.80</b>	<b>479.68</b>

<b>Note 29: Other Expenses</b>		(Rs. In Lakhs)
<b>Particulars</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
Annual Maintenance Charges	4.47	3.83
Auditors Remuneration	5.00	5.00
Books & Periodicals	0.00	0.08
Courier Charges	0.93	0.95
Clearing Charges-Export	271.74	91.82
Demat Charges (Company)	3.95	0.51
Directors Remuneration	73.18	101.48
Donations	22.27	1.25
Electricity Expenses	8.64	12.73
Insurance Expenses	32.91	23.07
Internet Charges	2.30	1.81
Keyman Insurance	0.00	1.18
Labour Charges	3.45	1.36
Legal & Professional Charges	228.77	160.07
Office Expenses	31.20	30.19
Postage & Telegram Expenses	0.03	0.63
Printing Stationery	3.67	4.75
Rent Rates & Taxes	230.51	186.74
Repairs Maintenance Expenses	6.71	8.54
Royalty	53.84	137.75
Duties and Taxes	27.98	37.84
Service Expenses	249.21	239.59
Subscriptions & Membership	7.09	8.67
Telephone Expenses	10.31	11.16
Travelling Expenses (Domestic)	62.06	163.91
Lodging and Boarding (Hotel, Meal and Entertainment)	10.00	56.10
Website Development Charges	1.16	0.00
Warehouse Handling Charges	3.19	0.00
Advertising Promotional Expenses	286.45	742.07
Commission Paid	337.72	351.70
CSR Expenditure	17.00	13.50
Certification Expenses	7.82	2.46
Director Sitting Fee	3.26	3.36
Inspection Charges	9.71	1.52

Outsourcing Charges	175.93	155.69
Service Charges	142.84	46.71
Carriage Outward	62.89	13.48
<b>Total</b>	<b>2,398.18</b>	<b>2,621.51</b>

### Note No. 30 - Earnings per share (EPS)

(Rs. In Lakhs)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting profit impact of dilutive potential equity shares, if any) by the aggregate of weighted average number of Equity shares outstanding during the year and the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

Particulars	March 31, 2021	March 31, 2020
<b>i. Profit attributable to equity holders (Rs in lakhs)</b>		
Profit attributable to equity holders of the parent for basic and diluted EPS	957.99	786.45
	<b>957.99</b>	<b>786.45</b>
<b>ii. Weighted average number of ordinary shares</b>		
Issued ordinary shares	11,600,000	11,600,000
Add/(Less): Effect of shares issued/ (bought back)	-	-
<b>Weighted average number of shares at March 31 for basic and diluted EPS</b>	<b>11,600,000</b>	<b>11,600,000</b>
<b>iii. Basic and diluted earnings per share (Rs)</b>	<b>8.26</b>	<b>6.78</b>

### Note 31: Financial Risk Management

The Company's business activities are exposed to financial risks, namely Credit risk, Liquidity risk. The Company's Senior Management has the overall responsibility for establishing and governing the Company's risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The audit committee oversees how Management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported the audit committee

#### i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes, if require an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

#### ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents

**Note 32: Capital Management**

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances

(Rs. in Lakhs)

Particular	As at 31st March 2021	As at 31st March 2020
Non- Current borrowing	342.99	480.58
Current borrowings	3,950.33	2,706.96
Current maturity of long term debt	-	-
<b>Gross debt</b>	<b>4,293.32</b>	<b>3,187.53</b>
Less : Cash and cash equivalents	225.19	52.32
Less : Other bank balances	399.46	336.24
<b>Adjusted net debt</b>	<b>3,668.67</b>	<b>2,798.97</b>
Total Equity	5,864.43	4,134.62
<b>Adjusted Net debt to Equity ratio</b>	<b>0.63</b>	<b>0.68</b>

**Note 33: Contingencies and Commitments**

(Rs. In Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Interest payable u/s 220(2) for FY 2008-09 dated 11-12-2018 as per Traces	-	0.04
Penalty levied under section 271(1)(c) by ITBA dated 22-11-2018 wide demand identification no 2018200940401569072C	3.92	3.92
Outstanding tax demand with respect to income tax AY 2008-09 alongwith Interest as reflected on income tax portal	10.79	5.26
Outstanding Interest demand with respect to income tax AY 2009-10 alongwith Interest as reflected on income tax portal	0.69	0.00
Outstanding Penalty demand raised u/s 271(1)(c) with respect to income tax AY 2009-10 alongwith Interest as reflected on income tax portal	3.96	0.00
Outstanding Interest demand with respect to income tax AY 2018-19	3.59	3.59
Bank Guarantee	866.74	960.88
Service Tax Payable on reverse charge mechanism	4.38	4.38
Custom Duty (Showcause Notice)	230.34	230.34
Custom Duty (Showcause Notice for Penalty)	481.38	481.38
Outstanding tax demand with respect to VAT/ CST FY 2013-17 (Hyderabad)	8.09	8.09

- 1 The Company has received a demand of Customs Duty via Show Cause Notice dated 13th March, 2018 amounting to Rs.1,86,19,246/- (without interest and penalty) from the Office of the Principal Commissioner of Customs, Mumbai, alleging that the import of Cameras was classified under wrong CTH (Customs Tariff Head) and Company has wrongly availed the duty exemption. The Company is not accepting the demand raised by the customs department and is contesting it. The company as well as its legal advisor are of the view that the classification adopted and exemption claimed were correct and in order. However it is believed that this position will likely be upheld in the appellate process. Hence, in view of the contingent nature of demand, the Company has classified the same under contingent liability.

The Company has received Order-in-Original C.A.O. No. CC-VA/24/2018-19 Adj. (I) ACC dated 28.02.2019 confirming the demand of Customs Duty amounting to Rs. 2,30,33,813/-. The Order also imposes penalty Rs. 4,61,38,438/- and penalty of 20,00,000/-. The Order states that Cameras imported by the Company was classified under wrong CTH (Customs Tariff Head) and Company has wrongly availed the duty exemption. The Company is not accepting the demand confirmed by the customs department and is contesting it. The Company has already filed an appeal against the same before the Customs, Excise, & Service Tax Appellate Tribunal, Mumbai. The Company as well as its legal advisor are of the view that the classification adopted and exemption claimed by the Company were correct and in order. It is believed that this position will likely be upheld in the appellate process. Hence, in view of the contingent nature of demand, the Company has classified the same under contingent liability.

The above dispute is still to be decided and hence the position on the even date for the above matter remains same.

## Note 34: Related Party Disclosures

Disclosure of transactions with Related Parties, as required by Ind AS 24 "Related Party Disclosures" has been set out below. Related parties as defined under clause 9 of the Ind AS 24 have been identified on the basis of representations made by the management and information available with the Company

### A. Names of the Related parties

#### Companies exercising significant influence:

Bittech Services

Click Retail Private Limited

Secure Connection Private Limited

Shilpa Global Pvt.Ltd.

Compunics Technologies Llc

Rinavaa Technologies Pvt. Ltd.

#### Subsidiary

Creative Peripherals and Distribution Ltd (Hong Kong)

Secure Connection Pvt Ltd. (Hong Kong)

#### Key management personnel and their relatives

Ketan Chhaganlal Patel

Vijay Advani

Purvi Ketan Patel

Kurian Chandy

Suresh Bhagavatula

Mihir Shah

Abhijit Kanvinde

Tejas Doshi

#### Other Related parties

Ketan Patel HUF

Nidhi Patel

(Rs. in Lakhs)

Particulars	Nature of Transaction	31.03.2021	31.03.2020
Ketan Chhaganlal Patel	Director's Remuneration (including Bonus)	33.66	57.32
Vijay Advani	Director's Remuneration (including Bonus)	30.46	40.66
Purvi Ketan Patel	Director's Remuneration (including Bonus)	14.27	31.21
Abhijit Kanvinde	KMP's Remuneration (including Bonus)	18.88	26.56
Tejas Doshi	KMP's Remuneration (including Bonus)	8.63	10.89
Ketan Chhaganlal Patel	Other Employee Benefits to Director's	1.01	1.01
Vijay Advani	Other Employee Benefits to Director's	0.77	0.77



Purvi Ketan Patel	Other Employee Benefits to Director's	0.57	0.57
Abhijit Kanvinde	Other Employee Benefits to KMP's	1.34	0.62
Tejas Doshi	Other Employee Benefits to KMP's	1.10	0.38
Nidhi Patel	Salary	8.36	10.44
Ketan Chhaganlal Patel	Interest Paid	22.19	9.97
Vijay Advani	Interest Paid	1.17	1.44
Ketan Patel HUF	Interest Paid	-	-
Nidhi Patel	Interest Paid	-	-
Ketan Chhaganlal Patel	Loan Received	413.50	530.25
Nidhi Patel	Loan Received	-	-
Ketan Chhaganlal Patel	Repayment of loan	461.58	700.94
Vijay Advani	Repayment of loan	-	-
Purvi Ketan Patel	Repayment of loan	-	-
Click Retail Private Limited	Reimbursement of Expenses	-	-
Bittech Services	Purchases	43.91	32.15
Secure Connection Private Limited	Purchases	205.22	176.78
Creative Peripherals & Distribution Ltd (Hong Kong)	Purchases	-	63.71
Secure Connection Limited (Hong Kong)	Purchases	1,193.67	213.70
Compunics Technologies Llc	Purchases	591.50	-
Rinavaa Technologies Pvt. Ltd.	Purchases	2.04	-
Bittech Services	Sales	0.31	15.14
Secure Connection Private Limited	Sales	170.79	31.33
Compunics Technologies Llc	Sales	112.96	99.68
Creative Peripherals & Distribution Ltd (Hong Kong)	Sales	-	658.48
Secure Connection Limited (Hong Kong)	Sales	2.24	31.12
Click Retail Private Limited	Sales	-	52.42
Secure Connection Limited (Hong Kong)	Advance taken in the course of business	-	584.48
Bittech Services	Advance given in the course of business	0.25	-
Secure Connection Private Limited	Advance given in the course of business	-	71.22
(Rs. in Lakhs)			
Balance at the end of the year		31.03.2021	31.03.2020
<b>Entities over which Key Managerial Persons have significant influence / control:</b>			
Bittech Services		(3.88)	(4.13)
Secure Connection Private Limited		552.14	617.71
Click Retail Private Limited		-	6.42
Creative Peripherals & Distribution Ltd (Hong Kong)		-	(10.27)
Secure Connection Limited (Hong Kong)		(705.46)	(767.06)
Compunics Technologies Llc		16.64	-
Rinavaa Technologies Pvt. Ltd.		(1.38)	-
<b>Unsecured Loans</b>			

Ketan Chhaganlal Patel	130.17	148.07
Vijay Advani	12.25	12.32

### Note 35: Foreign Currency Transactions

(Rs. in Lakhs)

Particulars	Nature of Transaction	31.03.2021	31.03.2020
Value of Exports (FOB)	Earnings	14285.12	10554.65
Value of Imports	Expenses	18614.69	31133.38
Foreign Travelling Expenses	Expenses	-	19.84

### Note 36: Dividend

Dividend paid during the year ended 31st March, 2021 include an amount of Rs. 0.50 per equity share towards final dividend for the year ended 31st march 2020.

### Note 37: Segment Information

The Group has identified following reporting segments based on the informations:

- 1 Imaging
- 2 IT
- 3 Others includes Lifestyle, Security etc.

The above business segments have been identified considering:

- 1 the nature of products and services
- 2 the differing risks and returns
- 3 the internal organisation and management structure, and
- 4 the internal financial reporting systems

Consolidated Segment Revenue are as as follows:

Rs. In Lakhs

Particulars	As at March 31, 2021	As at March 31, 2020
Segment Revenue		
- Imaging	7,978.61	19,608.22
- IT	26,269.42	19,227.58
- Others includes Lifestyle, Security etc.	17,766.69	6,936.01
<b>Revenue from Operations</b>	<b>52,014.72</b>	<b>45,771.81</b>
<b>Segment Results</b>		
Net Revenue from each segment after deducting allocable cost		
- Imaging	1,304.14	2,459.53
- IT	2,016.24	2,141.14
- Others includes Lifestyle, Security etc.	1,193.00	467.81
<b>Total</b>	<b>4,513.38</b>	<b>5,068.48</b>
Less: Finance Cost	468.80	479.68
Less: Unallocable cost	2,742.74	3,472.34
<b>Total Profit before Tax</b>	<b>1,301.84</b>	<b>1,116.46</b>
<b>Consolidated Segment Assets and Liabilities are as as follows:</b>		<b>Rs. In Lakhs</b>
<b>Particulars</b>	<b>As at March 31, 2021</b>	
<b>Total Assest</b>		
- Imaging	1,194.46	3,116.78
- IT	7,539.50	4101.27
- Others includes Lifestyle, Security etc.	1,169.43	587.88

<b>Total</b>	<b>9,903.39</b>	<b>7,805.93</b>
<b>Total Liability</b>		
- Imaging	-295.41	-310.17
- IT	3,109.10	2,897.00
- Others includes Lifestyle, Security etc.	21.56	343.60
<b>Total</b>	<b>2,835.16</b>	<b>2,930.43</b>

### Note 38

Figures for the previous years have been regrouped / restated wherever necessary to conform to current year's presentation

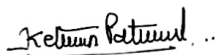
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No : 001687N



CA Nikul Jalan (Partner)

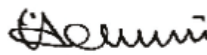
Membership No. 112353  
Mumbai, Dated: 18th June, 2021

For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



Ketan C Patel

Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani

Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde

Chief Financial Officer



Tejas Doshi

Company Secretary and  
Compliance Officer

## Instructions on attending e-AGM and e-Voting

### GENERAL

1. In view of the continuing restrictions on the movement of people at several places in the country, due to the outbreak of COVID-19, the Ministry of Corporate Affairs, Government of India ('MCA'), and the Securities and Exchange Board of India ('SEBI'), have allowed companies to conduct Annual General Meeting ("AGM") through Video-Conferencing ('VC') / Other Audio-Visual Means ('OAVM') till December 31, 2021, without the physical presence of members. This also addresses the health and safety of the members. This AGM is being convened in compliance with applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made thereunder; provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'); the circulars issued by Ministry of Corporate affairs ('MCA') i.e. General circular no. 10/2021 dated 23rd June, 2021 vide no. F. No. 2/6/2020-CL-V and circulars issued by Securities Exchange Board of India ("SEBI").
2. An Explanatory Statement pursuant to Section 102 of the Act, in respect of Item nos. 4,5 & 6 of the Notice set out above, is annexed hereto. The Board of Directors have considered and decided to include Item 4,5 & 6 as Special Business.
3. In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. 4<sup>th</sup> Floor, Plot No 137AB, Kandivali Co Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai - 400 067 which shall be the venue of the AGM. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

### DISPATCH OF NOTICE:

6. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM is being sent through e-mail to those members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice will also be available on the on the Company's website at [www.ecreativeindia.com](http://www.ecreativeindia.com), websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
7. Members who have still not registered their e-mail IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their e-mail IDs registered by contacting their respective Stock Broker/ Depository Participant. Members holding shares in physical mode are requested to register their e-mail IDs with the Company or the RTA (M/s Bigshare Services Private Limited), for receiving the Notice of AGM and Annual Report. Requests can be e-mailed [cs@ecreativeindia.com](mailto:cs@ecreativeindia.com) or [investor@bigshareonline.com](mailto:investor@bigshareonline.com). We urge members to support this Green Initiative effort of the Company and get their e-mail IDs registered.

### CUT OFF DATE

8. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Wednesday, 22<sup>nd</sup> September 2021 ("the cut-off date") only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

### DECLARATION OF VOTING RESULT:

9. The Board of Directors has appointed M/s. Satyajit Mishra & Co., Practicing Company Secretaries, as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

10. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of 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 authorised by him in writing, who shall countersign the same.
11. The result declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.ecreativeindia.com](http://www.ecreativeindia.com). The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.

#### **OTHER USEFUL INFORMATION:**

12. Members are requested to read the 'Shareholder Information' section of the Notice for useful information.
13. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs, and those holding shares in physical form are requested to submit their PAN to the Company's Registrar and Transfer Agent.
14. Members who hold shares in the dematerialised form and desire a change/correction in the bank account details, should intimate the same to their concerned DPs and not to the Company's RTA. Members are also requested to give the MICR Code of their banks to their DPs. The Company/Company's RTA will not entertain any direct request from such members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered as will be furnished by the DPs to the Company.

#### **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E- VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- a. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular no. 10/2021 dated 23rd June, 2021 vide no. F. No. 2/6/2020-CL-V. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- b. Pursuant to 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 Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- c. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- d. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- e. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- f. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.ecreativeindia.com](http://www.ecreativeindia.com). The Notice can also be accessed from the website of the Stock Exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for

providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

**Note:** Please read the instructions carefully before exercising your vote.

Facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:

Commencement of voting	End of voting
From 09:00 AM, Sunday, 26 <sup>th</sup> September, 2021	Up to 05:00 PM, Tuesday, 28 <sup>th</sup> September, 2021

The voting will not be allowed beyond 5:00 p.m. (IST) on Tuesday, September 28, 2021 and the e-voting shall be disabled by CDSL upon expiry of the aforesaid date and time.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

- (i) The voting period begins on 9:00 a.m. (IST) on Sunday, September 26, 2021 and ends on 5:00 p.m. (IST) on Tuesday, September 28, 2021. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Wednesday, September 22, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>



Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iii) Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

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

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

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@ecreativeindia.com](mailto:cs@ecreativeindia.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

## **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@ecreativeindia.com](mailto:cs@ecreativeindia.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@ecreativeindia.com](mailto:cs@ecreativeindia.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e- Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

## ● Key Events

Sr. No.	Particulars	Date / Particulars
1	Cut-off date / BenPos date to send Notice and Annual Report to Shareholders	03 <sup>rd</sup> September, 2021
2	Record Date for Dividend	22 <sup>nd</sup> September, 2021
3	Proposed Final Dividend for AGM	Re. 0.50/- Per Share (5% on face value)
4	Cut-off date for e-Voting eligibility	22 <sup>nd</sup> September, 2021
5	Book Closure Date (Beginning)	23 <sup>rd</sup> September, 2021
6	e-Voting Starts	09:00 AM Sunday, 26 <sup>th</sup> September, 2021
7	e-Voting ends	05:00 PM Tuesday, 28 <sup>th</sup> September, 2021
8	Annual General Meeting Date & Time	Wednesday, 29 <sup>th</sup> September, 2021 11.00 am
9	Annual General Meeting Venue	Online through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'),
10	Book Closure Date (End)	29 <sup>th</sup> September, 2021
11	Contact details for any support / grievance	Mr. Tejas Doshi Company Secretary and Compliance Officer Email: cs@ecreativeindia.com Contact No.: +91 22 5061 2700



Flow of business ideas.



**CREATIVE**

NEWTECH

A great business idea

**Creative Newtech Limited**

(Formerly known as Creative Peripherals and Distribution Limited)

**Registered Office:** 3rd & 4th Floor, Plot No. 137AB,

Kandivali Co-Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai - 400 067.

**[www.ecreativeindia.com](http://www.ecreativeindia.com)**

ISO 9001:2015 Certified Company

(CIN): L52392MH2004PLC148754

**T:** 022 5061 2700 **E:** [cs@ecreativeindia.com](mailto:cs@ecreativeindia.com)