



**CREATIVE**  
NEWTECH



# **POWERING IDEAS**

**Creative Newtech Limited**

18<sup>th</sup> Annual Report  
2021 - 22



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**The mind, once  
stretched by a new  
idea, never returns  
to its original  
dimensions.**

- Ralph Waldo Emerson

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**CREATIVE**

NEW TECH

A great business idea



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## Key Drivers Of The Company

### Board of Directors and Key Managerial Persons

**Mr. Ketan Patel**  
Chairman & Managing  
Director

**Mrs. Purvi Patel**  
Whole-time Director  
(Woman Director)

**Mr. Vijay Advani**  
Whole-time Director

**Mr. Mihir Shah**  
Independent Director

**Mr. Suresh Bhagavatula**  
Independent Director

**Mr. Kurian Chandy**  
Independent Director

**Ms. Prachi Jain\***  
Additional Independent  
Director

**Mr. Abhijit Kanvinde**  
Chief Financial Officer

**Mr. Tejas Doshi**  
Chief Compliance Officer &  
Company Secretary

\*Appointed as Additional Non-Executive Independent Director in the Board Meeting held on 29<sup>th</sup> July 2022.

### Audit Committee

**Mr. Kurian Chandy**  
Chairman

**Mr. Suresh Bhagavatula**  
Member

**Mr. Mihir Shah**  
Member

**Mr. Tejas Doshi**  
Secretary

### Nomination Remuneration Committee

**Mr. Mihir Shah**  
Chairman

**Mr. Kurian Chandy**  
Member

**Mr. Suresh Bhagavatula**  
Member

**Mr. Tejas Doshi**  
Secretary

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

**Mrs. Madhura Juwlekar**  
Chairperson

**Mr. Ketan Patel**  
Member

**Mrs. Purvi Patel**  
Member

**Mr. Ravindra Lad**  
Member (HR)

**Mr. Tejas Doshi**  
Secretary

### Risk Management Committee

**Mr. Ketan Patel**  
Chairman

**Mrs. Purvi Patel**  
Member

**Mr. Kurian Chandy**  
Member

**Mr. Abhijit Kanvinde**  
Member

**Mr. Tejas Doshi**  
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

## Stakeholders' Relationship Committee

**Mr. Suresh Bhagavatula**  
Chairman

**Mr. Mihir Shah**  
Member

**Mr. Kurian Chandy**  
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.**  
Practicing 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:** Office no. - S6-2, 6th floor, Pinnacle  
Business Park, Mahakali Caves Road,  
Andheri (East), Mumbai - 93  
**SEBI Registration No:** INR000001385  
**Email ID:** investor@bigshareonline.com  
**Website:** www.bigshareonline.com











## Investor Relations

**Ernst & Young LLP**  
**Add:** 14th floor, The Ruby, 29 Senapati  
Bapat Marg, Dadar (West), Mumbai - 28  
**Email ID:** diwakar.pingle@in.ey.com  
**Website:** www.ey.com

## Banks



## **Key Milestones of the year**

-  Expanded Honeywell licensing agreement to include 38 countries across APAC, Middle East and Africa.
-  Category Expansion - Added Home Audio & Air Purifier products to diversify Honeywell product portfolio.
-  Signed Distribution Agreement with Fujifilm for their Instax range of Cameras and its accessories
-  Category Expansion - in Samsung brand by adding their Samsung Flash Memory products into our existing arrangement with them.
-  Signed Distribution Agreement with Lexar for Flash Memory and complimentary accessories
-  Signed exclusive distribution agreement with Hama Gulf to distribute their range of photography products
-  Developed D2C sites for Olympus and Hyperice.
-  Warehouse Expansion - Upgrade of technology as well as space from 40,000 sq. ft. to 1,18,000 sq. ft.
-  Regional Expansion - Other than our presence in existing regions we are now also present at Varanasi, Dehradun, Chandigarh and Jammu to cater demand for fast growing Eastern UP, Uttarakhand, Himachal and Jammu & Kashmir region.
-  Realigned categories for brands into FMSG, FMCT, FMEG, EB to improve strategy.

## Team Creative

### • Executive Directors •



**Mr. Ketan Patel**  
Chairman & Managing Director



**Mrs. Purvi Patel**  
Whole-time 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



**Ms. Prachi Jain**  
Additional Independent  
Director

### • Key Managerial Personnel •



**Mr. Abhijit Kanvinde**  
Chief Financial Officer



**Mr. Tejas Doshi**  
Chief Compliance Officer &  
Company Secretary

### • Department Heads •



**Mr. Amol Patil**  
Vice President - Products



**Mr. Upendra Singh**  
Vice President - Sales



**Mr. Mitesh Shah**  
Vice President - Finance

## Company at a glance

- ◎ Diversified Products Portfolio
  - Licensee of Honeywell Inc.
  - 25+ Brands under said segments (FMCG+FMCT+FMEG+EB)
  - 8000+ Trusted partners
- ◎ Total 25+ regions in India
- ◎ Over 300 skilled workforce across India

**25+**

Brands

**3200+**

Products

**1992**

Started Journey

**867 Cr**

Market Cap  
as on 31st March 2022

**8000+**

Happy Channel  
Partners

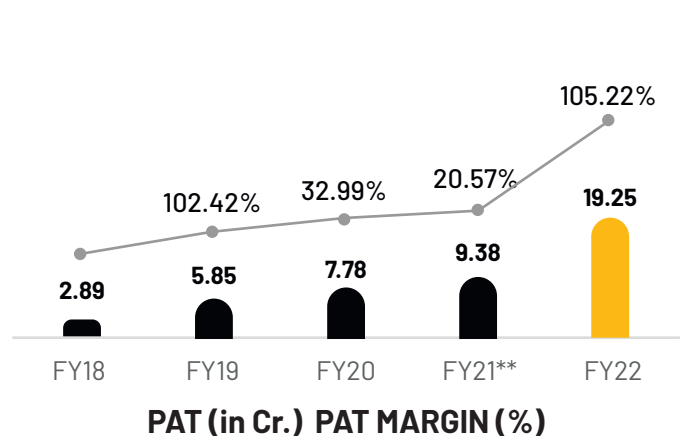
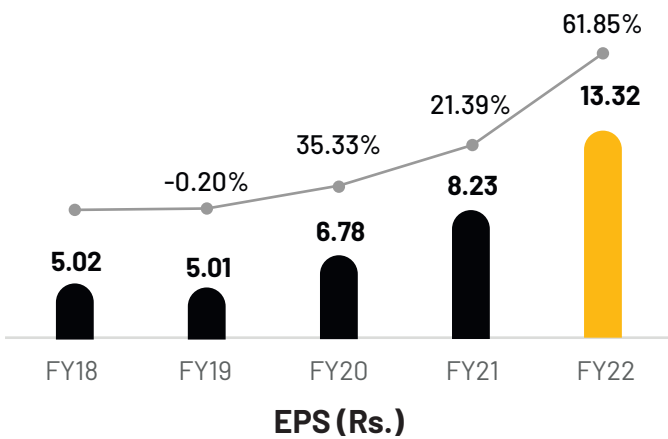
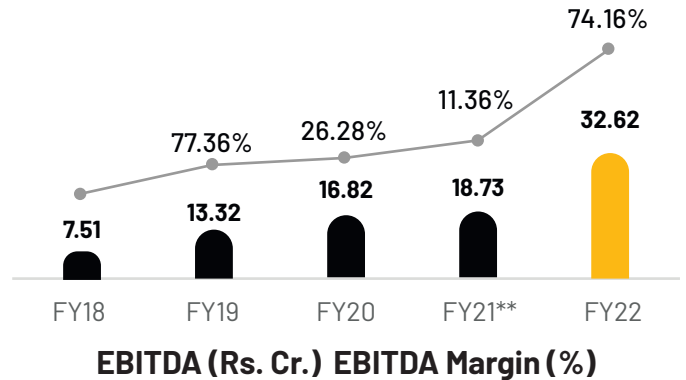
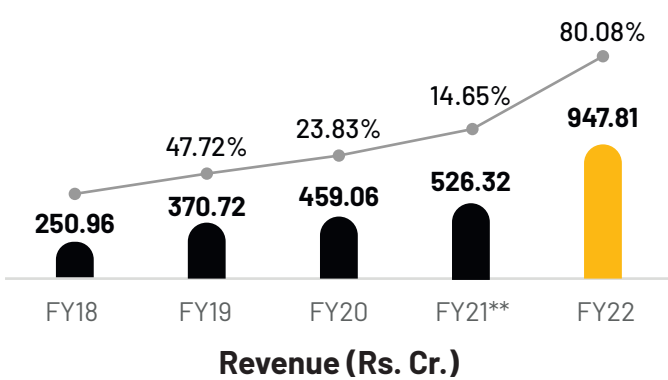
### Key Business Attributes

- Identifying niche and experiential brands
- Adopting and investing in new age technologies
- Providing smart connectivity solutions
- Establishing long term partnerships with vendors and partners
- Focusing on customers' needs and requirements



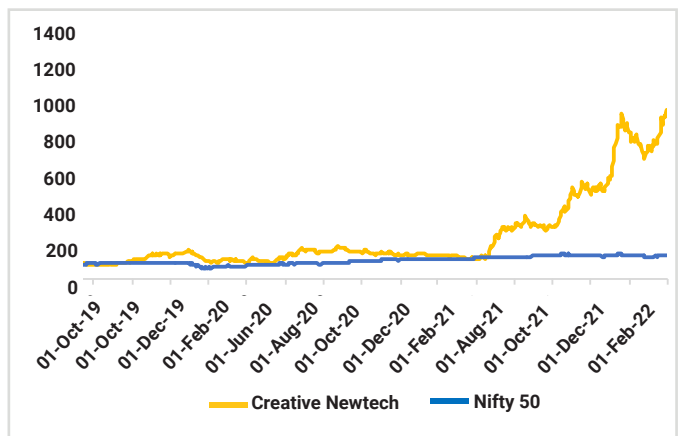
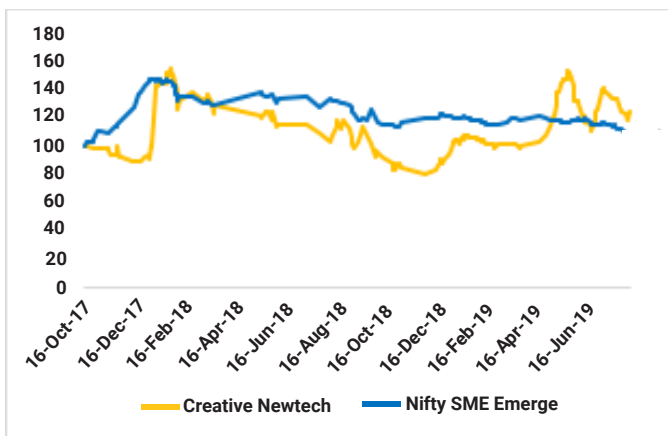
# Key Consolidated highlights and performance over past five years

\*\* COVID year



## 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 2019-22.



\*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 (2019-2022)



**Ketan Patel**

Chairman and Managing Director

### **Dear Shareholders,**

As I write this year's letter to our shareholders, I reflect upon an old proverb: 'I can't change the direction of the wind, but I can adjust my sails to always reach my destination'; which has never been more relevant than the times we have witnessed in the pandemic years. As the pandemic tested us and the rest of the world, we responded with remarkable resilience and agility, continuing to power ahead with our combination of new ideas, innovation and human potential.

We realise our collective potential through our commitment to creating value for all our clients, shareholders, business partners, people and society. This potential needs also to be channelised in the right direction, and I believe today we are well-positioned to march ahead in the right direction to achieve our goals.

The digital transformation happening across industries, accelerated by the pandemic, has meant that we need to strengthen our offerings and deepen our understanding of the latest technology trends as we expand to seek emerging avenues for our business growth. We realised that our contract manufacturing and brand licensing business model has begun to bear fruit. This is where we continue to expand our outreach into newer geographies and scale up across channels. Our capabilities in reach, partnerships, the quality of our people, our expertise, and value-added services for global brands – give us the confidence to march ahead to tap newer opportunities.

Add to this, our core business offering, through which we enable global brands to establish their footprints, has been better categorised and structured to suit our growth strategy and direction. As you would know by now, our approach is ingrained in creating better customer experiences, and we are now deepening this understanding across segments. Our business now structures itself to align better with each demographic segment – whether it is a technology for the younger populace driven by social media, consumer technologies and appliances for the office and household needs, or critical enterprise technology products. We have added several new global brands to our portfolio to keep up with the ever-changing dynamic technology needs of enterprises, households, and consumers worldwide.

CKart, our online B2B e-commerce solutions platform, marks our agile adaptation to the emerging consumer needs of the future. With the seemingly unstoppable rise of e-commerce, smart digital technologies have become indispensable for households, educational institutions, and several other industries. Adopting a digital and automated supply chain ecosystem is critical for cost-effective business growth.

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 we put the lessons of the pandemic behind us, I believe we are now well-positioned to identify and channelise our capabilities in the right direction for a brighter future.

With this perspective, I present our annual report for the fiscal year 2022, highlighting our strengths and the new opportunities ready for growth in the fast-growing India digitisation story.

### **Reviewing our performance**

This financial year 2022 has been recovering strongly from the testing times of the previous pandemic-induced lockdown year. As we demonstrated our resilience and pivoted swiftly to capture opportunities presented by changing market dynamics, we also saw marked improvement in consumer sentiments. This, coupled with our ready product portfolio and core strengths, has enabled us to maintain our strong growth trajectory.

In the financial year ended 31st March 2022, we reported a strong 80.08% year-on-year growth in revenue at Rs. 947.81 cr, while EBITDA and PAT stood at Rs. 32.62 cr and Rs. 19.24 cr, a year-on-year growth of 74.15% and 105.17%, respectively. This reflects our Company's commitment and ability to deliver on its plans and business strategy even during market upheavals. Notably, this represents operations of less than 11 months with lockdown across several states in India during the first quarter.

### **Business Overview**

We recently rearranged our segmental structure to better align with our business structure and strategy on the distribution front. Our brands are now categorised into the following four segments: Fast moving social media goods (FMMSG), Fast Moving Consumer Technology (FMCT), Enterprise Business (EB) and Fast Moving Electronic Goods (FMEG). These categories reflect the dynamics of the customer segments and their needs. They are also better aligned and give clarity on high-margin and





Top (Left to Right) - Mr. Upendra Singh, Mr. Amol Patil, Mr. Abhijit Kanvinde, Mr. Tejas Doshi, Mr. Mitesh Shah  
Bottom (Left to Right) - Mr. Vijay Advani, Mr. Ketan Patel, Mrs. Purvi Patel

high-volume product segments. This year, we have added several new brands, like Hyperice, Insta360, and Fujifilm. Our tie-up with Reliance Retail covers a wide range product including lights, bulbs, fans, and home appliances from BPL and Kelvinator. Having such household names in our portfolio also broadens our market reach.

In terms of brand licensing, our association with Honeywell continues to grow stronger. We have the required certification to launch in various countries across the Middle East and APAC region. The benefits of this association are gradually showing effects now as we scale up the line of business

CKart, with which we have entered the online B2B e-commerce vertical, is also a critical turning point in our business. Growing well since launch, we have seen a good adoption rate among our channels. We expect Ckart to expand our customer base without much additional cost.

**Going forward, our focus remains on the three primary growth triggers -**

- i) offering experiential products by enabling global niche brands to enter and establish in new markets
- ii) expanding our Honeywell business to new geographies
- iii) targeting more brands under this model, and becoming an online platform for all customers through Ckart.

We expect these pillars to drive our growth steadily and sustainably.

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

I thank the entire Creative family for their hard work and dedication to moving the Company forward during difficult times, even as we march ahead in our growth journey to scale newer heights. I also extend my gratitude to all our stakeholders, whose support and helps us achieve higher goals, year after year.

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

# 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**

## Our Partners

### FMSG Fast Moving Social-Media Gadgets

**BaByliss**  
PARIS

**COLORFUL**



Make It Yours.

**edelkrone**

**hama** **Honeywell**



**Insta360**

**instax**  
FUJIFILM

**Lexar**

**msi**

**OLYMPUS**

**PNY** **TT** **thermaltake**

**Transcend**



Seeing beyond

### FMCT Fast Moving Consumer Technology



The Ultimate Wireless  
**rapoo**

**SAMSUNG**

**ViewSonic**

### FMEG Fast Moving Electronics Goods



**Kelvinator**

### EB Enterprise Business

**AOC**



**PHILIPS** **PRINTRONIX**

## **Evolving through the times**

As the world, and along with it we at creative, have emerged from the shadows of the pandemic, we realise that true potential lies within us. We can collectively tide over challenges, and are limited only by our imagination. At Creative Newtech, our ability to innovate and stay agile has been demonstrated time and time again. As we march forward in our growth journey, we now channelize our realised capabilities to achieve our goals in the best way possible.

At Creative, we have rapidly evolved from being seen as just market entry specialists to being recognized as future brand licensing partners for notable global Fortune 100 brands. We are now digging our heels further into the ground, strengthening this position and expanding our roots to explore new geographies. Our market-entry-specialist business also reflects this new alignment with our vision for the future, where we identify segments to channelize future growth. We have powered ahead with cutting-edge digital technologies and B2B solutions to address the changing business, customer and lifestyle needs. We have collectively recognized our strengths and are well-positioned to channelize them in the best direction possible for our stakeholders.

Smart digital technologies have become indispensable for enterprises, households, and consumers across the globe. Such growing digital adoption presents a lucrative opportunity for B2B businesses like ours. Our brand licensing business strategy has borne us the fruits of expansion into newer markets, which will continue to drive the direction for our growth.

Adopting a digital way of working and improving our supply chain ecosystem remains key for business growth. Our winning ideas have lit up the path, helping us consistently deliver value for our stakeholders.

Dynamism and business agility run 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 the strength of our people and organisational culture of teamwork. Our business strategy for across segments in the new enterprise and fast-moving technology universe; powered by new expansion, innovation and human potential; have collectively ensured we channelize our capabilities in the right direction.

Challenging the status quo and looking for ways to offer our stakeholders more value and a better experience continues to remain at the heart of everything we do.

## 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

Audio

A Great Business Idea



### Hyperice

Hypervolt

A Great Business Idea

## What Our Brand Partners have to say

"Creative Newtech, formerly CPDL have been our distributor for India for last three years and the experience so far has been wonderful. We have registered double digit growth during the pandemic majorly because of the financial and logistics support offered by Creative Newtech. Driven by seasoned professionals, their financial prudence and presence in new-age channels such as LFRs, Online and D2C makes them the right distribution partner for India market."

" We have been associated with Creative from last 8 years around and we have seen Team creative improving year after year ,As an OEM we are getting almost every support required in order to grow our business .Appreciate their efforts in providing the credit line and timely deliveries to our customers. They are part of our success all during these years and wants to be supportive like this in future too ."



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

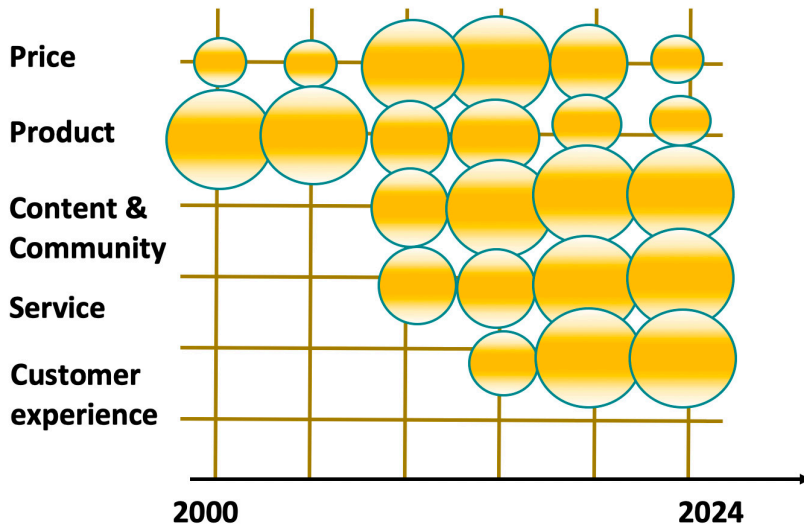


**Mr. Muneer Ahmad**  
VP Sales and Marketing - AV,  
ViewSonic



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

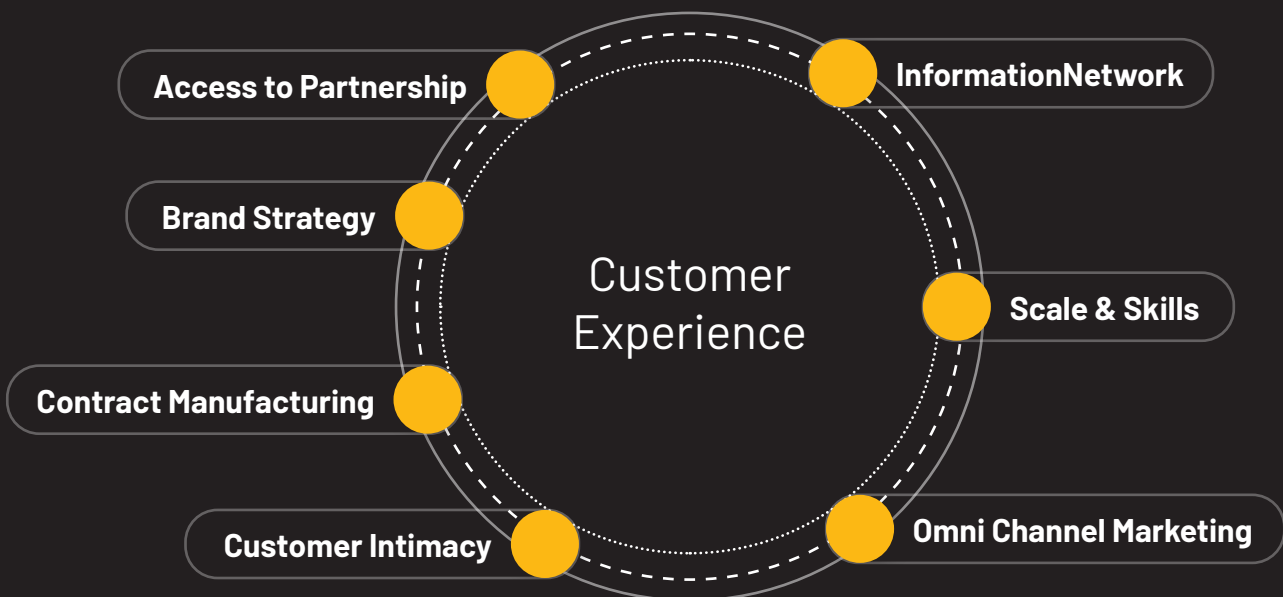
We believe that by 2024, 'customer experience', 'service' and 'community' connect will differentiate brands and take priority over 'product' and 'pricing' parameters for growth in the age of digital transformation. We see our opportunity in adding value for brands and partners in this growth journey.



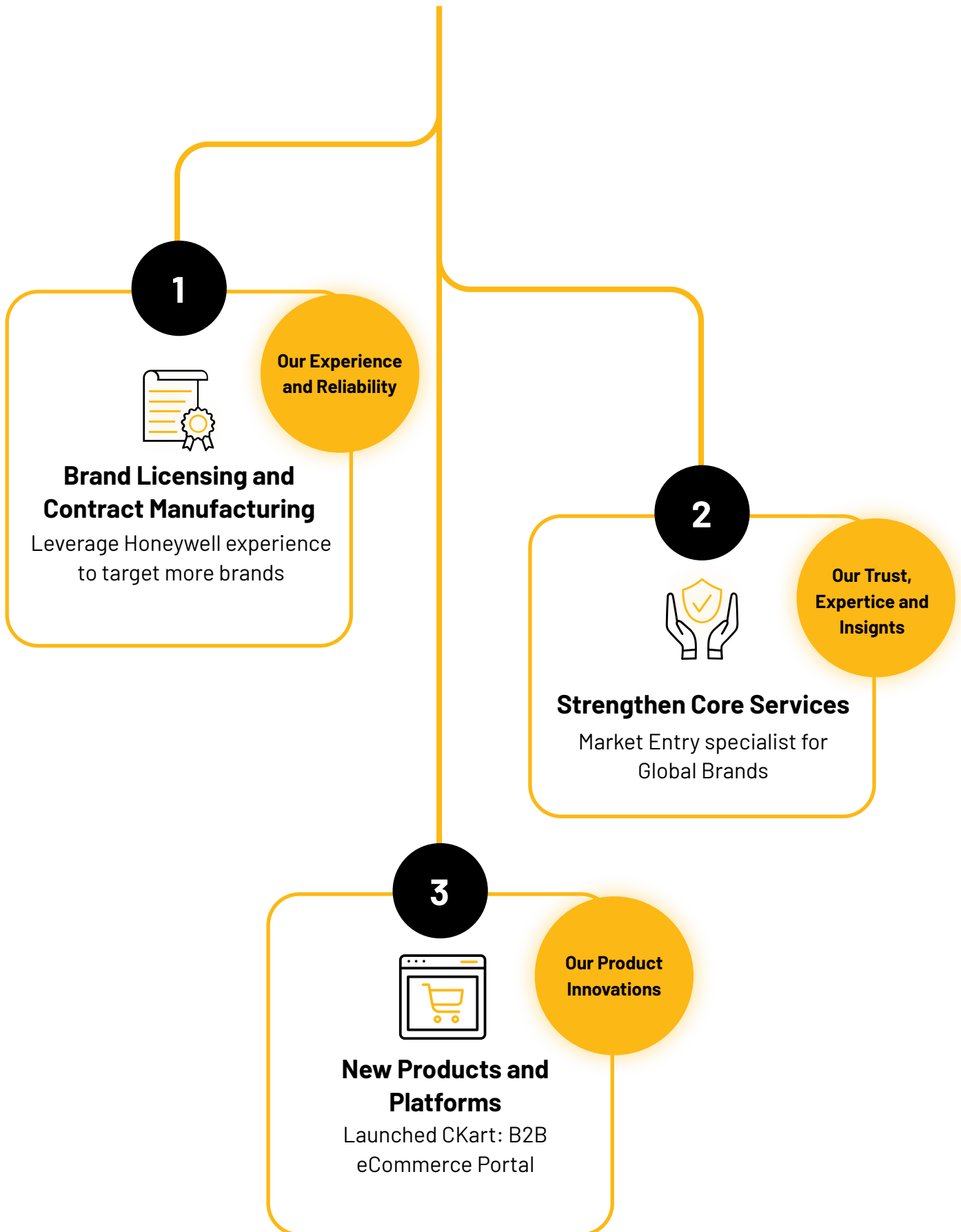
By 2024, **Customer Experience** would overtake **Price and Product** as the key brand differentiator

Our Value Add

## What is Needed?



# 3-pronged





## 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 38 countries across APAC, Middle East and Africa region. Currently Honeywell License Holder and offers a vast suite of products spanning consumer to enterprise segments -from Enhancement products for laptops, smartphones & TVs, to Audio

products to Air Purifiers to enterprise class infrastructure through our Structured cabling systems offerings.

**Honeywell**: Fortune 50 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



### 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)

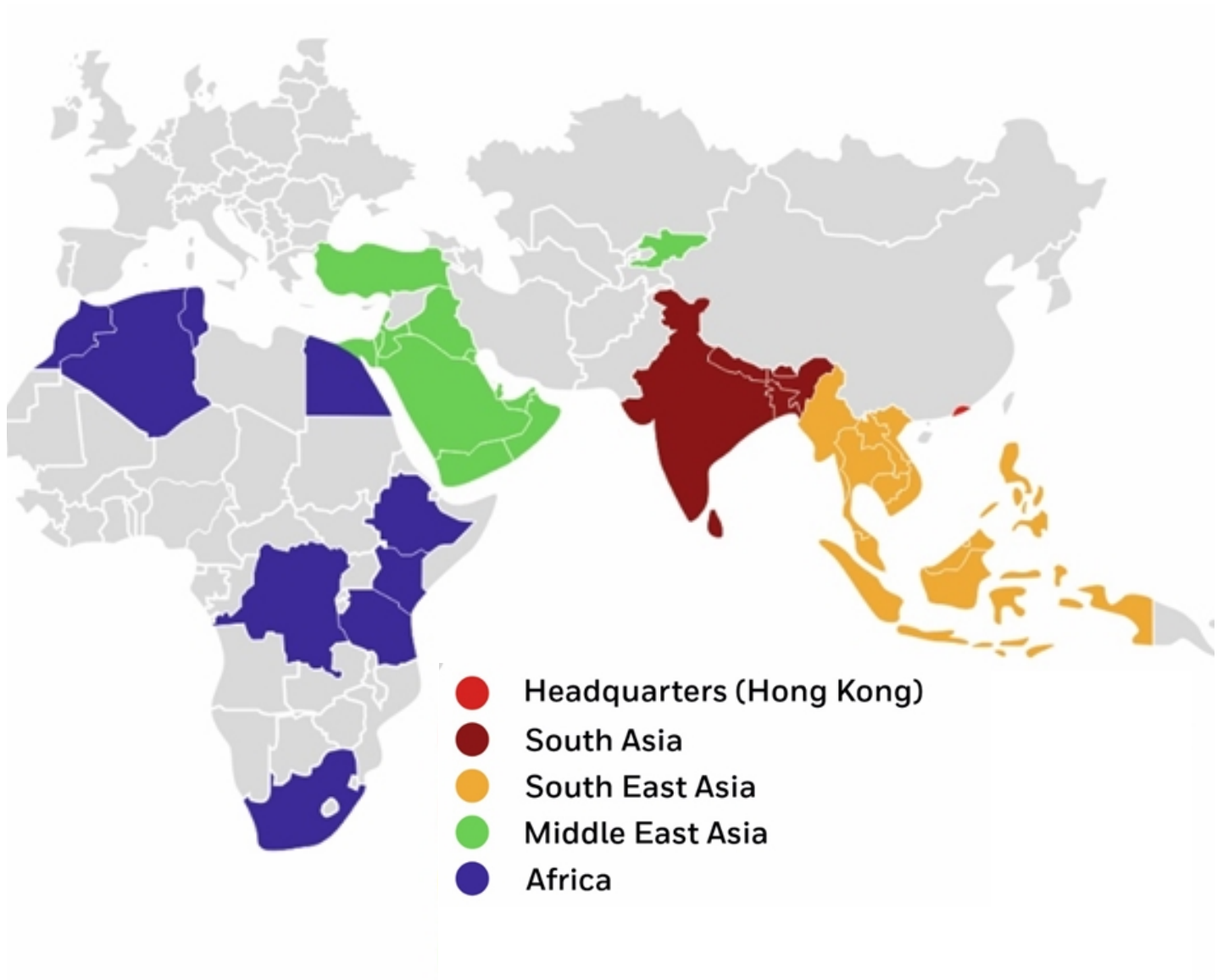
### Value Added Services

- 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

# Exclusive rights to sell across 38 countries



## South Asia



## Middle East Asia



## South East Asia



## Africa



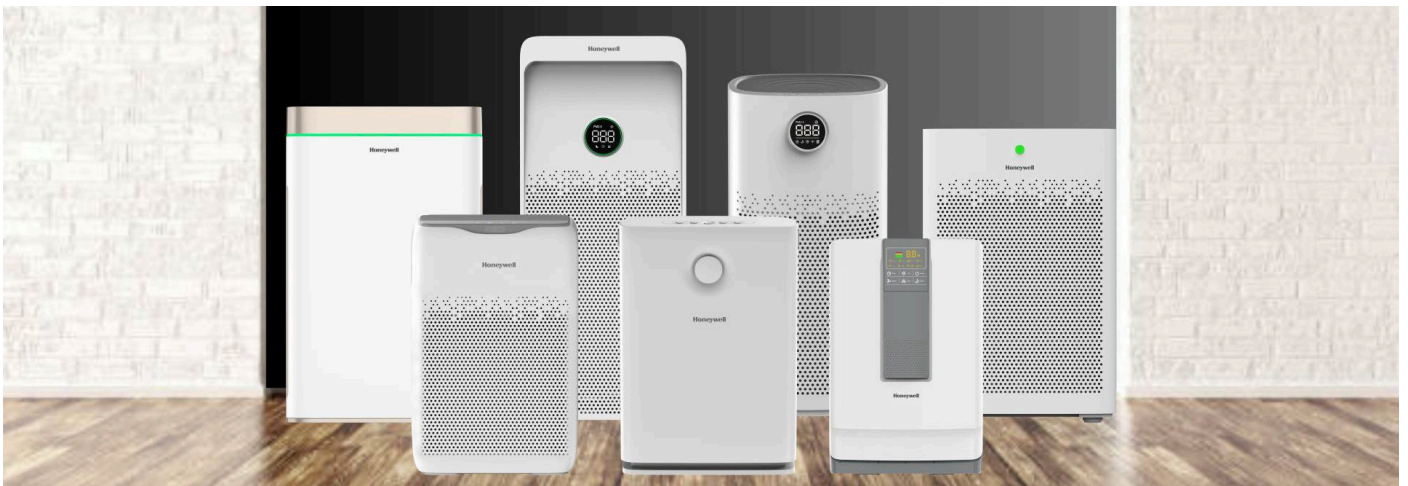


## Winning Idea:

In keeping with our spirit of taking 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, an increase in consumer awareness of health helped boost demand for products like air purifiers and the prevalence of work-from-home environments, which increased demand for connected home audio products. We, therefore, added new lines of Honeywell Audio and Honeywell Air Purifier products, which have emerged as our winning idea in a challenging broader business environment.



## HONEYWELL CONNECTION | HOME AUDIO



## HONEYWELL CONNECTION | AIR PURIFIER

## Tough Entry Barrier & Hyper Growth Ahead



### Entry Barrier

The biggest entry barrier to breakthrough in Honeywell is the long-drawn compliance process and product approval including certifications.



### Approval Process

The process of getting approval for each product is time consuming and expensive.



### Launch of Products

We have spent last 4-5 years in getting the approvals for the products and now we are ready to launch several new products in coming months.

## Approved Certificates



“Having watched Creative metamorphose into a lean, agile and leading distribution organisation has been one of my greatest professional pleasures. Today the organisation has come to represent what a top class distribution set up needs to be, to succeed in the fast paced and ever evolving Indian market. I am sure the team at Creative will continue to blaze new trails of success and achieve even higher milestones in the times to come. My best wishes to the entire team.”

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

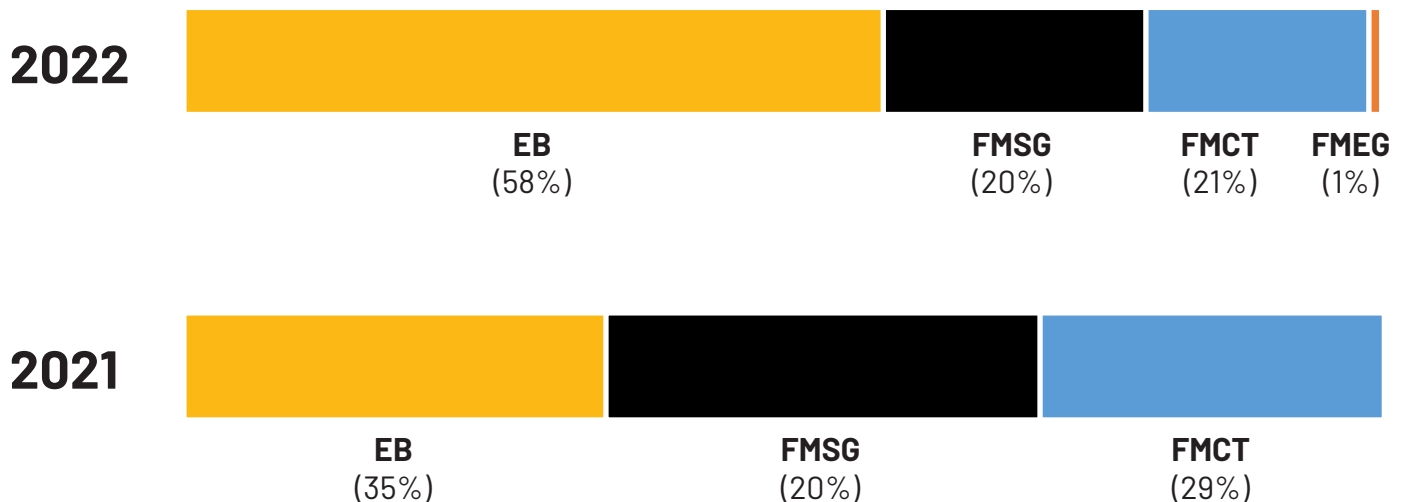
## 2. Strengthen Core Services

The **Second pillar** is our expertise and stronghold in market entry and penetration for niche brands. We have long-term associations with over 25 globally renowned brands, which are leaders in their fields. These are categorized into four broad divisions: FMSG, FMCT, FMEG, EB,. Our value-added services (like executing a brand’s marketing strategy and post-sales service) along with this broad spectrum of products have 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, sub-distributors, and retailers, a critical link in the supply chain. We continuously enhance this bouquet of brands with new and high-margin products.



**Trusted partner for over 25 Global Brands**

### Segment wise revenue



# Hyperice Case Study

A four-minute mile or four-minute run. Rookie of the year or parent of the year. Hall of fame or first game. It doesn't matter what you do or how you do it. Hyperice is designed for all - from the most elite athletes, leagues, teams, to the common people doing regular activities like - dancing, zumba, running, cycling, trekking etc. and are looking to unlock the best version of themselves.

Fitness technology is always exciting, with everyone from giants such as Google and Apple to many innovative start-ups constantly finding novel ways to collect and interpret data to help us achieve personal goals and improve our health.



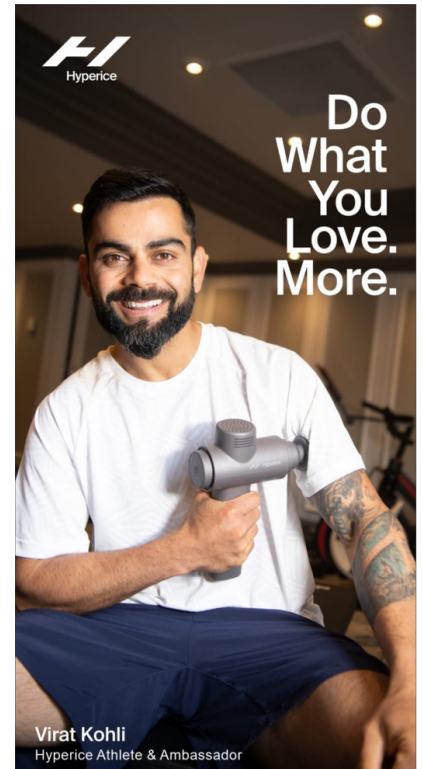
## About Hyperice -

Founded in 2011, Hyperice's products have been used by the world's best athletes and consumers in over 60 countries throughout the globe. During the year 2021, Fast Company named this US-based giant one of the World's Most Innovative Companies. Also, Hyperice is appearing on the Inc. 500 list for five consecutive years. It's a global high-performance wellness brand specializing in percussion, dynamic air compression, vibration, thermal technology, mind technology, and contrast therapy. From massage to meditation, it's suite of products enables you to be at your best, so you can always find the simple fun in **doing what you love and more.**

**Creative NewtechxHyperice Synergy-The association was established in 2021 as a national distributor. We have exclusive distribution rights across India to leverage a strong nationwide network.**

**Marketing Strategy -** In our role as a market entry specialist for global brands, we have suggested some of the strategies to Hyperice for a stronger entry into the Indian market. One of the marketing strategies we recommended was to tailor the tagline for Indian consumers. This coincided with the global marketing campaign of Hyperice, wherein they launched a new Logo, Brand Anthem & Tag Line **"Do What You Love. More"** and Hyperice announced Indian cricketer **Virat Kohli** as a Hyperice athlete-investor and new brand ambassador. In line with this, the focus on international fitness activities and games such as baseball, skiing, surfing, and climbing would have to be replaced by the sports that Indians love, like Cricket, Kabaddi, Cycling Marathons etc.





## Social Media Snapshots

- **Hyperice Instagram Followers – 5.5 million followers / 1476 posts.**
- **Social media post by Virat Kohli – grabbed more than 2 million eyeballs within the first 2 hours.**

Additionally, we have taken the initiative to introduce **www.hyperice.in** to Indian consumers, enabling them to directly buy Hyperice products.

## On Field Activities –

The product sales cycle revolves primarily around gyms, healthcare centres and athletes. Therefore, we have dynamic skilled Product Manager who is a Physiotherapist, who understands the human body very well and also having a great business acumen skill to lead the product. As he represents Hyperice products to industry experts, the comprehensive understanding of the human body is must require to pitch the products accordingly.

Using this strategy, we marketed the Hyperice products to the Cult Fit, UFC Gym, Golds Gym, Amazon, Croma, Naya Gadgets Retail and to Individuals who are seeking to improve recovery, relieve tension, unlock sore muscles, and prime their mind and body.

So far, we have done 85 events in the first 9 months PAN India across various sporting / lifestyle activities like Marathons, Cyclothon, Badminton Championship, Dirt Bike Racing, Harley Owners Group Rides, Golf, Basketball, Mobility workshops at Gyms etc. which significantly increased brand awareness via active participation.

We have also begun “Train the Trainer” program at various fitness facilities like Gold’s Gym, UFC Gym, Cult Fit and many stand-alone gyms and healthcare centres.

Presence in International Health & Fitness Federation Expo (India’s largest fitness expo)

Product Training / Experience to more than 3500+ participants / trainers across all events.



## Scalability

Witnessed growth in sales in India across verticals like LFR, ECOM, DTC, Channel, where no other brand has forayed till date. India offers a high growth potential since this category is in nascent stage compared to other global markets.



“Hyperice is the ultimate everyday wellness essential designed for everyone. Whether you’re a pro athlete or you’re a weekend warrior, or you’re just trying to get in a 20-minute run, or you’re sitting at work, Hyperice’s comprehensive suite of warm up, recovery, and muscle maintenance technology is here to make you feel better and move better. Hyperice is committed to providing everyone access to industry leading recovery technology that will be paramount in ensuring that everyone and not just elite athletes achieve their wellness and fitness goals. In partnership with Creative Newtech Limited, our national distributor, we continue to bring the Hyperice experience at retail near you.”

**Mrs. Mayuri Pitale**  
**Hyperice - Director, Business Development & Marketing (India)**



### 🎯 3. New Products and Platforms



www.ckartonline.com

- #1**  
Online Digital B2B e-commerce platform
- #2**  
Captive marketplace for subscribed business partners
- #3**  
Expands the company's product domain
- #4**  
Boosts customer-base without additional manpower
- #5**  
With growing digitization in the industry, CKart paves the way for a future-ready growth

We recently added a 'seller module' of the platform, allowing a partner to sell their entire inventory of products to their customers through CKart, including products that are not directly under Creative's portfolio.

We will also enable partners to have their own-branded micro-site hosted on our platform. These features benefit the partner and would garner further adoption among players. CKart will fortify our presence as a one-stop shop for customers and improve our working capital cycle and profitability.

## **Harnessing Human Potential**

At Creative NewTech, our people and teams have demonstrated exceptional resilience and capabilities even in the most challenging times. Our values of taking the initiative and demonstrating accountability and responsibility have guided us throughout our growth journey, helping your company stay true to its mission. Last year, we showed 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 give up on our commitments to create value for our stakeholders, i.e. our clients, business partners, people, and community. 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:**

Some of the world's leading brands provide value for our clients, 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 for more than ten years, showcasing the strength of our reliability. Our clients rely on us to help them access the Indian market with ease and experientially offer their products to end customers. We provide 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 regularly stayed 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, and Nykaa, among 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 could 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.

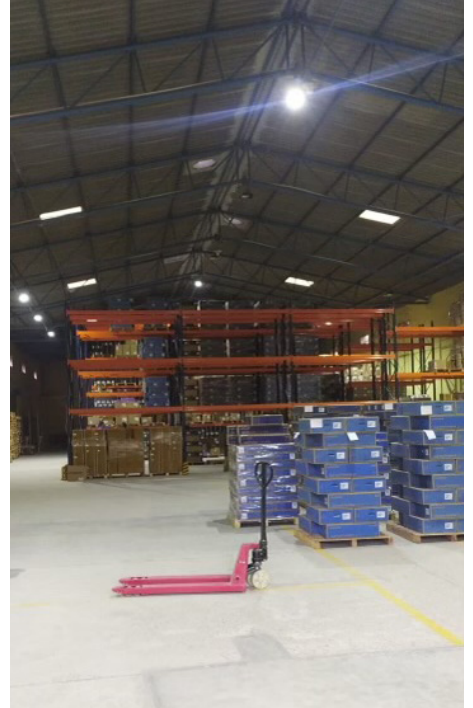
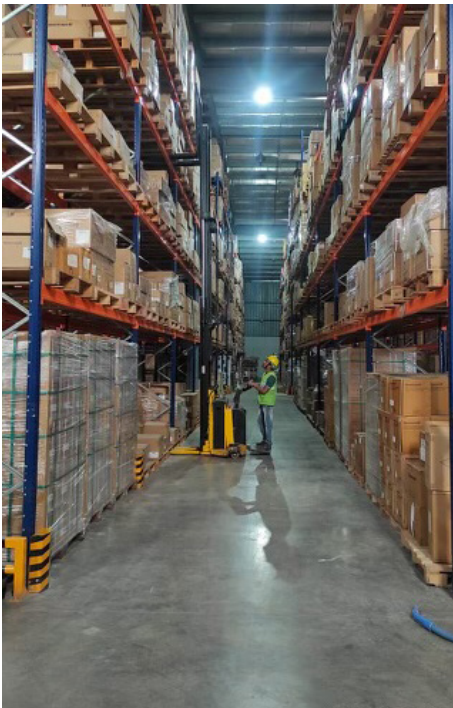
## Smart Sourcing Capabilities

### Dispatch all over India from Central warehouse

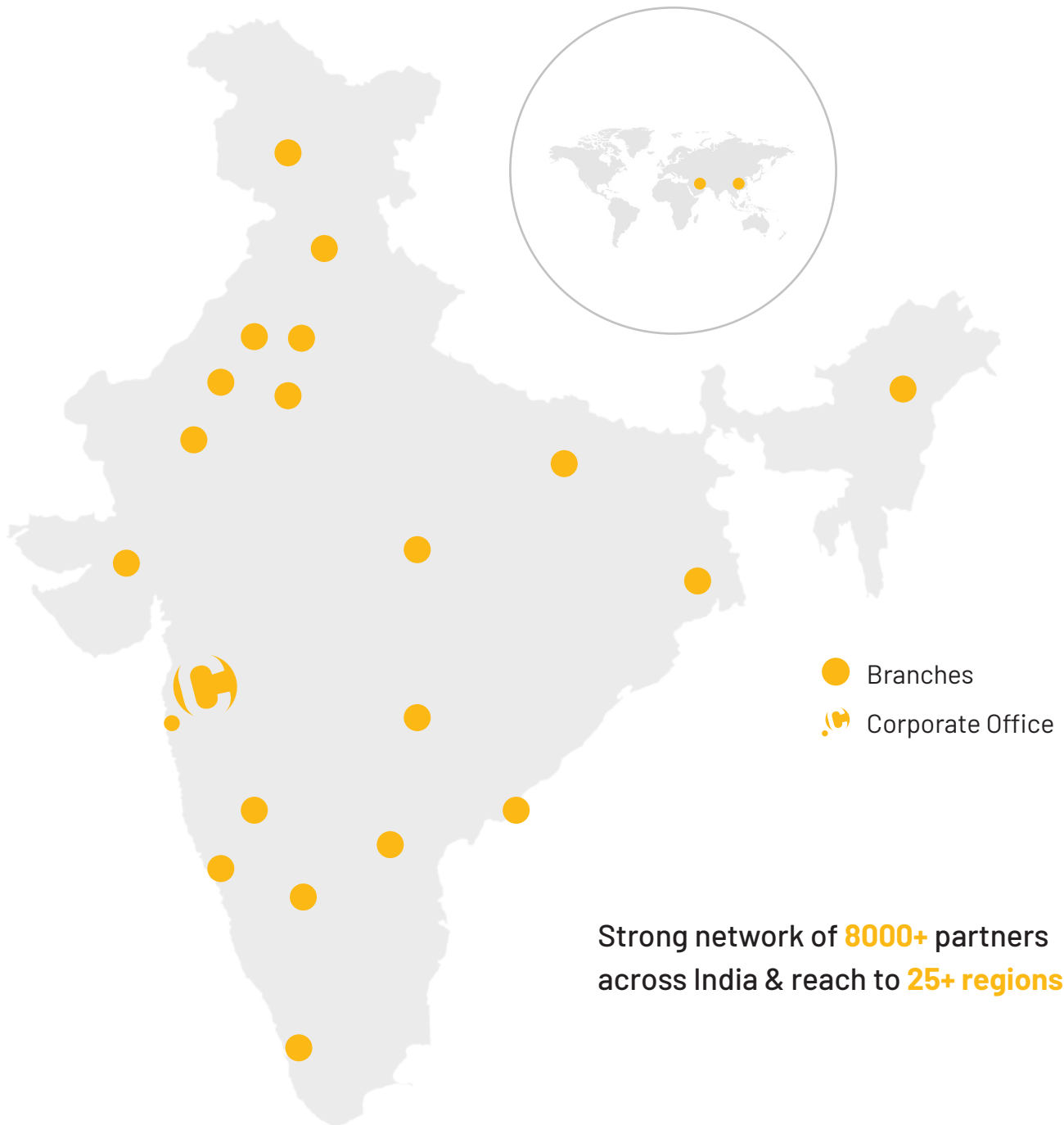
- Warehousing and Transportation services
- 1,18,000 Sq. ft. area
- Semi-automatic warehousing
- Advanced systems for inward & outward, packing and stock keeping (Bar Code system for outward)
- Technology enabled supply chain
- Transactions handled: 350 MT per month

### Key features

- State-of-art inventory management and warehousing equipment including Reach Truck for operational height of 8.5 mtrs.  
Electrical stacker, Hand pallet truck
- Comprehensive security systems with CCTV and GSM shutter Alarm
- Fast and on-time delivery
- Can arrange dispatch from single unit to container
- Tie-ups with reputed logistics service providers
- Trained and experienced staff



## Geographical Presence



### Our Network

#### A Class City

Mumbai - Lamington Road  
 Mumbai - Kandivali  
 Bangalore  
 Chennai  
 Delhi  
 Kolkata

#### B Class City

Ahmedabad  
 Hyderabad  
 Haryana  
 Odisha  
 Indore  
 Jaipur

#### C Class City

Bihar  
 Nagpur  
 Dehradun  
 Jammu

#### D Class City

Goa  
 North East  
 Nasik  
 Raipur  
 Varanasi

### Domestic

- Pan India presence
- Over 300 strong highly skilled workforce across India - mix of young and experienced talent

### International

- Subsidiary in Hong Kong
- Strong distribution tie-up in Middle East
- Expanding network across SAARC countries

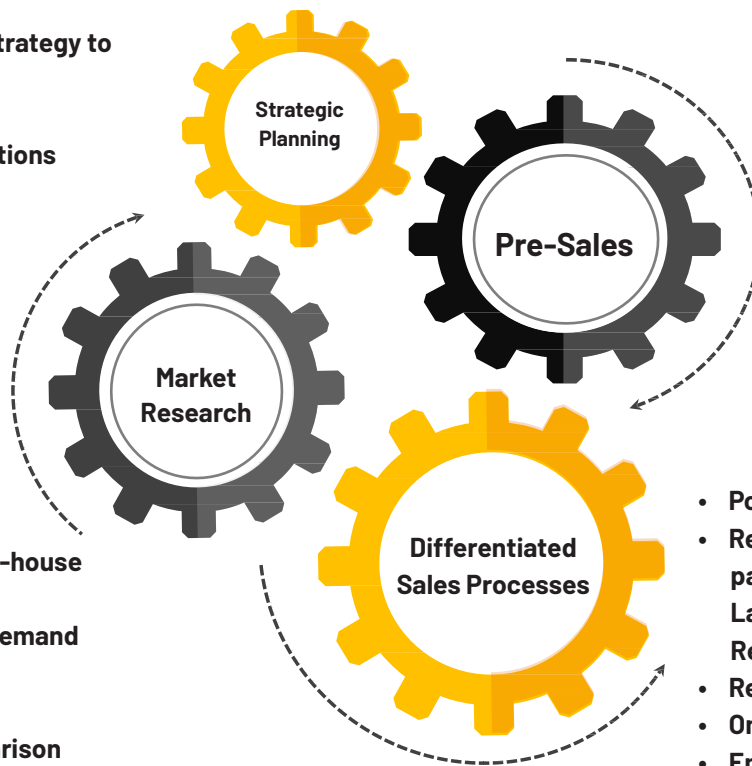


## ☉ Integrated Business Model

Creative Newtech operates in four broad product categories: **FMSG; FMCT; EB; FMEG**

1. **Fast Moving Social-Media Gadgets (FMSG)** – These comprise of new and niche products that appeal to the younger demographic and have a fast turn-around. The brands are driven by social media penetration and wide adoption. This is one of our fastest growing and higher-margin segment.
2. **Fast Moving Consumer Technology (FMCT)** – This segment includes established and fast-moving consumer products that cater to personal as well as organizational demands, such as Samsung, iBall and Viewsonic.
3. **Enterprise Business (EB)** – This comprises products which are supplied to enterprises and are high-volume. Some brands in this category include MSi, Printronix and Philips.
4. **Fast Moving Electronic Goods (FMEG)** – This segment covers our alliance with Reliance, through which we offer home appliances, bulbs and lights from brands such as BPL and Kelvinator.

- 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



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

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

- Point-of-sales (POS) activity
- Relationships with channel partners : E- Commerce, Large Format and Specialized Retailers
- Reseller workshop & demos
- Online-to-Offline channel
- Emerging D2C Partner

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

Creative Newtech Limited (formerly known as Creative Peripherals and Distribution Limited) 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 deep involvement with the brands' ethos and hand-hold new brands to identify with the local audiences. This is one of the key factors differentiating us from other companies in this industry.

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

- Brand Strategy
- Access to Partnerships
- Information Network
- Scale and Skills
- Omni-Channel Marketing
- Customer Intimacy
- 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, creating unique value.

- We help a brand execute its marketing strategy on the ground with skilled personnel.
- We engage in events and partnership programs, such as Harley Davidson, SOHO house, Redbull etc. rallies for Hyperice.
- Creative has a suitable skill set and a young workforce with the ability and agility to scale per a brand's requirement.
- The Company has access to all marketing channels, from retailers and wholesalers to general traders and online channels.
- We have long-standing relationships with our customers and a 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.

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 strengths 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 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 the market and business opportunity across the three pillars of our growth strategy. We will seek to leverage our offline and online presence to cater to changing customer, client and partner needs.

### **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, Middle East and Africa. 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 utilise this technical know-how to expand the platform with additional functionalities and services, yielding new revenue streams. For instance, Ckart already offers a drop-shipment facility. The Company may also provide virtual warehousing services to customers after a certain period of time. The services may either be incorporated into Ckart or offered via new digital platforms.

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



## NOTICE FOR EIGHTEENTH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **EIGHTEENTH ANNUAL GENERAL MEETING (“AGM”)** of the Members of **Creative Newtech Limited** (Formerly known as Creative Peripherals and Distribution Limited) will be held on **Thursday, 29<sup>th</sup> September 2022 at 11.00 a.m.** through Video Conferencing (‘VC’), to transact the following business:

### **Ordinary Business:**

- 1. To consider and adopt the Audited Financial Statements (including audited consolidated financial statements) of the Company for the Financial Year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.**

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

**“RESOLVED THAT** the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To declare Final Dividend:**

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

**“RESOLVED THAT** a dividend at the rate of Re. 0.50/- (Fifty Paise only) per equity share of Rs. 10/- (Rupees Ten only) each fully paid-up of the Company be and is hereby declared for the financial year ended March 31, 2022 and the same be paid as recommended by the Board of Directors of the Company out of the profits of the Company for the financial year ended March 31, 2022.”

- 3. To appoint Mr. Vijay Advani (DIN 02009626), as director, liable to retire by rotation, and being eligible, offers himself for re-appointment.:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Vijay Advani (DIN 02009626), Whole-time Director of the Company, who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Whole-time Director of the Company, liable to retire by rotation.”

- 4. Revision of Remuneration of Statutory Auditors:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, Remuneration of M/s. Gupta Raj & Co. (FRN – 001687N) Mumbai, Chartered Accountants, who have been appointed as the Statutory Auditors of the Company till the conclusion of the twentieth AGM of the Company to be held in the year 2024, to be revised to Rs. 7,00,000/- (Rupees Seven Lacs only) excluding goods and service tax, travelling, additional certifications and other out-of-pocket expenses reimbursement, to conduct the audit for the financial year 2022-23 and onwards.”



## Special Business:

### 5. Re-appointment of Mr. Mihir Shah (DIN 08000853) as an Independent Director of the Company:

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

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mr.Mihir Shah (DIN:08000853) who was appointed as an Independent Director as on 11<sup>th</sup> November 2017 for the term of period of 5 (Five) years and who is eligible for re-appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from Mr. Mihir Shah signifying his intention to propose him as a candidate for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for the term of 5 (Five) more years”.

### 6. Appointment of Ms. Prachi Jain (DIN 09691107) as a Woman Independent Director of the Company:

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

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Ms.Prachi Jain (DIN 09691107) who was appointed as Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from July 29, 2022 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting, and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from Ms. Prachi Jain signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for the term of 5 (Five) years”.

### 7. Approval for Related Party Transactions:

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Company’s policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Secure Connection Limited (Hong Kong), a subsidiary

Company of Creative Newtech Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for trading of Honeywell Products, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 2,00,00,00,000/- (Rupees Two Hundred Crores only) for the financial year 2022-23, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company."

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

**8. Revision of Remuneration of Mr. Ketan Patel (DIN 00127633) Chairman and Managing Director of the Company:**

To consider and if thought fit, to pass the following resolution, with or without modification(s), 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 Board of Directors and further 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 2022, as under:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Annual Remuneration (In Rs.)</b>
1	Basic Salary	20,73,960
2	HRA	10,36,980
3	Special Allowance	27,95,448
4	Education Allowance	19,200
	<b>Gross Remuneration (A)</b>	<b>59,25,588</b>
1	PF (Employer Contribution)	21,600
2	Gratuity	99,756
3	Bonus	7,000
4	Proposed Performance Bonus *	10,00,000
	<b>Other Benefits (B)</b>	<b>11,28,356</b>
	<b>Total CTC (A+B)</b>	<b>70,53,944</b>

**"RESOLVED FURTHER THAT** Mr. Tejas Doshi, Chief Compliance Officer and Company Secretary, be and is hereby 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."

**9. Revision of Remuneration of Mrs. Purvi Patel (DIN 02663240) Whole-time Director of the Company:**

To consider and if thought fit, to pass the following resolution, with or without modification(s), 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 Board of Directors and further 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 2022, as under:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Annual Remuneration (In Rs.)</b>
1	Basic Salary	11,53,984
2	HRA	5,76,992
3	Special Allowance	15,46,921
4	Education Allowance	19,200
	<b>Gross Remuneration (A)</b>	<b>32,97,097</b>
1	PF (Employer Contribution)	21,600
2	Gratuity	55,512
3	Bonus	7,000
4	Proposed Performance Bonus *	10,00,000
	<b>Other Benefits (B)</b>	<b>10,84,112</b>
	<b>Total CTC (A+B)</b>	<b>43,81,209</b>

**“RESOLVED FURTHER THAT** Mr. Tejas Doshi, Chief Compliance Officer and Company Secretary, be and is hereby 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.”

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

To consider and if thought fit, to pass the following resolution, with or without modification(s), 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 Board of Directors and further 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 2022, as under:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Annual Remuneration (In Rs.)</b>
1	Basic Salary	14,52,420
2	HRA	7,26,216
3	Special Allowance	19,51,932
4	Education Allowance	19,200
	<b>Gross Remuneration (A)</b>	<b>41,49,768</b>
1	PF (Employer Contribution)	21,600
2	Gratuity	69,864
3	Bonus	7,000
4	Proposed Performance Bonus *	10,00,000
	Other Benefits (B)	10,98,464
	<b>Total CTC (A+B)</b>	<b>52,48,232</b>

**“RESOLVED FURTHER THAT** Mr. Tejas Doshi, Chief Compliance Officer and Company Secretary, be and is hereby 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: 29<sup>th</sup> July 2022**

**Place: Mumbai**

## Notes:

1. This 18th Annual General Meeting is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. The deemed venue for the 18th AGM shall be the Registered Office of the Company. 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.
2. 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](mailto:cs.smishra@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
3. 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 02, 2022.
4. 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 2021-22 will also be available on the Company's website at [www.creativenewtech.com](http://www.creativenewtech.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).
5. 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.
6. 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 Saturday, September 22, 2022.
7. 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.
8. 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. 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.

9. 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.creativenewtech.com](http://www.creativenewtech.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.
10. 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.
11. 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.
12. Members are requested to send in their queries at least a week in advance to Mr. Tejas Doshi, Chief Compliance Officer & Company Secretary, on [cs@creativenewtech.com](mailto:cs@creativenewtech.com) or post it to the Registered Office of the Company to facilitate clarifications during the meeting.
13. 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.
14. 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.
15. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
16. 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.

**17. The e-voting period commences on Monday, September 26, 2022 at 9:00 a.m. (IST) and ends on Wednesday, September 29, 2022 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, Thursday, September 22, 2022, may cast their vote electronically.**

18. 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.

19. M/s Satyajit Mishra & Co., Practicing 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.

20. 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.

21. 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.

22. The results declared along with the Scrutiniser's Report shall be placed on the Company's website [www.creativenewtech.com](http://www.creativenewtech.com) after same has been communicated to the NSE.

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



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

### **Item No. 5 –**

#### **Re-appointment of Mr. Mihir Shah (DIN 08000853) as an Independent Director of the Company:**

Mr. Mihir Shah is coming from Commerce Background and is veteran in field of Finance and Accounts having experience of over 22 years. He is presently working as Chief Accountant in Universal Resource Inc. which is Brazil based MNC Oil drilling for ONGC. Before that he was working as an Accountant for Globus Rubchem Private Limited (Importers of Rubber Chemical Products) and Coral Labs Limited (Manufacturers of Pharmaceuticals).

Mr. Mihir Shah is having wide experience of managing accounts department, AP, AR. He also has his grip on Import, Export, Transfer Pricing, Credit Control, Order bookings as per AOP etc.

Detailed information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 have been attached with this Explanatory statement as Annexure I.

Thus, The Board of Directors recommends the Special Resolution(s) set forth at item no. 5 of the Notice for the approval of the members.

### **Item No. 6 –**

#### **Appointment of Ms. Prachi Jain (DIN 09691107) as a Woman Independent Director of the Company:**

Ms. Prachi Jain is Commerce Graduate Chartered Accountant having vast work experience of over 10 years. She started her CA journey as intern at Bilimoria Mehta & Co., Chartered Accountants. Post that she has also worked for Earnst & Young as a consultant. Since last 3 years she been working as Part Time Manager with Jain Vicky & Co., Chartered Accountants, and she currently appointed as Partner in the same firm.

Ms. Prachi Jain is an expert in GST Audit assessments, GST proceeding, Income Tax especially Foreign Expatriates Income Tax and assessments related to Individuals and E proceedings of Companies.

Detailed information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 have been attached with this Explanatory statement as Annexure I.

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

### **Item No. 7 –**

#### **Approval for Related Party Transactions:**

Secure Connection Limited, a subsidiary Company incorporated and registered at Hong Kong holds Brand License of Honeywell products for distribution. Secure Connection Limited, Hong Kong, is a key mediator for distribution to Hong Kong, South East Asia and Pacific Countries. The goods to be purchased and sold from Secure Connection Limited will be based on actual price of Honeywell products. The total value of the proposed transaction(s) could reach up to Rs. 200 Crores during the financial year 2022-23.

Section 188 of the Act and the applicable Rules framed thereunder provide that any Related Party Transaction will require prior approval of shareholders through ordinary resolution, if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.



Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with Secure Connection Limited (Hong Kong) in the financial year 2022-23. Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, particulars of the transaction(s) with Secure Connection Limited (Hong Kong) are as follows:

Sr. No.	Particulars	Remarks
1.	Name of the Related Party	Secure Connection Limited
2.	Country of the Related Party	Hong Kong
3.	Nature of Relationship	Subsidiary Company (52.48% holding)
4.	Name of the Director or KMP who is related	Mr. Ketan Patel
5.	Nature, material terms, monetary value and particulars of the contract or arrangement	Contract for purchase and sales of goods on a continuous basis. Monetary value of the proposed aggregate transaction(s) during the financial year 2022-23 is expected to be Rs. 200 Crores

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, other than as mentioned above is concerned or interested, financially or otherwise, in the resolution.

Thus, The Board recommends the Ordinary Resolution(s) set forth at item no. 7 of the Notice for the approval of the members.

#### **Item No. 8 –**

#### **Revision of Remuneration of Mr. Ketan Patel (DIN 00127633) Chairman and Managing Director of the Company:**

Mr. Ketan C. Patel founded Creative Peripherals with his wife Mrs. 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 is an engineer by profession. He is an 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 29 years of industry experience, Mr. Ketan Patel is Company's principal entrepreneurial force and strategic visionary. Today Creative Newtech is a Value-Added Distribution firm and market 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 II.

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 Ordinary Resolution(s) set forth at item no. 8 of the Notice for the approval of the members.

**Item No. 9 –**

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

Ms. Purvi Patel is the co-founder of Creative Newtech, along with her husband Mr. Ketan Patel and has been associated and well versed with Company and its client since over 29 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.

Thus, The Board recommends the Ordinary Resolution(s) set forth at item no. 9 of the Notice for the approval of the members.

**Item No. 10 –**

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

Mr. Vijay Advani is associated with Creative Newtech 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 Newtech from last over one and half decade. 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 Ordinary Resolution(s) set forth at item no. 10 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: 29<sup>th</sup> July 2022**

**Place: Mumbai**

**Detailed information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015:**

Particulars	Mr. Mihir Shah	Ms. Prachi Jain
Reason for change viz. appointment, resignation, removal, death or otherwise.	Re-Appointment as a Non-Executive Independent Director w.e.f. 29 <sup>th</sup> July 2022	Appointment as a Non-Executive Independent Director w.e.f. 29 <sup>th</sup> July 2022
DIN	08000853	09691107
Date of Appointment/cessation (as applicable) & term of appointment	Re-Appointment w.e.f. 29 <sup>th</sup> July 2022 for a term of 5 years (subject to shareholder's approval at the ensuing AGM)	Appointment w.e.f. 29 <sup>th</sup> July 2022 for a term of 5 years (subject to shareholder's approval at the ensuing AGM)
Brief Profile	Mr. Mihir Shah is coming from Commerce Background and is veteran in field of Finance and Accounts having experience of over 22 years. He is presently working as Chief Accountant in Universal Resource Inc. which is Brazil based MNC Oil drilling for ONGC. Before that he was working as an Accountant for Globus Rubchem Private Limited (Importers of Rubber Chemical Products) and Coral Labs Limited (Manufacturers of Pharmaceuticals).	Ms. Prachi Jain is Commerce Graduate Chartered Accountant having vast work experience of over 10 years. She started her CA journey as intern at Bilimoria Mehta & Co., Chartered Accountants. Post that she has also worked for Earnst & Young as a consultant. Since last 3 years she been working as Part Time Manager with Jain Vicky & Co., Chartered Accountants, and she currently appointed as Partner in the same firm.
Nature of expertise in specific functional areas	Mr. Mihir Shah is having wide experience of managing accounts department, AP, AR. He also has his grip on Import, Export, Transfer Pricing, Credit Control, Order bookings as per AOP etc.	Ms. Prachi Jain is an expert in GST Audit assessments, GST proceeding, Income Tax especially Foreign Expatriates Income Tax and assessments related to Individuals and E proceedings of Companies.
Disclosure of relationships between directors	NIL	NIL
Shareholding of Director in the Company, including shareholding as a beneficial owner	NIL	NIL
Directorship in any other listed entity and the membership of Committees of the board along with listed entities from which the director has resigned in the past three years	NIL	NIL
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	<ol style="list-style-type: none"> <li>1. Credit Control Management</li> <li>2. Industry Foresight</li> <li>3. Overseeing Commercial Department</li> <li>4. Import, Export, Transfer Pricing</li> <li>5. Practical knowledge and vast experience</li> </ol>	<ol style="list-style-type: none"> <li>1. Working Capital and Finance Planning</li> <li>2. Key strength in Direct and Indirect Taxes</li> <li>3. GST and input credits knowledge and experience</li> <li>4. In-depth Governance Knowledge</li> </ol>

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

<b>General Information:</b>			
i. Nature of Industry	Pan India Distributor of EB, FMCT, FMSG, FMEG 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>Mrs. 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 29 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 15 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 2021-22:	Rs. 53,13,988 p.a.	Rs. 29,18,440 p.a.	Rs. 41,30,036 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 2022-23:	Rs. 70,53,944 p.a.	Rs. 43,91,209 p.a.	Rs. 52,48,232 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	Seven out of Seven Board Meetings 100% Attendance	Seven out of Seven Board Meetings 100% Attendance	Seven out of Seven 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)  6. Creative eCommerce Ventures Private Limited	1. Shilpa Global Private Limited  2. Click Retail Private Limited  3. Creative eCommerce Ventures 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 2021-22.		
<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)**

The Directors hereby present their Eighteenth Annual Report on the performance of the Company together with the Audited Financial Statements for the Financial Year ('FY') ended March 31, 2022

### FINANCIAL HIGHLIGHTS

The highlights of the Financial Results are:

**(Amount in Rs. Lakhs, except EPS)**

Particulars	Standalone		Consolidated	
	FY 2021-22	FY 2020-21	FY 2021-22	FY 2020-21
Revenue from Operations	91,917.22	50,930.06	93,388.10	52,014.71
Other Income	1,392.86	617.35	1,393.06	617.40
Total Income	93,310.08	51,547.41	94,781.16	52,632.11
Total Expenses	91,010.59	50,108.79	92,275.38	51,330.28
Profit before tax and exceptional items	2,299.49	1,438.62	2,505.78	1,301.83
Exceptional and Extraordinary Item	12.57	-	12.57	-
Tax Expense	568.30	363.62	568.30	363.62
Profit after Tax for the year	1,718.62	1,075.00	1,924.91	938.21
Total Other Comprehensive Income for the year	0.82	2.96	0.82	2.96
Total Comprehensive Income for the year	1,719.44	1,077.96	1,925.73	941.17
Net Profit Attributable to Parent Company	-	-	1,599.38	957.98
Net Profit Attributable to Non-controlling Interest	-	-	326.35	(16.81)
Basic EPS (Rs. per share)	14.32	9.27	13.32	8.23
Diluted EPS (Rs. per share)	13.85	9.27	12.88	8.23

### COVID-19:

The COVID-19 pandemic caused intermittent disruption in normal office functioning. Amid the pandemic, the Company facilitated vaccination for all its employees to ensure the safety and well-being of the associates. The Company also adopted hybrid working module intermittently during FY 2022 in compliance with regulatory guidelines promoting social distancing norms and COVID appropriate behaviour.

### DIVIDEND

During the year under review, your Company has paid Dividend to all shareholders, @ 5% per share on face value, for the financial year ended on 31<sup>st</sup> March, 2021, as approved by members in Annual General Meeting held on 29<sup>th</sup> September, 2021.

Further, considering financial growth and future prospects of your Company, Board of Directors in their Board Meeting held on 29<sup>th</sup> July 2022, has recommended a Final Dividend of 5% on face value per share for the financial year ending at 31<sup>st</sup> March, 2022 and the same has been recommended for approval of Members in upcoming Annual General Meeting to be held for FY ending at 31<sup>st</sup> March 2022.

### **DIVIDEND DISTRIBUTION POLICY**

In accordance with Regulation 43A of the SEBI Listing Regulations, the Board of Directors of the Company has adopted a Dividend Distribution Policy ('Policy') which endeavour for fairness, consistency and sustainability while distributing profits to the shareholders. The Policy can be accessed on the website of the Company at [www.creativenewtech.com](http://www.creativenewtech.com).

### **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 RESERVE AND SURPLUS**

The whole profit after tax has been transferred to reserves and surplus - other equity.

### **SHARE CAPITAL**

During the year Company has raised funds through Preferential Allotment and has issued and allotted 4,00,000 Equity shares of Rs. 10/- each with Premium of Rs. 100/- each.

Further, the Company has also issued 6,00,000 Fully Convertible Warrants of Rs. 10/- each with Premium of Rs. 100/- each on Preferential basis.

### **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.

Pursuant to the recommendations of the Nomination and Remuneration Committee ('NRC'), the Board of Directors made the following appointments during the year under review in accordance with the Company's Articles of Association and Section 149, 161(1) and Section 196 of the Act:



1. Appointment of Mr. Ketan Patel (DIN 00127633) as Chairman and Managing Director of the Company for a period of 5 (five) consecutive years effective from April 1, 2022 to March 31, 2027.
2. Appointment of Mrs. Purvi Patel (DIN: 02663240) as Whole-time Director of the Company for a term of 5 (five) consecutive years from April 1, 2022 to March 31, 2027.

The aforesaid appointments were also approved by the members of the Company with requisite majority through resolution passed in the Annual General Meeting held on September 29, 2021.

In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Vijay Advani (DIN 02009626) Whole-time Director of the Company, retires by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment.

Further, during the year under review, there is no change in the key managerial personnel of the Company and Mr. Tejas Doshi, Chief Compliance Officer and Company Secretary and Mr. Abhijit Kanvinde, Chief Financial Officer are key managerial personnel of the Company.

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

In terms of Section 149 of the Act, Mr. Kurian Chandy, Mr. Suresh Bhagavatula and Mr. Mihir Shah are the Independent Directors of the Company. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and are independent of the management. In terms of Regulation 25(8) of the SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

The Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors. Independent Directors are not liable to retire by rotation in terms of Section 149(13) of the Act. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of science and technology, banking, treasury operations, risk management, legal, digitalization, strategy, finance, governance, human resources, safety, sustainability, etc. and that they hold highest standards of integrity.

The Independent Directors of the Company have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA') in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

## **BOARD MEETINGS**

During the year, Seven 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.



## **AUDIT COMMITTEE**

During the year, Five 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. During the year under review, there were no instances when the recommendations of the Audit Committee were not accepted by the Board.

## **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://creativenewtech.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.

## **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, 2022, 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, 2022 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, 2022, 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.

## **SECRETARIAL AUDITORS**

In terms of the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s. Satyajit Mishra & Co, Company Secretary in Practice (FCS no. 5759, C P No. 4997) as the Secretarial Auditors for conducting Secretarial Audit of your Company for the financial year ended March 31, 2022.

The Secretarial Auditors' Report does not contain any qualification, reservation or adverse mark and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Act.

The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings as notified under Section 118 of the Act.

## **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.

## **MAINTAINENCE OF COST RECORDS**

The Company is not required to maintain cost records pursuant to Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014.

## **PARTICULARS OF LOAN, GUARANTEE AND INVESTMENTS**

Details of loans, guarantees given and investments under the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as on March 31, 2022, are set out in Notes to the Standalone Financial Statements of the Company. The Company has not provided any guarantee during the year under review.

## **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There were no significant or material orders passed by any regulatory Authority, Court or Tribunal which impact the going concern status and Company's operations during the financial year.

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

During the year, Two 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**

Pursuant to the provisions of the Act and SEBI Listing Regulations, the Company has in place Whistle Blower Policy to encourage all employees or any other person dealing with the Company to disclose any wrong doing that may adversely impact the Company, the Company's customers, shareholders, employees, investors or the public at large. This policy, inter-alia, also sets forth (i) procedures for reporting of questionable auditing accounting, internal control and unjust enrichment matters (ii) reporting instances of leak or suspected leak of Unpublished Price Sensitive Information and (iii) an investigative process of reported acts of wrong doing and retaliation from employees, inter-alia, on a confidential and anonymous basis.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. The Vigil Mechanism Policy is placed on the Company's website at [www.creativenewtech.com](http://www.creativenewtech.com).

During the year under review, no complaint has been lodged by any employee of the Company or reported to Chairman of Audit Committee pursuant to Vigil Mechanism and Whistle Blower Policy of the Company.

## **PERFORMANCE EVALUATION**

As per provisions of the Act and Regulation 17(10) of the SEBI Listing Regulations, the evaluation process for the performance of the Board, its committees and individual Directors for FY 2022 was carried out internally.

With a view to maintain high level of confidentiality and ease of doing evaluation, the exercise was carried out through a structured questionnaire. Each Board member filled up the evaluation template on the functioning and overall level of engagement of the Board and its Committees, on parameters such as composition, execution of specific duties, quality, quantity and timeliness of flow of information, deliberations at the meeting, independence of judgement, decision-making, management actions etc. The evaluation templates were structured considering the amendments made under the SEBI Listing Regulations. The Directors were also asked to provide their valuable feedback and suggestions on the overall functioning of the Board and its committees and the areas of improvement.

The Independent Directors also conducted virtual meeting on February 11, 2022, without the participation of any other Director or Key Managerial Personnel to review the performance evaluation of Non-Independent Directors and the entire Board of Directors, including the Chairman, while considering the views of the Executive and Non-Executive Directors.

The Independent Directors were satisfied with the overall functioning of the Board, its various committees and with the performance of other Non-Executive and Executive Directors. They also appreciated the exemplary leadership of Chairman of the Board in upholding and following the highest values and standards of corporate governance.

On the whole, the Board expressed its satisfaction with the evaluation process, which reflects higher degree of engagement of the Board and its Committees with the Management.

## **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.

## **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.

## **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 300+ employees as on March 31, 2022.

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 RELATED TO THE FINANCIAL STATEMENTS**

The Company had adequate Internal Financial Controls which is commensurate to the size and business of the Company and is designed to provide reliable financial information. It provides reasonable assurance with respect to preparation of financial statements in compliance with the Acts, Rules and Regulations as applicable including Indian Accounting Standards and also reliability of financial reporting. The controls also provide assurance that the expenditures are made in accordance with the authority given to the management of the Company duly approved by the Directors of the Company.

These controls are reviewed by the management and key areas are subject to various statutory, internal and operational audits based on periodic risk assessment. The findings of the audits are discussed with the management and key findings are presented before the Audit Committee and Board of Directors for review of actionable items. The review of the IFC, inter-alia, consists of the three components of internal controls, viz., Entity level controls, Key financial reporting controls and Internal controls in operational areas.

In addition, the Internal Auditor monitors and evaluates the efficiency and adequacy of the internal control system in the Company, its compliance with operating systems, accounting and procurement procedures and respective policies. Periodical control report on the same is presented and discussed with the Audit Committee.

Conscious efforts are in place on a continuous basis to ensure that all the assets are safeguarded and protected against loss from unauthorized use and disposal and that all transactions are authorized, recorded and financial statements show a true and fair picture of the state of affairs of the Company. Compliance is in place as regards to applicable statutory and regulatory requirements.

The internal control systems of the Company are monitored and evaluated by Internal and Statutory Auditors and reviewed by Management. Internal Auditors of the Company independently reports key findings on the internal control systems to the Audit Committee

### **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.creativenewtech.com](http://www.creativenewtech.com).

### **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.

### **DEPOSITS FROM PUBLIC**

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

### **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.creativenewtech.com](http://www.creativenewtech.com).

### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were in the ordinary course of the business and on an arm's length basis. The Company has not entered into material contracts or arrangements or transactions with related parties in accordance with Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Listing Regulations.

There were no materially significant Related Party Transactions made by the Company during the year



that would have required shareholders' approval under the SEBI Listing Regulations. The Related Party Transactions are placed before the Audit Committee for prior approval, as required under applicable law. Only those members of the Audit Committee who were Independent Directors approved the same. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature and value of the transactions. The Internal Auditors and Statutory Auditors of the company also confirm compliance of Related Party Transactions at quarterly Audit Committee meeting(s) of the Company.

The Company has adopted a policy on materiality of Related Party Transactions. The policy as approved by the Audit Committee and the Board of Directors is uploaded on the website of the Company [www.creativenewtech.com](http://www.creativenewtech.com).

The disclosures on Related Party Transactions pursuant to Regulation 34(3) of SEBI Listing Regulations read with Schedule V thereto are set out in Notes of the Standalone and Consolidated financial statements of the Company.

The Form AOC-2 envisages disclosure of material contracts or arrangements or transactions at arm's length basis. The details of the material related party transactions on-going and entered during FY 2022, as per the Policy on dealing with related parties adopted by the Company and regulatory requirements are disclosed in **Annexure - B** to this 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., Practicing 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**

A separate report on Corporate Governance is provided together with the Certificate from the Practicing Company Secretary confirming compliance of conditions of Corporate Governance as stipulated under the SEBI Listing Regulations. Pursuant to the provisions of Regulation 34 read with Schedule V of the SEBI Listing Regulations, Management Discussion and Analysis Report along with the Business Responsibility Report, describing the initiatives taken by the Company from environmental, social and governance perspective are also attached separately as **Annexure - E** and forms part of this Annual Report.

## **SUBSIDIARY COMPANIES**

Your Company has 3 Subsidiary Companies, Two are based at Hong Kong, namely Creative Peripherals and Distribution Limited (100% wholly owned Subsidiary) and Secure Connection Limited (52.48 % Investment) and One is based at India, namely Creative eCommerce Ventures Private Limited (100% wholly owned Subsidiary).

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.creativenewtech.com](http://www.creativenewtech.com).

During the year, the Company has spent Rs. 24,00,000/- 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.

## **GREEN INITIATIVE**

The Ministry of Corporate Affairs ('MCA') has taken a Green Initiative in Corporate Governance by permitting electronic mode for service of documents to members after considering relevant provisions of the Information Technology Act, 2000 and Act and Rules made thereunder.

Pursuant to provisions of Act, service of documents to Members can be made by electronic mode on the email address provided for the purpose of communication. If a member has not registered an email address, other permitted modes of service would continue to be applicable.

Your Company sincerely appreciates members who have contributed towards furtherance of Green Initiative. We further appeal to other Members to contribute towards furtherance of Green Initiative by opting for electronic communication.

Members who have not provided their email address will continue to receive communications, dissemination, notice(s), documents etc. via permitted mode of service of documents. Further, the members who request for physical copies, will be provided the same.

## **OTHER DISCLOSURES**

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions for the same during the year under review:

- i. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as on March 31, 2022.
- ii. The details of difference between the amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along

with the reasons thereof.

- iii. No disclosure is required under Section 62(1)(b) of the Act in respect of Employee Stock Option Scheme as the provisions of the said section read with Rule made thereunder are not applicable.
- iv. No disclosure is required under Section 67(3)(c) of the Act in respect of voting rights not exercised directly by the employees of the Company as the provisions of the said section are not applicable.

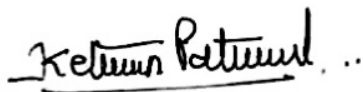
## **APPRECIATION**

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.

The Directors regret the loss of lives due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked his life and safety to fight this 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: July 29, 2022**

**Place: Mumbai**

## Annexure – A EXTRACT OF ANNUAL RETURN (MGT – 9)

### Extract of Annual Report

as on the financial year ended on 31<sup>st</sup> March 2022

[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 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 (Chief Compliance Officer and Company Secretary)  Email ID: <a href="mailto:cs@creativenewtech.com">cs@creativenewtech.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: Office No S6-2, 6 <sup>th</sup> floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093  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 6263 8200

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sr. No.	Name & Description of main products/services	% to total turnover of the company
1.	Enterprise Business - EB	58.05%
2.	Fast Moving Consumer Technology - FMCT	20.79%
3.	Fast Moving Social-Media Gadgets - FMSG	20.01%
4.	Fast Moving Electronics Goods - FMEG	1.15%

### 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 eCommerce Ventures Private Limited	India	U51909MH2021PTC374207	Wholly-owned Subsidiary Company	100.00%
2	Creative Peripherals and Distribution Limited	Hong Kong	NA (Foreign Company)	Wholly Owned Foreign Subsidiary Company	100.00 %
3	Secure Connection Limited	Hong Kong	NA (Foreign Company)	Foreign 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	
<b>A. Promoters</b>								
(1) Indian								
a) Individual/HUF *	79,39,520	-	79,39,520	68.44%	79,39,520	-	79,39,520	(2.28%)
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	(0.02%)
<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>(2.30%)</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>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>(2.30%)</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 Portfolio Investor	-	-	-	-	55	-	55	-
i) Others (specify)	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>55</b>	<b>-</b>	<b>55</b>	<b>-</b>
<b>(2) Non Institutions</b>								
a) Bodies corporates								
i) Indian	2,54,354	-	2,54,354	2.19%	9,79,851	-	9,79,851	5.97%
ii) Overseas	-	-	-	-	-	-	-	-
b) Individuals								
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	6,10,430	800	6,11,230	5.27%	9,28,943	800	9,29,743	2.48%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	18,95,929	-	18,95,929	16.34%	16,30,938	-	16,30,938	-2.75%
c) Others (specify)								
Hindu Undivided Family	7,97,462	-	7,97,462	6.87%	1,70,276	-	1,70,276	-5.46%
Clearing Member	36,867	-	36,867	0.32%	53,320	-	53,320	-0.13%
NON RESIDENT INDIANS (NRI)	5,438	-	5,438	0.05	2,37,097	-	2,37,097	1.93%
<b>SUB TOTAL (B)(2):</b>	<b>36,00,480</b>	<b>800</b>	<b>36,01,280</b>	<b>31.05%</b>	<b>40,00,425</b>	<b>800</b>	<b>40,01,225</b>	<b>2.30%</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>40,00,480</b>	<b>800</b>	<b>40,01,280</b>	<b>2.30%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</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>1,19,99,200</b>	<b>800</b>	<b>1,20,00,000</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	66.17%	0	(2.28%)
2.	Mrs. Purvi Patel	59,200	00.51%	0	59,200	00.49%	0	(0.02%)
	<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>(2.30%)</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 (01/04/2021)/ end of the year (31/03/2022)	% 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-2021			79,39,520	68.44
					0	N/A		
		79,39,520	66.17	31-Mar-2022			79,39,520	66.17
2	Mrs. Purvi Ketan Patel (Whole-time Director)	59,200	0.51	01-Apr-2020			59,200	0.51
					0	N/A		
		59,200	0.49	31-Mar-2020			59,200	0.49

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 (31/03/2021)/ end of the year (31/03/2022)	% total Shares of the Company				No of Shares	% total Shares of the Company	
1	ASHISH KACHOLIA	-	0.00	31-Mar-2021		Sell	-	0.00	
			0.84	21-Jan-2022	1,00,703	Buy	1,00,703	0.84	
			1.33	28-Jan-2022	59,000	Buy	1,59,703	1.33	
			1.82	04-Feb-2022	59,000	Buy	2,18,703	1.82	
			1.99	11-Feb-2022	20,000	Buy	2,38,703	1.99	
			2.21	18-Feb-2022	26,500	Buy	2,65,203	2.21	
			2.23	25-Feb-2022	2,976	Buy	2,68,179	2.23	
			2.83	04-Mar-2022	71,922	Buy	3,40,101	2.83	
			3,40,101	2.83	31-Mar-2022	-		3,40,101	2.83
		2	JAYANTILAL HANSRAJ HUF	3,28,622	2.74	31-Mar-2021			3,28,622
	2.74			09-Apr-2021	173	Buy	3,28,795	2.74	
	2.77			23-Apr-2021	3,401	Buy	3,32,196	2.77	
	2.77			30-Apr-2021	584	Buy	3,32,780	2.77	
	2.90			07-May-2021	14,763	Buy	3,47,543	2.90	
	2.90			14-May-2021	665	Buy	3,48,208	2.90	
	2.64			21-May-2021	(30,989)	Sell	3,17,219	2.64	
	2.46			28-May-2021	(21,815)	Sell	2,95,404	2.46	
	1.53			04-Jun-2021	(1,11,489)	Sell	1,83,915	1.53	
	0.54			11-Jun-2021	(1,18,565)	Sell	65,350	0.54	

			0.32	18-Jun-2021	(26,539)	Sell	38,811	0.32
			0.00	25-Jun-2021	(38,811)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00
3	JAYANTILAL HANSRAJ LODHA	2,95,842	2.47	31-Mar-2021	-		2,95,842	2.47
			1.70	11-Jun-2021	(91,666)	Sell	2,04,176	1.70
			0.54	18-Jun-2021	(1,39,953)	Sell	64,223	0.54
			0.00	25-Jun-2021	(64,223)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00
4	SHREESUMNA TRADE LLP	-	0.00	31-Mar-2021		Sell	-	0.00
			1.67	19-Nov-2021	2,00,000	Buy	2,00,000	1.67
		2,00,000	1.67	31-Mar-2022	-		2,00,000	1.67
5	ABHINAV CAPITAL SERVICES LIMITED	-	0.00	31-Mar-2021		Sell	-	0.00
			1.67	19-Nov-2021	2,00,000	Buy	2,00,000	1.67
		2,00,000	1.67	31-Mar-2022	-		2,00,000	1.67
6	VIKRAM JAYANTILAL	1,80,370	1.50	31-Mar-2021	-		1,80,370	1.50
			1.43	14-May-2021	(8,648)	Sell	1,71,722	1.43
			1.25	21-May-2021	(21,722)	Sell	1,50,000	1.25
			0.40	28-May-2021	(1,02,063)	Sell	47,937	0.40
			0.01	04-Jun-2021	(46,460)	Sell	1,477	0.01
			0.00	11-Jun-2021	(1,477)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00
7	CHEKANKUMAR H TIMBADIA	73,000	0.61	31-Mar-2021	-		73,000	0.61
			0.78	09-Apr-2021	20,000	Buy	93,000	0.78
			0.86	16-Apr-2021	10,000	Buy	1,03,000	0.86
			1.03	21-May-2021	20,000	Buy	1,23,000	1.03
			1.09	03-Sep-2021	8,200	Buy	1,31,200	1.09
			1.09	10-Sep-2021	50	Buy	1,31,250	1.09
			1.17	17-Sep-2021	8,750	Buy	1,40,000	1.17
		1,40,000	1.17	31-Mar-2022	-		1,40,000	1.17
8	MONIL ANOOP PATEL	1,34,400	1.12	31-Mar-2021	-		1,34,400	1.12
			1.00	16-Jul-2021	(15,000)	Sell	1,19,400	1.00
		1,19,400	1.00	31-Mar-2022	-		1,19,400	1.00
9	PANTOMATH FINANCE PRIVATE LIMITED	1,31,387	1.09	31-Mar-2021	-		1,31,387	1.09
			1.11	09-Apr-2021	1,700	Buy	1,33,087	1.11
			1.18	14-May-2021	8,467	Buy	1,41,554	1.18
			0.97	27-Jul-2021	(25,000)	Sell	1,16,554	0.97
			0.33	30-Jul-2021	(77,000)	Sell	39,554	0.33
			0.10	06-Aug-2021	(27,000)	Sell	12,554	0.10
			0.01	13-Aug-2021	(11,000)	Sell	1,554	0.01
			0.00	17-Sep-2021	(1,554)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00

10	MAHENDRA JAYANTILAL SHAH	-	0.00	31-Mar-2021		Sell	-	0.00
			0.08	29-Sep-2021	10,037	Buy	10,037	0.08
			0.13	30-Sep-2021	5,505	Buy	15,542	0.13
			0.14	08-Oct-2021	1,454	Buy	16,996	0.14
			0.63	15-Oct-2021	58,861	Buy	75,857	0.63
			0.76	19-Nov-2021	15,000	Buy	90,857	0.76
			1.09	03-Dec-2021	40,072	Buy	1,30,929	1.09
			1.09	10-Dec-2021	332	Buy	1,31,261	1.09
			1.08	17-Dec-2021	(1,261)	Sell	1,30,000	1.08
			1.07	24-Dec-2021	(1,552)	Sell	1,28,448	1.07
			1.15	07-Jan-2022	8,988	Buy	1,37,436	1.15
			1.01	21-Jan-2022	(16,433)	Sell	1,21,003	1.01
			1.03	28-Jan-2022	2,500	Buy	1,23,503	1.03
			0.99	04-Feb-2022	(5,000)	Sell	1,18,503	0.99
			1.02	18-Feb-2022	3,800	Buy	1,22,303	1.02
			1.04	25-Feb-2022	2,500	Buy	1,24,803	1.04
			1.07	04-Mar-2022	3,000	Buy	1,27,803	1.07
			1.10	11-Mar-2022	3,600	Buy	1,31,403	1.10
			1.08	25-Mar-2022	(1,900)	Sell	1,29,503	1.08
		1,29,503	1.08	31-Mar-2022	-		1,29,503	1.08
11	SUNIL JOEL MENEZES	1,000	0.01	31-Mar-2021	-		1,000	0.01
			0.03	09-Apr-2021	2,900	Buy	3,900	0.03
			0.03	16-Apr-2021	100	Buy	4,000	0.03
			0.12	25-Jun-2021	10,700	Buy	14,700	0.12
			0.23	30-Jun-2021	12,300	Buy	27,000	0.23
			0.30	09-Jul-2021	8,500	Buy	35,500	0.30
			0.33	20-Jul-2021	4,500	Buy	40,000	0.33
			0.40	23-Jul-2021	7,771	Buy	47,771	0.40
			0.40	30-Jul-2021	3	Buy	47,774	0.40
			0.45	13-Aug-2021	6,352	Buy	54,126	0.45
			0.46	03-Sep-2021	1,625	Buy	55,751	0.46
			0.49	10-Sep-2021	3,608	Buy	59,359	0.49
			0.50	17-Sep-2021	1,137	Buy	60,496	0.50
			0.52	29-Sep-2021	2,400	Buy	62,896	0.52
			0.55	30-Sep-2021	3,050	Buy	65,946	0.55
			0.56	08-Oct-2021	1,200	Buy	67,146	0.56
			0.59	15-Oct-2021	3,522	Buy	70,668	0.59
			0.59	29-Oct-2021	150	Buy	70,818	0.59
			0.63	12-Nov-2021	5,037	Buy	75,855	0.63
			0.66	19-Nov-2021	3,000	Buy	78,855	0.66
			0.68	26-Nov-2021	2,744	Buy	81,599	0.68
			0.72	03-Dec-2021	4,669	Buy	86,268	0.72
			0.77	10-Dec-2021	6,512	Buy	92,780	0.77
			0.78	17-Dec-2021	531	Buy	93,311	0.78

			0.78	24-Dec-2021	80	Buy	93,391	0.78
			0.78	31-Dec-2021	10	Buy	93,401	0.78
			0.78	07-Jan-2022	13	Buy	93,414	0.78
			0.78	11-Mar-2022	200	Buy	93,614	0.78
			0.79	25-Mar-2022	888	Buy	94,502	0.79
		94,502	0.79	31-Mar-2022	-		94,502	0.79
12	PATEL DHARMENDRA M	83,200	0.69	31-Mar-2021	-		83,200	0.69
			0.00	25-Jun-2021	(83,200)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00
13	MANJI KARAMAN PATEL	83,200	0.69	31-Mar-2021	-		83,200	0.69
			0.00	25-Jun-2021	(83,200)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00
14	SETU SECURITIES PRIVATE LIMITED	-	0.00	31-Mar-2021		Sell	-	0.00
			0.06	04-Jun-2021	7,501	Buy	7,501	0.06
			0.02	11-Jun-2021	(5,700)	Sell	1,801	0.02
			0.00	18-Jun-2021	(1,800)	Sell	1	0.00
			0.01	30-Jul-2021	1,000	Buy	1,001	0.01
			0.02	06-Aug-2021	1,043	Buy	2,044	0.02
			0.00	13-Aug-2021	(2,041)	Sell	3	0.00
			0.01	17-Sep-2021	1,500	Buy	1,503	0.01
			0.00	30-Sep-2021	(1,500)	Sell	3	0.00
			0.03	15-Oct-2021	3,000	Buy	3,003	0.03
			0.00	22-Oct-2021	(3,000)	Sell	3	0.00
			0.07	29-Oct-2021	8,263	Buy	8,266	0.07
			0.14	05-Nov-2021	8,962	Buy	17,228	0.14
			0.27	12-Nov-2021	14,682	Buy	31,910	0.27
			0.24	19-Nov-2021	(3,462)	Sell	28,448	0.24
			0.34	26-Nov-2021	12,889	Buy	41,337	0.34
			0.36	03-Dec-2021	1,796	Buy	43,133	0.36
			0.36	17-Dec-2021	(42)	Sell	43,091	0.36
			0.31	07-Jan-2022	(5,500)	Sell	37,591	0.31
			0.28	14-Jan-2022	(3,498)	Sell	34,093	0.28
			0.28	21-Jan-2022	(696)	Sell	33,397	0.28
			0.33	28-Jan-2022	5,868	Buy	39,265	0.33
			0.61	04-Feb-2022	34,268	Buy	73,533	0.61
			0.57	11-Feb-2022	(5,303)	Sell	68,230	0.57
			0.53	18-Feb-2022	(4,999)	Sell	63,231	0.53
			0.53	25-Feb-2022	(149)	Sell	63,082	0.53
			0.69	25-Mar-2022	20,000	Buy	83,082	0.69
		82,108	0.68	31-Mar-2022	-		82,108	0.68
			0.68	31-Mar-2022	(974)	Sell	82,108	0.68
15	MONEYCREW FINTEC PRIVATE LIMITED	-	0.00	31-Mar-2021		Sell	-	0.00

			0.58	30-Jun-2021	69,200	Buy	69,200	0.58
			0.53	02-Jul-2021	(5,400)	Sell	63,800	0.53
			0.51	09-Jul-2021	(2,250)	Sell	61,550	0.51
			0.23	16-Jul-2021	(34,250)	Sell	27,300	0.23
			0.21	27-Jul-2021	(1,800)	Sell	25,500	0.21
			0.65	30-Jul-2021	52,000	Buy	77,500	0.65
			1.29	06-Aug-2021	77,000	Buy	1,54,500	1.29
			1.38	13-Aug-2021	11,000	Buy	1,65,500	1.38
			1.33	27-Aug-2021	(5,500)	Sell	1,60,000	1.33
			1.32	22-Sep-2021	(1,250)	Sell	1,58,750	1.32
			1.41	15-Oct-2021	10,000	Buy	1,68,750	1.41
			1.37	29-Oct-2021	(4,500)	Sell	1,64,250	1.37
			1.33	05-Nov-2021	(5,000)	Sell	1,59,250	1.33
			1.31	12-Nov-2021	(2,500)	Sell	1,56,750	1.31
			0.93	19-Nov-2021	(45,000)	Sell	1,11,750	0.93
			0.68	07-Jan-2022	(30,000)	Sell	81,750	0.68
			0.61	14-Jan-2022	(8,303)	Sell	73,447	0.61
			0.69	18-Feb-2022	9,000	Buy	82,447	0.69
			0.73	25-Feb-2022	5,700	Buy	88,147	0.73
			0.69	04-Mar-2022	(5,700)	Sell	82,447	0.69
		76,394	0.64	31-Mar-2022	-		76,394	0.64
			0.64	31-Mar-2022	(6,053)	Sell	76,394	0.64
16	DEVENDRA KISHORKUMAR SAYANI	41,453	0.35	31-Mar-2021	-		41,453	0.35
			0.49	11-Jun-2021	17,398	Buy	58,851	0.49
			0.57	18-Jun-2021	10,000	Buy	68,851	0.57
			0.64	10-Sep-2021	8,400	Buy	77,251	0.64
			0.72	17-Sep-2021	8,554	Buy	85,805	0.72
		85,805	0.72	31-Mar-2022	-		85,805	0.72
17	ZAHRA M BHARMAL	67,199	0.56	31-Mar-2021	-		67,199	0.56
			0.28	02-Jul-2021	(33,599)	Sell	33,600	0.28
			0.27	07-Jan-2022	(1,352)	Sell	32,248	0.27
			0.19	14-Jan-2022	(8,900)	Sell	23,348	0.19
			0.14	21-Jan-2022	(7,000)	Sell	16,348	0.14
			0.12	04-Feb-2022	(2,500)	Sell	13,848	0.12
			0.09	11-Feb-2022	(2,500)	Sell	11,348	0.09
		11,348	0.09	31-Mar-2022	-		11,348	0.09
18	VIJAY SHANKARRAO TAWADE	60,800	0.51	31-Mar-2021	-		60,800	0.51
			0.30	11-Jun-2021	(24,400)	Sell	36,400	0.30
			0.14	18-Jun-2021	(19,400)	Sell	17,000	0.14
			0.00	25-Jun-2021	(17,000)	Sell	-	0.00
			0.00	31-Mar-2022	-		-	0.00

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 (30/03/2021)/ end of the year (31/03/2022)	% 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	01-Apr-2021			79,39,520	68.44
			NIL	NIL	NIL		NIL	NIL
		79,39,520	68.44	31-Mar-2022			79,39,520	66.17
2	Purvi Ketan Patel (Whole-time Director)	59,200	0.51	01-Apr-2021			59,200	0.51
			NIL	NIL			NIL	NIL
		59,200	0.51	31-Mar-2022			59,200	0.49
3	Vijay Kimatrai Advani (Whole-time Director)	400	0.00	01-Apr-2021			400	0.00
		400	0.00	31-Mar-2022			400	0.00
4	Abhijit Divakar Kanvinde (Chief Financial Officer)	0	0.00	01-Apr-2021			0	0.00
		0	0.00	31-Mar-2022			0	0.00
5	Tejas Niranjanbhai Doshi (Company Secretary and Compliance Officer)	0	0.00	01-Apr-2021			0	0.00
		0	0.00	31-Mar-2022			0	0.00

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment: (Consolidated Accounts)

**(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	4,149.96	142.42	0	4,292.38
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>4,149.96</b>	<b>142.42</b>	<b>0</b>	<b>4,292.38</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	2,106.93	54.52	0	2,161.45
Reduction	(20.69)	0	0	(20.69)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	6,236.20	196.94	0	6,433.14
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>6,236.20</b>	<b>196.94</b>	<b>0</b>	<b>6,433.14</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)	
<b>1</b>	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	53,13,988	29,18,440	41,30,036	1,23,62,464
	(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
<b>2</b>	<b>Stock option</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>3</b>	<b>Sweat Equity</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>4</b>	<b>Commission as % of profit others (specify)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>5</b>	<b>Others, please specify</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>TOTAL</b>		<b>53,13,988</b>	<b>29,18,440</b>	<b>41,30,036</b>	<b>1,23,62,464</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 Chandy (Independent Director)	Mr. Mihir Shah (Independent Director)	
<b>1</b>	<b>Independent Directors</b>				
	(a) Fee for attending Board and Committee meetings	1,34,000	1,34,000	1,43,000	4,10,000
	(b) Commission	0	0	0	0
	(c ) Others, please specify	0	0	0	0
	<b>Total (1)</b>	<b>1,34,000</b>	<b>1,34,000</b>	<b>1,43,000</b>	<b>4,10,000</b>
<b>2</b>	<b>Other Non-Executive Directors</b>				
	(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>1,34,000</b>	<b>1,34,000</b>	<b>1,43,000</b>	<b>4,10,000</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 (Chief Compliance Officer and Company Secretary)	
<b>1.</b>	<b>Gross salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	30,12,136	15,95,196	46,07,332
	(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
<b>2.</b>	<b>Stock option</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>3.</b>	<b>Sweat Equity</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>4.</b>	<b>Commission as % of profit others (specify)</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>5.</b>	<b>Others, please specify</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>TOTAL</b>	<b>30,12,136</b>	<b>15,95,196</b>	<b>46,07,332</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**
**(Amount in Rs.)**

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: July 29, 2022**
**Place: Mumbai**

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

As on the financial year ended on 31<sup>st</sup> March, 2022

(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

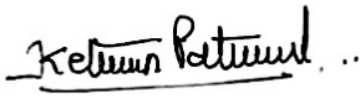
### 2. Details of material contracts or arrangements or transactions at arm's length basis:

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)	Remuneration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 53,13,988/-	18 <sup>th</sup> June, 2021	NA
		Interest Paid		Rs. 29,48,556/-	18 <sup>th</sup> June, 2021	NA
2.	Mr. Vijay Advani (Whole-time Director)	Remuneration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 41,30,036/-	18 <sup>th</sup> June, 2021	NA
		Interest Paid		Rs. 1,44,000/-	18 <sup>th</sup> June, 2021	NA
3.	Mrs. Purvi Patel (Whole-time Director)	Remuneration Paid	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 29,18,440/-	18 <sup>th</sup> June, 2021	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. 30,12,136/-	18 <sup>th</sup> June, 2021	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. 15,95,196/-	18 <sup>th</sup> June, 2021	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. 14,01,328/-	18 <sup>th</sup> June, 2021	NA
7.	Creative eCommerce Ventures Private Limited (Wholly-owned Subsidiary Company)	Investment	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 1,00,000/-	17 <sup>th</sup> December, 2021	
8.	Creative Peripherals and Distribution Limited (Hong Kong) (Subsidiary Company at Hong Kong)	Purchases	On such Terms and Conditions and amount as may be decided by the Board of Directors	NIL	18 <sup>th</sup> June, 2021	NA
		Sales		NIL	18 <sup>th</sup> June, 2021	NA
9.	Secure Connection Limited (Hong Kong) (Subsidiary company at Hong Kong)	Purchases	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 42,51,80,912/-	18 <sup>th</sup> June, 2021	NA
		Sales		Rs. 50,43,950/-	18 <sup>th</sup> June, 2021	NA
10.	Secure Connection Private Limited (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. 2,97,85,729/-	18 <sup>th</sup> June, 2021	NA
		Sales		Rs. 30,75,525/-	18 <sup>th</sup> June, 2021	NA
11.	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. 24,81,836/-	18 <sup>th</sup> June, 2021	NA
		Sales		Rs. 13,08,126/-	18 <sup>th</sup> June, 2021	NA

12.	Compunics Technologies LLC	Sales	On such Terms and Conditions and amount as may be decided by the Board of Directors	Rs. 80,31,622/-	18 <sup>th</sup> June, 2021	NA
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. 25,000/-	18 <sup>th</sup> June, 2021	NA
13.	Click Retail 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. 9,32,904/-	18 <sup>th</sup> June, 2021	NA
		Sales		Rs. 1,28,20,747/-		

**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: July 29, 2022  
Place: Mumbai**

## **Annexure - C - Management Discussion And Analysis**

### **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 Economy**

As the world steps into the third year of one of the most challenging humanitarian crises of all times and a subsequent path to recovery, the global economy is at the receiving end of further concerns – from a challenged supply-chain to inflationary pressures, from the Russia-Ukraine war to the lingering effects and waves of the pandemic, the world is at its most chaotic macroeconomic phase. With China's Zero Covid policy slowing down, manufacturing growth across the globe remains subdued, 'stagflation' has now become a dominant risk scenario.

The growth outlook in emerging markets and developing economies this year has been downgraded to 3.4%. While the U.S. retail sales fell unexpectedly in the first quarter of FY 2022, Britain's inflation escalated to show signs of recession. In Asia, China is expected to face challenges owing to the Russia-Ukraine war and rising raw material costs. High commodity prices and continued monetary tightening will continue to act as headwinds in global growth activity in 2023. Global growth is projected to slow from 5.7% in 2021 to 2.9% in 2022 and average 3% in 2023-24. ([Source: Global Economic Prospects June 2022 World Bank.](#))

### **Indian Economy**

Despite inflationary pressures, geopolitical risks and such other challenges from global spill-overs, the Reserve Bank of India (RBI) has stated that the Indian economy continues to be on a path of recovery. While the nation's economy will face multiple headwinds from external challenges, it can grow by 7-7.8% this fiscal year on the back of better agriculture production and a revived rural economy. (Source: [Indian economy to grow by 7-7.8% in FY23 despite global headwinds: Experts; Retail News, ET Retail \(indiatimes.com\)](#))



Policy initiatives by the government focusing on growth along with major spend towards infrastructure will begin to yield positive results. Due to the major geopolitical conflicts, the likelihood of India being the preferred alternate investment destination is expected to increase.

The upcoming months will be crucial for India's economy as the government and the RBI focus on balancing the stress on inflation, currency, external accounts and fiscal deficit. India has endured the pandemic for over two years and seems to have come out of it more resilient and stronger.

## **B2B eCommerce**

The B2B eCommerce sector in India is undergoing a transformation as social media is becoming a powerful tool for B2B businesses. The year 2021 was a breakthrough year for the industry and social media as businesses leaned more towards this trade channel. According to the [Social Media Global market report 2022](#), the global social media market size is expected to reach \$833.50 billion in 2026, growing at a CAGR of 39%. The growth will be led mainly by the rising penetration of smartphones, tablets and other electronics. Internet penetration in the country increased from being merely 4% in 2007 to 45% in 2021. The number of active internet users in the country is the second highest globally.

India's social commerce has a potential to expand to US\$16-20 billion in FY25, at a CAGR of 55-60%. Statistics reveal that India has the highest data consumption rate worldwide at 14.1 GB data per person in a month. Among all the factors, the pandemic fueled growth for eCommerce in India with a major shift in consumer behaviour as they switched from conventional stores to online sales channels.

With India moving towards a cashless economy, the cash-driven MSMEs need to adopt digitalisation and tech-driven solutions to manage their business. Digital transformation has touched every inch of the supply chain. In the realm of foreseeable future, the key growth drivers for the industry largely will be Government initiatives, increasing awareness about ecommerce among the consumers and Investments from FDI and key industrial players.

<https://www.ibef.org/industry/ecommerce>

[https://www.ibef.org/download/1650440208\\_e-commerce-feb-2022.pdf](https://www.ibef.org/download/1650440208_e-commerce-feb-2022.pdf)

## **Social Media and Technology Penetration Driving Growth in India**

Technology will play an important role in India's growth owing to an increase in outreach, accessibility, and revolutionary solutions like cloud, AI, blockchain, etc. India's IT and business services market is projected to reach US\$ 19.93 billion by 2025 (Source: <https://www.ibef.org/news/indian-it-business-services-market-grows-64-to-us-696-billion-in-h1-2021-idc>). Gartner forecasts IT spending in India at US\$ 81.89 billion in 2021 and further speculating an increase to US\$ 101.8 billion in 2022, a 24.31% YoY increase.

Over the last decade, India added 500 million+ new smartphone users largely due to higher affordability and reducing smartphone costs (average smartphone cost being less than US\$ 150). With the availability of greater variety of value smartphones, the number of smartphone users is expected to reach 800-850 million in FY 2026, representing more than 55% of total population and 80% of internet users. In FY 2021, 650 - 700 million Indians had access to the internet and this number is expected to increase to over 950- 1,000 million by FY 2026, covering more than 70% of the total population, owing to the government's push for digitalization, among other factors.

The Indian Government is putting efforts to increase fibre-to-home penetration and launch 5G services, which will enable more newer spectrums and pack more data than 4G for the same amount of spectrum, thereby powering Digital India. The Digital India initiative mainly consists of universal digital literacy, delivering all Government services to citizens digitally, and development of secure and stable digital infrastructure.

Technology has changed the face of businesses and their operations and retail commerce is a shining example of how technology has disrupted traditional businesses. From food and groceries to travel and fintech, each have their own innovative business model that has changed the way consumers and merchants transact, lend, and borrow, and invest their money.

## 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 the 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 25 renowned brands globally which are categorized in four broad divisions FMSG, FMCT, FMEG and EB. 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 specialized and customized 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 conducts 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 the 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 the Company's 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:

<b>Vendor</b>	<b>Product Category</b>	<b>Segment</b>
AOC	Monitors & TV	<b>EB</b>
BABYLISS	Personal Grooming products	<b>FMSG</b>
BPL	Bulb, Light, Fans etc.	<b>FMEG</b>
COOLER MASTER	PC Casing and Cooling products	<b>FMSG</b>
COLORFUL	SSDs	<b>FMSG</b>
EDELKRONE	Videography accessories & motorized stands	<b>FMSG</b>
FUJIFILM INSTAX	Polaroid Camera & its accessories	<b>FMSG</b>
INSTA 360	Action Cameras & its accessories	<b>FMSG</b>
HONEYWELL	Air Purifiers, Home Audio, Laptop Essentials, Mobile Accessories, Structured Cabling etc.	<b>FMSG</b>
HAMA	Photography accessories	<b>FMSG</b>
HYPERICE	Recovery equipment's	<b>FMSG</b>
INVUE	Retail security protecting mobile electronics devices	<b>EB</b>
IBALL	IT Peripherals, Tablets, Smart Watches etc.	<b>FMCT</b>
MSI	Mini-PCs and desktops	<b>FMSG</b>
OLYMPUS	Cameras, Lenses, Binoculars	<b>FMSG</b>
PHILIPS	SIGNAGE & Monitors	<b>EB</b>
PNY	Graphics Cards and SSDs	<b>FMSG</b>
PRINTRONIX	Printers	<b>EB</b>
RAPOO	Keyboards, Mouse, Headphones, Power bank	<b>FMCT</b>
SAMSUNG	Monitors, Consumer Electronics & Flash Memories	<b>FMCT</b>
THERMALTAKE	Computer cooling and gaming accessories	<b>FMSG</b>
TRANSCEND	Memory, Storage	<b>FMSG</b>
VIEWSONIC	Projectors, 3D Glass, Smart Screens	<b>FMCT</b>
ZEISS	Monoculars & binoculars	<b>FMSG</b>

## **FINANCIAL OVERVIEW**

The consolidated financial performance of the Company for the financial year ended March 31<sup>st</sup>, 2022, is as follows:

- Total revenue from operations stood at Rs. 947.81 crore for the year ended March 31, 2022, as against Rs. 526.32 crore for the corresponding previous period, an increase of 80.08%, mainly on account of strong sales growth driven by EB and FMCT segments.
- Cost of raw materials rendered for the financial year ended March 31, 2022 was Rs 856.52 crore as against Rs 475.01 crore for the corresponding previous period, an increase of 80.31%.
- Staff expenses for the financial year ended March 31, 2022 were Rs 11.47 crore as against Rs. 8.60 crore for the corresponding previous period, an increase of 33.47%.

- Other expenses for the financial year ended March 31, 2022 were Rs. 47.20 crore as against Rs 23.98 crore for the corresponding previous period, an increase of 96.83%. This has been mainly on account of export freight and brand expenses of Honeywell.
- The EBITDA (earnings before interest, depreciation and tax) was Rs. 32.62 crore for the year ended March 31, 2022, as against Rs. 18.73 crore for the corresponding previous period, an increase of 74.16%.
- The depreciation for the financial year ended March 31, 2022 was Rs. 1.49 crore, as against Rs. 1.02 crore for the corresponding previous period, an increase of 46.08%.
- The interest for the financial year ended March 31, 2022 was Rs. 6.07 crore as against Rs. 4.69 crore for the corresponding previous period, an increase of 30.06%.
- The PAT (profit after tax) was Rs. 19.25 crore for the year ended March 31, 2022, as against Rs. 9.38 crore for the corresponding previous period, a growth of 105.22%.

## **RESOURCES AND LIQUIDITY**

As on March 31, 2022, the consolidated net worth stood at Rs. 88.37 crore and the consolidated debt was at Rs. 64.35 crore.

The cash, cash equivalents and bank balances at the end of March 31, 2022 were Rs. 8.24 crore.

The net debt to equity ratio of the Company stood at 0.73 as on March 31, 2022.

## **Business Category wise Performance**

Creative Newtech operates in four broad product segments: FMSG (Fast moving Social-Media Gadgets), FMCT (Fast moving Consumer Technology), FMEG (Fast moving Electrical Goods) and EB (Enterprise Business).

The Company is performing well in all the segments 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.

### **OPPORTUNITIES**

- **Rapid growth in eCommerce:** In the post-COVID scenario, there has been a tremendous increase in eCommerce activity, with many businesses going online. The Company's 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.

## 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, 2022, the Company had 300+ 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 its 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 feedback on the completion of the program.

Details of significant changes in the Key Financial Ratios

Key Financial Ratios	2021-22	2020-21	Variance in %	Explanation for change >25%
Current Ratio	1.47	1.35	8.83%	-
Debt-Equity Ratio	0.85	0.81	4.84%	-
Debt Service Coverage Ratio	5.20	4.65	11.76%	-
Return on Equity Ratio	22.80%	20.39%	11.84%	-
Inventory Turnover Ratio*	10.99	7.87	39.60%	-
Trade Receivables Turnover Ratio	13.65	10.99	24.19%	-
Trade Payables Turnover Ratio**	16.85	10.76	56.67%	-

Net Capital Turnover Ratio	12.18	11.01	10.70%	-
Net Profit Ratio	1.87%	2.11%	(11.42%)	-
Return on Capital Employed	33.31%	33.43%	(0.37%)	-
Return on Investment	4.43%	5.70%	(22.36%)	-

**Reason for Variance where variance is more than 25%**

\* Inventory Turnover ratio is increased in comparison to last year since in current year there is increase in cost of goods sold by 83.5% and the average inventory increased by only 31.44%.

\*\* Trade Payables turnover ratio is increased in comparison to last year since in current year the purchases have been increased by 91.26% and relatively the average trade payables increased by only 22.08%.

## Impact of COVID-19 and OUTLOOK

In the post-COVID period, the Company is very optimistic about the near-term and long-term prospects. Over the last two years, the world has witnessed a slowdown due to the pandemic across sectors. However, markets have been recovering swiftly in India and worldwide, especially since the second half of FY22.

The Company's agile and value-added business model, diverse product portfolio combined with strong client relationships that helped to sustain through such volatile phases and continue its growth trajectory. In line with this, the Company continues to refresh its brand portfolio with new, relevant and high-demand products, such as Hyperice and Insta360. The value-addition in terms of executing marketing strategies and post-sales services, allow the Company to command better margins.

The licensing business is also picking momentum as the Honeywell business is gaining traction in India and overseas. With all certifications etc. in place, the Company is ready to go full throttle with a wider range of product lines under Honeywell. Audio products and air purifiers are some of the most recent launches under that. We see this line of business expanding and accounting for a larger share of revenue in the coming years.

Creative's online digital B2B eCommerce platform, Ckart, has also been doing very well since launch. The Company recently incorporated a wholly owned subsidiary which would be dedicated to eCommerce business, since this is a high growth potential line of business.

Demand for various IT products has been on the rise, especially after the pandemic, as work-from-home becomes the norm across industries. In the long run, such trends would augur well for the Company. Moreover, as more and more players adopt the online channel for business, eCommerce business should thrive well. The Company expects Ckart to play a pivotal role in the paradigm shift of distribution from a brick-and-mortar to an online-based services.

Overall, the Company's annual performance indicates a positive outlook for the next year.

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

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

[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 (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, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on March 31, 2022, 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, 2022 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 issued 4,00,000 Equity shares of face value of Rs. 10/- each fully paid up for cash at a price of Rs. 110/- per Equity and 6,00,000 fully convertible warrants of face value of Rs. 10/- each fully paid up for cash at a price of Rs. 110/- per convertible warrants on preferential basis.
  - 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 (up to August 12, 2021) and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from August 13, 2021); 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 (up to August 15, 2021) and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from August 16, 2021); During the year under review, the Company has not issued any Non-Convertible and Redeemable Preference Shares/ any other Non-Convertible Securities.
- 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 Code on Wages, 2019
  - iii. The Code on Social Security, 2019
  - 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.No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
-	-	-	-

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

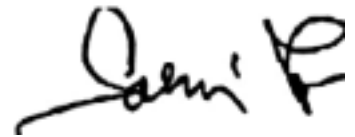
obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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**

**Place: Mumbai  
Date: July 29, 2022**

**Proprietor  
FCS No. 5759  
C.P. No.: 4997  
PR No. 1769/2022  
UDIN: F005759D000708241**

## **ANNEXURE - I**

To,

The Members

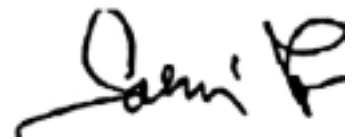
**Creative Newtech Limited**

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. Where ever 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**

**Place: Mumbai  
Date: July 29, 2022**

**Proprietor  
FCS No. 5759  
C.P. No.: 4997  
PR No. 1769/2022  
UDIN: F005759D000708241**



**CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members,  
**CREATIVE NEWTECH LIMITED**  
Mumbai

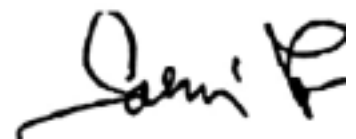
We have examined the compliance of conditions of Corporate Governance by Creative Newtech Limited (Formerly known as Creative Peripherals And Distribution Limited) for the year ended March 31, 2022, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and 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, 2022.

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**

**Place: Mumbai  
Date: July 29, 2022**

**Proprietor  
FCS No. 5759  
C.P. No.: 4997  
PR No. 1769/2022  
UDIN: F005759D000708340**

## **REPORT ON CORPORATE GOVERNANCE**

The report on Corporate Governance for the year ended March 31, 2022 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, 2022, 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, 2022, none of the Directors of the Company held shares in the Company except Mr. Ketan Patel who holds 79,39,520 equity shares, Mrs. Purvi Ketan Patel who holds 59,200 equity shares and Mr. Vijay Advani who holds 400 equity shares which accounts for 66.17 %, 0.49 % and 0.003 %, 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, 2022 is as under: -

Name of the Director	Category  (Executive/Non-Executive/ Independent)	Directorships in other Public Companies •	List of Directorship held in other Listed Companies •
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 07 (Seven) 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	Chief Compliance Officer & Company Secretary
1	June 11, 2021	✓	✓	✓	✓	✓	✓	✓	✓
2	June 18, 2021	✓	✓	✓	✓	✓	✓	✓	✓
3	July 01, 2021	✓	✓	✓	✓	✓	✓	✓	✓
4	August 13, 2021	✓	✓	✓	✓	✓	✓	✓	✓
5	November 11, 2021	✓	✓	✓	✓	✓	✓	✓	✓
6	December 17, 2021	✓	✓	✓	✓	✓	✓	✓	✓
7	February 11, 2022	✓	✓	✓	✓	✓	✓	✓	✓

## 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, 2022 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.creativenewtech.com](http://www.creativenewtech.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.creativenewtech.com](http://www.creativenewtech.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:

Leadership	Ability to inspire, motivate and offer direction and leadership to others and represent the Company before internal and external stakeholders
Management	Knowledge or expertise or understanding of sound management and business principles or experience of working in senior management position of any organization
Financial expertise	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
Governance	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
Strategy Development and Implementation	Experience in developing and implementing business strategies or ability to give strategic insights to key business objectives.
Knowledge of B2B Operations and industry	Understanding of the working of B2B including but not limited to areas like challenges, opportunities, business models, revenue streams, business processes & practices etc
Information Technology	Knowledge and experience in the strategic use of information management and information technology to provide unique business solutions
Risk Management	Experience in enterprise risk management in the relevant industry, and understanding of the Boards, role in the oversight of risk management principles
Human Resource	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 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 Chandu	✓	✓	✓	✓	✓	✓	✓	✓	

## 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, interalia, 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 5 (Five) 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 18, 2021	✓	✓	✓	✓
2	August 13, 2021	✓	✓	✓	✓
3	November 11, 2021	✓	✓	✓	✓
4	December 17, 2021	✓	✓	✓	✓
5	February 11, 2022	✓	✓	✓	✓

### 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	June 18, 2021	✓	✓	✓	✓
2	August 13, 2021	✓	✓	✓	✓

## 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, Chief Compliance Officer and Company Secretary 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
1	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, 2022 along with Revised Remuneration for Financial year 2022-23 proposed for approval of Members in Annual General Meeting to be held for financial year ended at 31<sup>st</sup> March, 2022.(Amount in Rs.)

Sr. No.	Name of Director / KMP	Designation	Education Qualification	Gross Remuneration Paid per annum for FY 2021-22	Proposed Limit of Remuneration per annum for FY 2022-23
1.	Mr. Ketan Patel	Chairman and Managing Director	Diploma in Computer Technology	52,13,988	70,53,944
2.	Mrs. Purvi Patel	Whole-time Director	Diploma in Pharmacy	29,18,440	43,81,209
3.	Mr. Vijay Advani	Whole-time Director	B. Com	41,30,036	52,48,232
4.	Mr. Abhijit Kanvinde	Chief Financial Officer	B. Com, CA, Diploma in Marketing Management	30,12,136	44,30,012
5.	Mr. Tejas Doshi	Chief Compliance Officer and Company Secretary	B. Com, CS, LL.B	15,95,196	26,00,000
<b>TOTAL</b>				<b>1,68,69,796</b>	<b>2,37,13,397</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.creativenewtech.com](http://www.creativenewtech.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	70,000	72,000	1,42,000
2.	Mr. Suresh Bhagavatula	Independent Director	70,000	64,000	1,34,000
3.	Mr. Kurian Chandy	Independent Director	70,000	64,000	1,34,000
<b>TOTAL</b>			<b>2,10,000</b>	<b>2,00,000</b>	<b>4,10,000</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:

<b>a.</b>	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>b.</b>	Quarterly results, which newspapers normally published in	Active Times (English) Mumbai Lakshadeep (Marathi)
<b>c.</b>	Any website, where displayed	www.creativenewtech.com
<b>d.</b>	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.
<b>e.</b>	Whether MD & A is a part of Annual Report	Yes

## 9. GENERAL SHAREHOLDER INFORMATION

a.	Annual General Meeting – Date, Time and Venue	29 <sup>th</sup> September, 2022, Thursday, through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')
b.	Financial Year	01 <sup>st</sup> April, 2021 to 31 <sup>st</sup> March, 2022
c.	Book closure Date for Dividend and AGM	From 24 <sup>th</sup> September, 2022 to 29 <sup>th</sup> September, 2022

d.	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@creativenewtech.com
e.	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
f.	Listing Fees	The Annual Listing fees for the financial year 2021-22 have been paid to the Nation Stock Exchange.
g.	Share Registrar and Transfer Agents	Bigshare Services Private Limited Add: Office No S6-2, 6 <sup>th</sup> floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400093 Email ID: investor@bigshareonline.com Website: www.bigshareonline.com Tel No.: 022 6263 8200 SEBI Registration No: INR000001385
h.	Address for Investor's Correspondence	Mr. Tejas Doshi (Chief Compliance Officer & Company Secretary) 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 Email: cs@creativenewtech.com
i.	Name of the Compliance Officer	Mr. Tejas Doshi (Chief Compliance Officer and Company Secretary)

#### a. Market Price Data

Month	NSE			
	High (Rs.)	Low (Rs.)	Volume (in Lakhs)	Value (in Lakhs)
April, 2021	103.50	97.10	2.63	267.30
May, 2021	98.25	84.15	11.35	1,047.35
June, 2021	178.05	84.10	87.21	10,348.81
July, 2021	230.00	180.55	35.58	7,233.67
August, 2021	275.15	226.25	8.38	2,073.51
September, 2021	237.50	211.45	4.75	1,080.95
October, 2021	367.80	230.00	12.66	3,938.57
November, 2021	424.05	362.05	5.65	2,245.26
December, 2021	450.05	382.30	4.39	1,802.69
January, 2022	723.25	520.95	18.05	11,595.31
February, 2022	645.55	528.20	6.89	4,046.67
March, 2022	746.00	558.55	8.55	5,708.08

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

## b. Share Transfer System

Bigshare Services Private Limited 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, 2022

Shareholding of Nominal Rs. Range	No. of shareholders	% of shareholders	Value of Shares	% of Value of shares
1 – 5,000	3,811	88.7517	28,25,650	2.3547
5,001- 10,000	177	4.1220	14,12,810	1.1773
10,001 - 20,000	104	2.4220	16,17,840	1.3482
20,001 - 30,000	51	1.1877	13,00,610	1.0838
30,001 - 40,000	33	0.7685	11,35,570	0.9463
40,001 - 50,000	14	0.3260	6,65,670	0.5547
50,001 - 1,00,000	35	0.8151	26,15,100	2.1792
1,00,001 & above	69	1.6069	10,84,26,750	90.3556
<b>Total</b>	<b>4,294</b>	<b>100.00</b>	<b>12,00,00,000</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, 2022	No. of Shares	% of Total Issued Capital
No. of Shares held in dematerialised form in CDSL	1,04,18,738	86.82
No. of Shares held in dematerialised form in NSDL	15,80,462	13.17
No. of Physical Shares	800	00.01
<b>Total</b>	<b>1,20,00,000</b>	<b>100.00</b>

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

The Company has issued 6,00,000 Fully Convertible Warrants on Extra Ordinary General Meeting held on 27<sup>th</sup> July 2021 and the same were allotted to warrants holder on 19<sup>th</sup> August 2021.

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

During the year ended March 31, 2022, 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 behaviour, 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.creativenewtech.com](http://www.creativenewtech.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.creativenewtech.com](http://www.creativenewtech.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 2021-22.

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, 2022.

## 19. DISCLOSURES:

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.

- a) **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.
- b) **The Company has in place all the mandatory Policies which are also available on the Company's website [www.creativenewtech.com](http://www.creativenewtech.com).**
- c) **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.
- d) **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.creativenewtech.com](http://www.creativenewtech.com).
- e) **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.creativenewtech.com](http://www.creativenewtech.com).
- f) **Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A):**  
Not Applicable
- g) **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.
- h) **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 2021-22.**

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, 2022, is as follows:

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



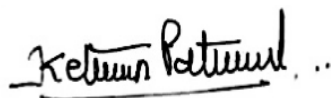
Particulars	Amount (In Rs.)
Fees for audit and related services	4,00,000
Fees for other Certifications	1,00,000
<b>TOTAL</b>	<b>5,00,000</b>

- i) 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.

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



**Ketan Patel**  
**Chairman and Managing Director**  
**DIN: 00127633**  
**Date: July 29, 2022**  
**Place: Mumbai**

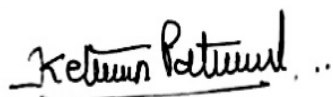


**Tejas Doshi**  
**Chief Compliance Officer and Company Secretary**  
**ACS: 30828**  
**Date: July 29, 2022**  
**Place: Mumbai**

## 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, 2022.

**For Creative Newtech Limited**



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

**Date: July 29, 2022**  
**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 eCommerce Ventures Private Limited	Creative Peripherals and Distribution Limited	Secure Connection Limited
1	Country of Subsidiary Company	India	Hong Kong	Hong Kong
2	Reporting Period	*31/12/2021 – 31/03/2022	01/04/2021 – 31/03/2022	01/04/2021 – 31/03/2022
3	Reporting Currency	INR	US \$	US \$
4	Share Capital (at cost)	1,00,000	48,80,750	1,22,046.81
5	Reserves and Surplus	(63,941)	98,66,828.44	16,93,60,557.6
6	Total Liabilities excluding Share capital and reserves	81,000	3,24,53,694.95	3,67,32,413.69
7	Total Assets	1,17,059	4,72,01,273.38	20,62,15,018.1
8	Investments	0	0	0
9	Turnover / Total Income	0	8,91,15,011.53	49,98,27,025.8
10	Profit before Taxation	(63,941)	12,02,094.64	6,86,76,967.52
11	Provisions for Taxation	0	0	0
12	Profit after Taxation	(63,941)	12,02,094.64	6,86,76,967.52
13	Proposed Dividend		0	0
14	% of Share holding	100%	100 %	52.48

\*Date of Incorporation of Creative eCommerce Ventures Private Limited is 31<sup>st</sup> December 2021.

Exchange Rate of US \$ 1= Rs. 75.8071 for Balance Sheet items and Rs.74.512 for Profit & Loss items for FY 2021-22.

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:

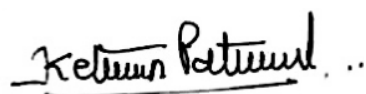
i. Names of the Associates / Joint Ventures which are yet to commence operations: **None**

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

### For 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: July 29, 2022**

**Place: Mumbai**

## Annexure – G – Corporate Social Responsibility

As part of our CSR initiatives for the FY 2021-22, Creative Newtech has donated Rs. 24 lakhs to the Omkar Andh Apang Samajik Sanstha.

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 Omkar Andh Apang Samajik Sanstha

Omkar Andh Apang Samajik Sanstha is a Non-Governmental Organization established in 2010, based at Bhandup West, Mumbai Maharashtra. The registration number of the organization is: Reg No Maharashtra / Mumbai / 3191/2010 Public trust no F- 43203. The organization is operational in Mumbai Maharashtra, India. The trust provides basic necessity like food, shelter, clothing to about 2522 members of the trust who are blind, handicapped, deaf, widow, divorcee, helpless women, mentally challenged, orphans, cancer dialysis patients, kidney patients, transgender and to such poor and needy people. The trust also regularly undertake the projects such as sanitation, water resources in the urban area sponsored by the state and central government.

Following are the relevant details for CSR 2021-22.

#### 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, 2022

#### 3. Average Net Profit for Company for last 3 financial years – Rs. 11,69,77,731/-

#### 4. Prescribed CSR Expenditure (i.e. 2% of Point No. 3) – Rs. 23,39,555/-

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

- i. Total Amount required to be spent for FY 2020-21 : Rs. 23,39,555/-
- ii. Total Amount spent for FY 2020-21 : Rs. 24,00,000/-
- iii. Amount unspent, if any: NIL
- iv. Amount spent additionally above prescribed limit : Rs. 60,445/-
- v. Manner in which the amount spent during the FY 2021-22 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	Social Activity Helping to serve blind and Handicap People	The trust provides basic necessity like food, shelter, clothing to about 2522 members of the trust who are blind, handicapped, deaf, widow, divorcee, helpless women, mentally challenged, orphans, cancer dialysis patients, kidney patients, transgender and to such poor and needy people. The trust also regularly undertake the projects such as sanitation, water resources in the urban area sponsored by the state and central government.	Trust basically helps to blind and Handicap People for their life. Located at Mumbai Bhandup West Mumbai - 400078	Rs. 24,00,000	Rs. 24,00,000 Direct Expenditure on Project.  No overhead cost to the Company	Rs. 24,00,000	Amount spent through  Omkar Andh Apang Sanajik Sanstha  Reg No Maharashtra / Mumbai / 3191/2010 Public trust no F- 43203

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

Not Applicable

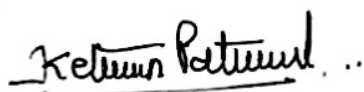
**7. Responsibility Statement of CSR Committee**

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

**For 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: July 29, 2022**

**Place: Mumbai**

**TO THE MEMBERS OF**

**CREATIVE NEWTECH LIMITED**

**(FORMERLY KNOWN AS CREATIVE PERIPHERALS AND DISTRIBUTION LTD.)**

Report on the Audit of Standalone Financial Statements

**Opinion**

We have audited the accompanying Ind AS financial statements of CREATIVE NEWTECH LIMITED (Formerly Known as CREATIVE PERIPHERALS AND DISTRIBUTION LTD.) ("the Company"), which comprise the Balance Sheet as at 31 March 2022, 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, 2022, 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 the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit matters	Auditor's Response
1.	<p><b>Revenue Recognition</b></p> <p>The Company recognizes revenues when the control of goods are transferred to the customer at an amount that reflects the net consideration, which the Company expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Company considers the effects of applicable rebates, and discounts (variable consideration).</p> <p>The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues.</p> <p>Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.</p>	<p><b>Our audit procedures included the following:</b></p> <ul style="list-style-type: none"> <li>• We read and evaluated the Company's revenue recognition policy and assessed its compliance in terms of Ind AS 115 'Revenue from contracts with customers'.</li> <li>• We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts.</li> <li>• We performed test for a sample of sales transactions by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract.</li> <li>• We tested on a sample basis rebates and discount schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual rebates and discounts recognized in respect of particular schemes do not exceed their approved amounts.</li> <li>• We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers.</li> <li>• We read and assessed the relevant disclosures made in the standalone Ind AS financial statements.</li> </ul>
2.	<p><b>Contingent liabilities relating to taxation, litigations and claims</b></p> <p>The provisions and contingent liabilities relate to ongoing litigations and claims with various authorities. These relate to direct tax, various indirect taxes, etc. arising in the regular course of business.</p> <p>The assessment of a provision or contingent liability requires significant judgement by the company because of the inherent complexity in estimating future costs.</p> <p>The amount recognized as a provision is the best estimate made by the management. The provisions and contingent liabilities are subject to changes in the outcomes of litigations and claims and the positions taken by the company. It involves significant judgement and estimation to determine the likelihood and timing of the cash outflows and interpretations of the legal aspects, tax legislations and judgments previously made by authorities.</p>	<p><b>Our audit procedures included:</b></p> <ul style="list-style-type: none"> <li>• Understanding the process followed by the company for assessment and determination of the amount for provisions and contingent liabilities relating to taxation, litigations.</li> <li>• Involving subject matter experts with specialized skills and knowledge to assist in the assessment of the value of significant provisions and contingent liabilities relating to pending litigations, on sample basis, in light of the nature of the exposures, applicable regulations and related correspondence with the authorities.</li> <li>• We assessed management's conclusions through discussions held with their in-house legal counsel and understanding precedents in similar cases to establish the likelihood of outflow of economic resources being probable, possible or remote in respect of the litigations.</li> <li>• Assessing the adequacy and appropriateness of the company's disclosures in the financial statements.</li> </ul>

## 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

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

1. As required by the Companies (Auditor's Report) Order, 2020, ("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:
  - I. 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.
  - II. 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.
  - III. 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.
  - IV. 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.
  - V. On the basis of the written representations received from the directors as on 31st March, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022, from being appointed as a director in terms of Section 164(2) of the Act.
  - VI. 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".
  - VII. 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.
- iv.
  - a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - c. Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.

**FOR GUPTA RAJ & CO.**

**CHARTERED ACCOUNTANTS**

**FIRM NO. 001687N**



**PLACE: MUMBAI**

**DATED: 20<sup>th</sup> May, 2022**

**UDIN: 21112353AAAADZ7113**

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**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)

1. In respect of its Property, Plant and Equipment:

- I.
  - The company has maintained proper records showing full particulars, including quantitative details and situation of the Property, Plant and Equipment.
  - The company has maintained proper records showing full particulars of intangible assets.
- II. The Property, Plant and Equipment 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 Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were noticed on such physical verification.
- III. The title deeds of immovable properties recorded in the books of account of the Company are held in the name of the Company.
- IV. The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Thus the requirement on reporting under paragraph 3(i)(d) is not applicable to the Company.
- V. As informed by the management no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2.

- I. 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.
- II. The Company has a working capital limit in excess of Rs 5 crore sanctioned by banks based on the security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and such returns/statements are in agreement with the books of account of the Company for the respective periods.

3. According to the information and explanation provided to us, during the year, the company has made investments in one wholly owned subsidiary and has not provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships, or any other parties during the year,.

- I. 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 of the Act. Accordingly, the requirement on reporting under paragraph 3(iii)(a) of the Order is not applicable to the Company.
- II. According to the information and explanation given to us and the records produced to us and based on the audit procedures conducted by us, we are of the opinion that, the Investments made are, prima facie, not prejudicial to the interest of the company.
- III. The company has no loans and advances in nature of loans. Thus the requirement of reporting under paragraph 3(iii)(c) of the Order is not applicable to the Company.
- IV. The company has not provided any loans and advances. Thus the requirement of reporting under paragraph 3(iii)(d) of the Order is not applicable to the Company.

- V. The company had not provided any loans and advances which have fallen due during the year. Thus the requirement of reporting under paragraph 3(iii)(d) of the Order is not applicable to the Company.
- VI. The company has not granted any loans and advances, in nature of loans that are either repayable on demand or without specifying the terms of repayment.
4. 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.
5. 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.
6. 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.
7. In respect of statutory dues:
- I. According to the information and explanations given to us, undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- II. According to the information and explanations given to us, there are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of disputes, except for the following:

Name of Statute	Nature of Dues	Amount (Rs in Lakhs)	Period
The Income Tax Act, 1961	Outstanding Tax Demand	10.79	Assessment Year 2008-09
The Income Tax Act, 1961	Outstanding Interest Demand	0.69	Assessment Year 2009-10
The Income Tax Act, 1961	Outstanding Penalty Demand raised u/s 271(1)(c) with respect to Income Tax	3.96	Assessment Year 2009-10
The Income Tax Act, 1961	Outstanding Interest Demand	3.59	Assessment Year 2018-19
The Income Tax Act, 1961	Outstanding Tax Demand	562.96	Assessment Year 2020-21
The Central Sales Tax Act, 1956 and Value Added Tax Act	Custom Duty (Show cause Notice)	230.34	-
The Central Sales Tax Act, 1956 and Value Added Tax Act	Custom Duty (Show cause Notice for Penalty)	481.38	-
The Central Sales Tax Act, 1956 and Value Added Tax Act	Outstanding tax demand with respect to VAT/ CST	94.46	Financial Year 2013-14, 2014-15, 2015-16, 2016-17

8. During the course of our examination of the books and records of the Company and according to the information and explanation given to us there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- 9.
- I. According to the information and explanation given to us, the records produced to us and on the basis of our examination of records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

- II. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- III. According to the information and explanation given to us, the records produced to us and on the basis of our examination of records of the company, the term loans were applied for the purpose for which the loans were obtained.
- IV. According to the information and explanation given to us, the funds raised on short term basis have not been utilized for long term purposes.
- V. According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- VI. According to the information and explanation given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies

10.

- I. 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 (x)a) of the order is not applicable to Company.
- II. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment of 4 lakhs fully paid equity shares during the year at an issue price of Rs. 110 per shares. Issue of shares were in compliance with section 42 and 62 of the companies act, 2013 and the company has used the funds for the purpose for which the issue of shares was made.

11.

- I. 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.
- II. According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules with the Central Government.
- III. As informed by the management no whistle blower complaints have been received by the Company during the year.

12. 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.

13. 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 as required by the applicable Ind Accounting Standards.

14.

- I. Based on information and explanations provided to us and as per our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- II. We have considered the internal audit reports of the Company issued till the even date for the period under Audit.

15. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

16.

- I. 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. Hence the provisions of (xvi) of the Order is not applicable to the Company.
- II. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- III. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- IV. According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has no CIC as part of the Group accordingly the clause 3(xvi)(d) of the order is not applicable.

17. The Company has not incurred cash losses during the financial year and the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

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



**PLACE: MUMBAI**

**DATED: 20<sup>th</sup> May, 2022**

**UDIN: 21112353AAAADZ7113**

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**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 NEWTECH LIMITED (Formerly Known as CREATIVE PERIPHERALS AND DISTRIBUTION LTD.)** ("the Company") as of 31st March, 2022 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, 2022, 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: 20<sup>th</sup> May, 2022**

**UDIN: 21112353AAAADZ7113**

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**NIKUL JALAN**

**PARTNER**

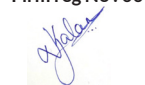
**Membership No.112353**

**Balance Sheet - Standalone as at 31 March, 2022**
**(Rs. in Lakhs)**

Particulars	Notes	As at 31st March, 2022	As at 31st March, 2021
<b>ASSETS</b>			
Non-Current Assets			
(a) Property, Plant and Equipment	2	1,037.92	984.98
(b) Intangible Assets	3	18.50	21.60
(c) Financial Assets			
(i) Investments	4	50.46	49.46
(d) Deferred Tax Assets (Net)	5	16.72	9.45
(e) Other Non Current Assets	6	0.13	0.03
<b>Total Non - Current Assets</b>		<b>1,123.73</b>	<b>1,065.52</b>
Current Assets			
(a) Inventories	7	9,657.80	5,958.82
(b) Financial Assets			
(i) Trade Receivables	8	8,060.32	5,409.06
(ii) Cash and Cash Equivalents	9	52.76	16.27
(iii) Bank Balances other than (ii) above	10	538.11	399.46
(iv) Other Financial Assets	11	5.38	3.59
(c) Other Current assets	12	5,192.43	5,942.85
<b>Total Current Assets</b>		<b>23,506.80</b>	<b>17,730.05</b>
<b>Total Assets</b>		<b>24,630.53</b>	<b>18,795.57</b>
<b>EQUITY AND LIABILITIES</b>			
Equity			
(a) Equity Share Capital	13	1,200.00	1,160.00
(b) Other Equity	14	6,171.80	4,112.36
(c) Money Received against Share Warrant		165.00	
<b>Total Equity</b>		<b>7,536.80</b>	<b>5,272.36</b>
<b>LIABILITIES</b>			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	1,036.37	342.05
(b) Provisions	16	95.20	78.86
<b>Total Non - Current Liabilities</b>		<b>1,131.57</b>	<b>420.91</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	17	5,396.77	3,950.33
(ii) Trade Payables			
- total outstanding dues of micro enterprises and small enterprises	18	972.55	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		5,297.63	4,349.68
(iii) Other Financial Liabilities	19	3,535.84	2,956.16
(b) Other Current Liabilities	20	656.37	1,695.94
(c) Provisions	21	14.17	13.85
(d) Current Tax Liabilities (Net)	22	88.83	136.34
<b>Total Current Liabilities</b>		<b>15,962.16</b>	<b>13,102.30</b>
<b>Total Equity and Liabilities</b>		<b>24,630.53</b>	<b>18,795.57</b>
Significant Accounting Policies	1-46		

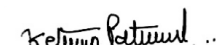
The accompanying notes are an integral part of these financial statements  
As per our attached report of even date

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

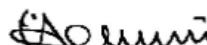


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

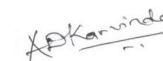
For and on Behalf of the Board of Directors  
of Creative Newtech Limited (formerly known as Creative Peripherals & Distribution Limited)



Ketan C Patel  
Chairman and Managing  
Director  
DIN: 00127633



Vijay Advani  
Whole - Time Director  
DIN: 02009626



Abhijit Kanvinde  
Chief Financial Officer



Tejas Doshi  
Chief Compliance  
Officer and Company  
Secretary

Creative Newtech Limited

**Standalone Statement of Profit and Loss for the year ended 31st March, 2022**

(Rs. in Lakhs)

Particulars	Notes	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
<b>Revenue</b>			
Revenue from Operations	23	91,917.22	50,930.06
Other Income	24	1,392.86	617.35
<b>Total Income</b>		<b>93,310.08</b>	<b>51,547.41</b>
<b>Expenses</b>			
(a) Purchases of Stock in Trade	25	89,487.21	46,788.85
(b) Changes in inventories of Stock in Trade	26	(3,698.98)	(36.67)
(c) Employee Benefits Expenses	27	1,147.18	859.52
(d) Finance Costs	28	600.19	464.58
(e) Depreciation and Amortisation Expense	2 & 3	148.98	102.44
(f) Other Expenses	29	3,326.01	1,930.07
<b>Total Expenses</b>		<b>91,010.59</b>	<b>50,108.79</b>
<b>Profit/(Loss) before Tax</b>		<b>2,299.49</b>	<b>1,438.62</b>
Exceptional and Extraordinary Item			
Loss by Fire and Theft (Refer Note No. for more details)		12.57	-
<b>Total Exceptional and Extraordinary Item</b>		<b>12.57</b>	<b>-</b>
<b>Profit/(Loss) before Tax</b>		<b>2,286.92</b>	<b>1,438.62</b>
<b>Tax Expense</b>			
(a) Current Tax	30	575.57	362.07
(b) Deferred Tax	30	(7.27)	1.55
<b>Total Tax Expense</b>		<b>568.30</b>	<b>363.62</b>
<b>Profit for the year</b>		<b>1,718.62</b>	<b>1,075.00</b>
<b>Other Comprehensive Income</b>			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of Defined Benefit Plans		1.09	3.96
(b) Income Tax on above		(0.27)	(1.00)
(ii) Items that will be reclassified to profit or loss		-	-
<b>Total Other Comprehensive Income for the year</b>		<b>0.82</b>	<b>2.96</b>
<b>Total Comprehensive Income for the year</b>		<b>1,719.44</b>	<b>1,077.96</b>
<b>Earnings per Equity Share of ` 10 par value :</b>	31		
Basic (` per share)		14.32	9.27
Diluted (` per share)		13.85	9.27
Significant Accounting Policies	1-46		

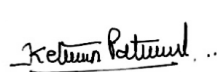
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As per our Report of Even date

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

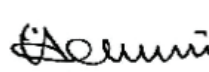


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

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  
Chief Compliance  
Officer and Company  
Secretary

**Standalone Statement of Cash Flow for the year ended 31st March, 2022**

(Rs. in Lakhs)

Particulars	As on 31st March, 2022	As on 31st March, 2021
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit / (Loss) Before Tax</b>	<b>2,286.92</b>	<b>1,438.62</b>
<b>Adjustments for</b>		
Depreciation and Amortisation	148.98	102.44
Finance Cost	450.29	339.66
Interest on late payment	0.62	0.97
Interest on FD and ICD	(22.25)	(21.82)
OCI Amount	1.09	-
Loss by Fire and theft	12.57	-
Provisions for expense	39.40	16.28
<b>Operating Profit Before Working Capital Changes</b>	<b>2,917.62</b>	<b>1,876.15</b>
<b>Adjustments for increase / decrease in:</b>		
Trade receivables	(2,660.96)	(1,549.75)
Other Financial Assets and other Current Assets	748.63	(1,831.07)
Inventories	(3,711.55)	(36.67)
Trade payable, Other Financial & Current Liabilities	1,447.56	1,241.11
Other Non Current Assets	(0.10)	-
<b>Cash generated from operations</b>	<b>(1,258.81)</b>	<b>(300.23)</b>
Income-tax (paid) / refund (net)	(623.34)	(289.61)
<b>Net cash flow from operating activities</b>	<b>(1,882.15)</b>	<b>(589.85)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of PPE, intangible assets and work in progress	(198.82)	(219.86)
Purchase of PPE-Adjustment	-	(0.09)
Purchase of Investments	(1.00)	-
Income from Investments i.e. FD and ICD	22.25	21.82
Sale of Investments	-	105.67
Investment & Redemption in bank deposit (having maturity more than 3 months)	(138.65)	(63.22)
<b>Net cash flow (used in) investing activities</b>	<b>(316.22)</b>	<b>(155.68)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Long-term Borrowings	694.32	(264.81)
Repayment of Short-term Borrowings (net)	1,446.44	1,370.57
Finance Cost Paid	(450.91)	(340.63)
Issue of Equity Share	440.00	-
Issue of Share Warrant	165.00	-
Dividend and DDT Paid	(60.00)	(18.01)
<b>Net cash flow from financing activities</b>	<b>2,234.85</b>	<b>747.12</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>36.49</b>	<b>1.60</b>
<b>Cash and cash equivalents as at the beginning of the year</b>	<b>16.27</b>	<b>14.67</b>
<b>Cash and cash equivalents as at the end of the year (Refer note No. 9)</b>	<b>52.76</b>	<b>16.27</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, 2022**

Particulars	As at 1st April, 2021	Cash Flows	Non Cash Changes	As at 31st March, 2022
Non Current Borrowings	342.05	694.32	-	1036.37
Current Borrowings	3950.33	1446.44	-	5396.77

3.Figures in bracket indicate Cash Outflow.

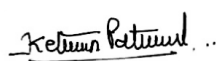
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**For Gupta Raj and Co.**  
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 Firm reg No : 001687N

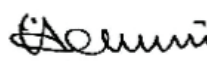


 CA Nikul Jalan (Partner)  
 Membership No. 112353  
 Mumbai, Dated: 20th May, 2022

**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  
 Chief Compliance  
 Officer and Company  
 Secretary

Creative Newtech Limited

**Statement of Changes in Equity for the Year ended 31st March, 2022**

(Rs. in Lakhs)

<b>A. Equity Share Capital</b>		
Particulars	No. of Shares	Total
<b>As at April 1, 2020</b>	<b>5,800,000</b>	<b>580.00</b>
Bonus Shares issued during the financial year 2020-21 in the ratio 1:1	5,800,000	580.00
<b>As at April 1, 2021</b>	<b>11,600,000</b>	<b>1,160.00</b>
Issue of shares during the year	400,000	40.00
<b>As at March 31, 2022</b>	<b>12,000,000</b>	<b>1,200.00</b>

<b>B.1 Other Equity</b>					
Particulars	Reserves and Surplus		Money received against Share Warrants	Other Comprehensive Income - Remeasurement of Defined Benefit Plans	Total
	Securities Premium	Retained Earnings			
<b>Balance as at April 1, 2021</b>	<b>590.00</b>	<b>3,524.62</b>	-	<b>(2.26)</b>	<b>4,112.36</b>
Profit / (Loss) for the year	-	1,718.62	-	-	1,718.62
Issue on Shares	400.00	-	-	-	400.00
Other Comprehensive Income/ (Loss) for the year	-	-	-	1.09	1.09
Income Tax on above	-	-	-	(0.27)	(0.27)
<b>Total Comprehensive Income for the year</b>	<b>990.00</b>	<b>5,243.23</b>	-	<b>(1.45)</b>	<b>6,231.80</b>
Dividend	-	(60.00)	-	-	(60.00)
Share Warrant	-	-	165.00	-	165.00
<b>Balance as at March 31, 2022</b>	<b>990.00</b>	<b>5,183.23</b>	<b>165.00</b>	<b>(1.45)</b>	<b>6,336.80</b>

<b>B.2 Other Equity</b>					
Particulars	Reserves and Surplus		Money received against Share Warrants	Other Comprehensive Income - Remeasurement of Defined Benefit Plans	Total
	Securities Premium	Retained Earnings			
Balance as at April 1, 2020	590.00	2,467.63	-	(5.22)	3,052.40
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>3,542.63</b>	-	<b>(2.26)</b>	<b>4,130.36</b>
Dividend	-	(18.01)	-	-	(18.01)
<b>Balance as at March 31, 2021</b>	<b>590.00</b>	<b>3,524.62</b>	-	<b>(2.26)</b>	<b>4,112.36</b>

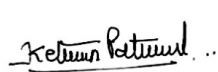
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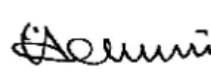


CA Nikul Jalan (Partner)  
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## **CORPORATE INFORMATION**

Creative Newtech Limited (Formerly known as 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 Newtech 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 20th May, 2022.

### **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

### c. CURRENT AND NON - CURRENT CLASSIFICATION

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current. A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

The Company has identified twelve months as its operating cycle.

### d. 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 and Fixtures	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.

**e. INTANGIBLE ASSETS**

Intangible Assets are recognized only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life 6 years as decided by the management. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

**f. INVESTMENT IN SUBSIDIARIES**

Investments in subsidiaries 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, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

**g. 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.

**h. CASH AND CASH EQUIVALENTS**

Cash and cash equivalent for the purpose of presentation in cash flow statement and in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash, which are subject to an insignificant risk of changes in value.

**i. 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.

## **j. 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.

## **k. 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.

### **I. 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.

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.

### **m. EXPENDITURE**

Expenses are accounted on accrual basis.

### **n. 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.

#### **o. 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.

#### **p. 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.

#### **q. LEASES**

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease

and the importance of the underlying asset to company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The Company's significant leasing arrangements are in respect of premises used for business, are accounted as a short term lease. The aggregate lease rentals payable are charged as rent in the statement of profit and loss (Refer note 29 of the Financials). These lease arrangements are cancellable in nature and can be terminated by giving notice for a period, which vary from one months to three months.

**r. 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.

**s. 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, 2022**

Particulars	Building	Computer and Data Processing Units	Electrical Installation and Equipments	Furniture and Fittings	Motor Vehicles	Office Equipment	Plan and Machinery	Total
<b>At cost or deemed cost</b>								
Balance as at 31st March, 2021	888.11	143.47	26.99	102.41	54.48	126.17	51.75	1393.36
Additions made in the Year 2021-22	-	27.33	12.52	24.07	77.97	33.59	22.01	197.49
Disposals made in the Year 2021-22	-	-	-	-	-	-	-	-
<b>Balance as at 31st March, 2022</b>	<b>888.11</b>	<b>170.80</b>	<b>39.51</b>	<b>126.48</b>	<b>132.45</b>	<b>159.76</b>	<b>73.76</b>	<b>1590.85</b>
<b>Accumulated Depreciation and Amortisation:</b>								
Balance as at 31st March, 2021	107.45	117.91	8.80	33.02	36.74	93.11	11.35	408.38
Depreciation charge for the Year 2021-22	38.02	20.01	6.33	21.26	17.20	23.38	18.34	144.55
Disposals made for the Year 2021-22	-	-	-	-	-	-	-	-
<b>Balance as at 31st March, 2022</b>	<b>145.47</b>	<b>137.92</b>	<b>15.14</b>	<b>54.28</b>	<b>53.94</b>	<b>116.49</b>	<b>29.69</b>	<b>552.93</b>
<b>Net Carrying amount as at March 31, 2022</b>	<b>742.63</b>	<b>32.88</b>	<b>24.38</b>	<b>72.19</b>	<b>78.50</b>	<b>43.27</b>	<b>44.07</b>	<b>1037.92</b>

**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>At cost or deemed cost</b>								
Balance as at 31st March, 2020	849.02	123.09	9.31	45.92	54.48	117.61	-	1199.43
Additions made in the Year 2020-21	39.09	20.38	17.69	56.48	-	8.55	51.75	193.94
Disposals made in the Year 2020-21	-	-	-	-	-	-	-	-
<b>Balance as at 31st March, 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>
<b>Accumulated Depreciation and Amortisation:</b>								
Balance as at 31st March, 2020	69.01	103.92	7.89	27.43	28.99	73.02	-	310.26
Depreciation charge for the Year 2020-21	38.44	13.99	0.91	5.59	7.75	20.09	11.35	98.12
Disposals made for the Year 2020-21	-	-	-	-	-	-	-	-
<b>Balance as at 31st March, 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>

Note:

- 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.
- The Valuation of Property, Plant and Equipment has been taken, valued and certified by the managing director of the company.
- The management has reviewed the carrying values of the Property Plant and Equipment for impairment at the year end and it is concluded that no property, plant and equipments requires Impairment of Assets.

**Note 3: Non Current: Intangible Assets** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Computer Software	21.60	25.92
Addition during year	1.33	-
<b>Less:</b> Amortization	(4.43)	(4.32)
<b>Total</b>	<b>18.50</b>	<b>21.60</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, 2022	As at Mar 31, 2021
<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>10000 shares of INR 10 face value</b>	<b>1.00</b>	<b>-</b>
	<b>50.46</b>	<b>49.46</b>
<b>Quoted / Unquoted summary of above:</b>		
Quoted Investments	-	-
Unquoted Investments	50.46	49.46
<b>Less:</b> Impairment in value of Investments	-	-
<b>Total</b>	<b>50.46</b>	<b>49.46</b>

**Note: Information of Subsidiaries:**

Sr. No.	Name of Subsidiary	Principal Activity	Place of Incorporation	Principal place of Business	Proportion of ownership interest held	
					As at 31st March, 2022	As at 31st March, 2021
i.	Creative Peripherals and Dist. Ltd. (Hongkong)	Trading	Hong Kong	Hong Kong	100%	100%
ii.	Secure Connection Ltd. (Hongkong)	Trading	Hong Kong	Hong Kong	52.48%	52.48%
iii.	Creative Ecommerce Ventures Private limited	Ecommerce - Online sales	Mumbai, India	Mumbai, India	100%	100%

**Note 5: Deferred Tax (Liability)/ Assets (Net)** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Deferred Tax Liability on:</b>		
Property Plant & Equipment and Intangible Assets	9.45	(13.88)
<b>Deferred Tax Assets on:</b>		
Employee Benefits	7.27	23.33
<b>Total</b>	<b>16.72</b>	<b>9.45</b>

Note: In accordance with the Ind AS 12, the Deferred tax expense of Rs. 7.27 Lakhs for the year (Rs. 1.55 lakhs for 31st March, 2021) 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, 2022</b>	<b>As at Mar 31, 2021</b>
Processing Fees to be written Off	0.13	0.03
<b>Total</b>	<b>0.13</b>	<b>0.03</b>

<b>Note 7: Inventories</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
Finished Goods (As taken, valued and certified by Management)	9,657.80	5,958.82
<b>Total</b>	<b>9,657.80</b>	<b>5,958.82</b>

**Note:** (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)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
<b>Trade Receivables</b>		
Secured, Considered Good	-	-
Unsecured, Considered Good	8,050.62	5409.06
Trade receivables which have significant increase in credit risk	19.40	-
Less : Provision for credit impaired trade receivables	9.70	-
<b>Total</b>	<b>8,060.32</b>	<b>5,409.06</b>
Trade receivables from Related Parties	107.05	145.36
Trade receivables - Others	7,962.97	5,263.70
Less : Provision for credit impaired trade receivables	9.70	-
<b>Total</b>	<b>8,060.32</b>	<b>5,409.06</b>

#### Trade Receivables ageing schedule with age 1 year, 1-2 year, 2-3 year & More than 3 years

<b>As at March 2022</b> (Rs. in Lakhs)							
<b>Sr. No.</b>	<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>					<b>Total</b>
		<b>Less than 6 months</b>	<b>6 months -1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	
1.	Undisputed Trade receivables – considered good	7,705.84	231.98	43.06	34.56	35.16	8,050.62
2.	Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3.	Disputed Trade Receivables considered good	-	-	-	8.13	11.27	19.40
4.	Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
5.	Provision towards disputed Trade receivables						(9.70)
<b>Total</b>		<b>7,705.84</b>	<b>231.98</b>	<b>43.06</b>	<b>42.69</b>	<b>46.43</b>	<b>8,060.32</b>

As at March 2021							(Rs. in Lakhs)
Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1.	Undisputed Trade receivables – considered good	5,043.06	225.63	64.33	58.16	17.89	5,409.06
2.	Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3.	Disputed Trade Receivables considered good	-	-	-	-	-	-
4.	Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>		<b>5,043.06</b>	<b>225.63</b>	<b>64.33</b>	<b>58.16</b>	<b>17.89</b>	<b>5,409.06</b>

**Note:** a) For security / hypothecation details, refer to note no. 17  
b) The trade receivables ageing have been disclosed on due basis.  
c) For Related party transactions details kindly refer note no. 36

**Note 9: Current: Financial Assets** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Cash and Cash Equivalents</b>		
Cash in Hand	9.79	12.23
Balances With Banks:		
- In Current Accounts	42.97	4.04
<b>Total</b>	<b>52.76</b>	<b>16.27</b>

**Note 10: Current: Financial Assets** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Bank Balances other than Cash and Cash Equivalents</b>		
Earmarked balances in unclaimed Dividend Account	9.17	2.41
Margin Money with Bank	528.94	397.05
<b>Total</b>	<b>538.11</b>	<b>399.46</b>

**Note:** Margin Money with Bank are held by Banks against Bank Guarantee and Letter of credits.

**Note 11: Current: Financial Assets** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Other Financial Assets : Current</b>		
Accrued Interest	5.38	3.59
<b>Total</b>	<b>5.38</b>	<b>3.59</b>

**Note 12: Other Current assets** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Unsecured Considered Good</b>		
Advances to Suppliers towards Goods/ Services	1,198.51	1593.77
Loans and advances to Employees	35.03	22.64
Security Deposits	231.19	202.05
Prepaid Expenses	18.24	30.04
Duties & Taxes Receivables	3,683.42	3968.38

Loans and advances to Others	26.04	125.97
<b>Considered Doubtful</b>	-	-
	<b>5,192.43</b>	<b>5,942.85</b>
Less : Provision for Doubtful Advance	-	-
<b>Total</b>	<b>5,192.43</b>	<b>5,942.85</b>

**Note:**

- 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 against 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). This amount is received during the financial year under consideration.

**Note 13 : Share capital**

**a. Details of authorised, issued and subscribed share capital**

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Rs. in lakhs	No. of shares	Rs. in lakhs
<b>Authorised Capital</b>				
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>				
1,20,00,000 Equity shares of Rs 10 each	1,20,00,000	1,200.00	1,16,00,000	1,160.00
	<b>1,20,00,000</b>	<b>1,200.00</b>	<b>1,16,00,000</b>	<b>1,160.00</b>

**b. Reconciliation of number of shares at the beginning and at the end of the year**

Particulars	As at March 31, 2022		As at March 31, 2021	
	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
Add: Issued during the year	4,00,000	40.00		
Shares outstanding at the end of the year	1,20,00,000	1,200.00	1,16,00,000	1,160.00

**c. Particulars of shareholders holding more than 5% of shares held**

Name of Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Percentage	No. of shares	Percentage
Ketan Chhaganlal Patel	79,39,520	66.16%	79,39,520	68.44%
Pantomach Stock Brokers			5,93,044	5.11%
<b>Total</b>	<b>79,39,520</b>	<b>66.16%</b>	<b>85,32,564</b>	<b>73.56%</b>

**d. Details of shares held by Promoters**

Promoter name	2021-22		2020-21		% change during the period
	No. of Shares (FV - Rs. 2)	% of total shares*	No. of Shares (FV - Rs. 2)	% of total shares*	
PURVI KETAN PATEL	59,200	0.49	59,200	0.51	(0.02)
KETAN CHHAGANLAL PATEL	79,39,520	66.16	79,39,520	68.44	(2.28)
<b>Total</b>	<b>79,98,720</b>	<b>66.66</b>	<b>79,98,720</b>	<b>68.95</b>	<b>(2.30)</b>

e.	During the year the company has issued 4,00,000 equity shares and 6,00,000 Fully Convertible Warrants of Face value of Rs. 10 each on preferential basis at an issue price of Rs. 110 per share at a premium of Rs. 100 Per share on Extraordinary General Meeting held on 27th July 2021. The same were allotted to the respective members on 19th August 2021.
f.	<b>Rights, preferences and restrictions :</b>
	<p>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</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>

#### Note 14: Other Equity (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>1 Reserves and Surplus</b>		
<b>a. Securities Premium</b>		
Balance as at the beginning of the year	590.00	590.00
Add: Share Premium against Issue of Shares	400.00	-
<b>Total</b>	<b>990.00</b>	<b>590.00</b>
<b>b. Retained Earnings</b>		
Balance as at the beginning of the year	3,524.62	2,467.63
Add/(Less) : Profit / (Loss) for the year	1,718.62	1,075.00
Less: Dividend Paid	(60.00)	(18.01)
Less: Dividend Distribution Tax Paid	-	-
<b>Total</b>	<b>5,183.24</b>	<b>3,524.62</b>
<b>c. Retained Earnings</b>		
<u>Remeasurement of Defined benefit plan</u>		
Balance as at the beginning of the year	(2.26)	(5.22)
Movement during the year	0.82	2.96
	<b>(1.44)</b>	<b>(2.26)</b>
<b>d. Money received against Share Warrant</b>	<b>165.00</b>	<b>-</b>
<b>Total</b>	<b>6,336.80</b>	<b>4,112.36</b>

The description of the nature and purpose of each reserve within equity is as follows :

**a. Securities Premium**

The amount received in excess of the face value of the equity shares issued by the Company is recognised in securities premium. The reserve shall be 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. Other Comprehensive Income**

Other comprehensive income comprises the balance of remeasurement of retirement benefit plans.

#### Note 15: Non Current: Financial Liabilities (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Borrowings :</b>		
<b>Secured</b>		
Borrowings		

Term Loan (Secured)		
- Axis Bank	236.50	138.00
- HDFC bank	111.00	111.00
- ICICI-Motor Vehicle Loan	-	13.49
- Daimler-Motor Vehicle Loan	55.45	-
- Sate Bank of India - ECLGS	561.00	-
- TATA Capital	72.42	79.56
<b>Total</b>	<b>1,036.37</b>	<b>342.05</b>

**Note:**

- Term Loan from Axis Bank of Rs. 236.5 Lakhs outstanding as on 31st March 2022 (31st March, 2021 : Rs. 138 Lakhs) is secured through first ranking hypothecation / charge / pledge / mortgage of following immovable properties (1) Flat No. 801/B, L T Road, Pratap Heritage (2) Flat No. A/7, SVP road, Nikunj CHS (3) Flat No. 102, Disha residency, Khetwadi road (4) Office No. B 215 Mandapeshwar Industrial estate, Off SV road, Borivali west and Fixed deposit of Rs. 0.83 Crores.
- Term Loan from HDFC bank is secured with immovable properties as mentioned in point no a) above, Book debts and Fixed deposit as provided in latest Sanction letter.
- ICICI Bank (outstanding in previous year) and Daimler Motor vehicle loan is secured against the mortgage of Motor vehicle
- State Bank of India (ECLGS Loan) is primarily secured against Stocks, RM, finished goods, book debts & receivables and other current assets of the company. Office premises 3rd and 4th Floor Govt. Ind. Estate, Charkop, Kandivali west is mortgaged as collateral security.
- All the above term loan are personally guaranteed by Ketan and Purvi Patel, directors of the company.
- The above loans carry interest rate in the range of 8.65% to 11% p.a

**Note 16: Non Current: Provision**

(Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
Provision for Employee benefit	95.20	78.86
<b>Total</b>	<b>95.20</b>	<b>78.86</b>

**Note 17: Current: Financial Liabilities**

(Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Borrowings :</b>		
<b>Secured</b>		
<b>Loans repayable on demand from Others</b>		
- Cash Credit from Bank	4,182.38	3091.98
- Buyer's Credit from Bank	1,012.56	715.87
- Incred Financial Services	-	0.06
- ICICI-Motor Vehicle Loan	4.89	-
<b>Unsecured</b>		
Unsecured Loans from Directors/ Related Parties	196.94	142.42
<b>Total</b>	<b>5,396.77</b>	<b>3,950.33</b>

**Note:**

- Cash Credit from Banks is secured against hypothecation of Stocks and Book debts & Immovable Property.
- Cash credit is payable on demand, carries interest rate of 8.65% to 11%
- Cash credit and Buyer's credit is guaranteed by Director, Chairperson and Wholetime director
- 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)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Trade Payables</b>			
Total outstanding due to Micro and Small enterprises	972.55	-	
Total outstanding due to others	5,297.63	4,349.68	
<b>Total</b>	<b>6,270.18</b>	<b>4,349.68</b>	

#### Trade Payables ageing schedule with age 1 year, 1-2 year, 2-3 year & More than 3 years

<b>As at March 2022</b>						
<b>Sr. No.</b>	<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>
		<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	
1.	MSME	972.55	-	-	-	972.55
2.	Others	5,119.96	114.30	42.23	21.14	5,297.64
3.	Disputed Dues - MSME	-	-	-	-	-
4.	Disputed Dues - Others	-	-	-	-	-
	<b>Total</b>	<b>6,092.51</b>	<b>114.30</b>	<b>42.23</b>	<b>21.14</b>	<b>6,270.18</b>

<b>As at March 2021</b>						
<b>Sr. No.</b>	<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>
		<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	
1.	MSME	-	-	-	-	-
2.	Others	4,177.30	90.20	11.32	70.85	4,349.68
3.	Disputed Dues - MSME	-	-	-	-	-
4.	Disputed Dues - Others	-	-	-	-	-
	<b>Total</b>	<b>4,177.30</b>	<b>90.20</b>	<b>11.32</b>	<b>70.85</b>	<b>4,349.68</b>

<b>Note 19 : Current: Financial Liabilities</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Other Financial Liabilities :</b>			
Creditors for Expenses	1,330.42	428.10	
Other Payables	2,205.42	2,528.06	
<b>Total</b>	<b>3,535.84</b>	<b>2,956.16</b>	

<b>Note 20 : Other Current Liabilities</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
Statutory dues payable	44.84	27.16	
Advances from customers	611.53	1,668.78	
<b>Total</b>	<b>656.37</b>	<b>1,695.94</b>	

<b>Note 21: Provisions</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
Provision for Employee benefit	14.17	13.85	
<b>Total</b>	<b>14.17</b>	<b>13.85</b>	

<b>Note 22: Current Tax Liabilities (Net)</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
Provision for Tax	88.83	136.34
<b>Total</b>	<b>88.83</b>	<b>136.34</b>

<b>Note 23: Revenue from Operations</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
Sale of Products		
Traded Goods	91,917.22	50,930.06
<b>Total</b>	<b>91,917.22</b>	<b>50,930.06</b>

<b>Note 24: Other Income</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
Interest Income		
- On FD	20.49	21.82
- On Others	-	(0.97)
Insurance Claim	15.31	0.74
Other Income	38.93	62.60
Exchange Gain (Net)	-	(33.82)
Duty Scrip Credit [MEIS]	1,316.37	565.15
Bad Debts Recovery	-	0.36
Interest income on Loan to Employees as per Ind As	1.76	1.47
<b>Total</b>	<b>1,392.86</b>	<b>617.35</b>

<b>Note 25: Purchases of Stock in Trade</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
Purchases	89,487.21	46,788.85
<b>Net Purchases</b>	<b>89,487.21</b>	<b>46,788.85</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, 2022</b>	<b>As at Mar 31, 2021</b>
Inventories at the beginning of the year		
- Stock in Trade	5,958.82	5,922.15
Inventories at the end of the year		
- Stock in Trade	9,657.80	5,958.82
<b>Total</b>	<b>(3,698.98)</b>	<b>(36.67)</b>

<b>Note 27 : Employee Benefits Expenses</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
Salaries,Wages and Bonus etc	1,046.30	787.20
Contribution to provident and other funds	41.13	36.87
Gratuity Expense	18.99	16.28
Staff Welfare Expenses	40.76	19.17
<b>Total</b>	<b>1,147.18</b>	<b>859.52</b>



<b>Note 28 : Finance Costs</b>		(Rs. in Lakhs)	
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Interest Expense</b>			
On Borrowings	445.71	330.74	
On Others	4.58	8.92	
<b>Other Borrowing Costs</b>			
Bank Charges	82.56	69.65	
Processing Fees (Amortised over tenure of Loan)	0.05	1.22	
Processing Charges	47.91	29.89	
Buyers Credit, Bank Guarantee Charges And Finance Charge	19.38	24.16	
<b>Total</b>	<b>600.19</b>	<b>464.58</b>	

<b>Note 29 : Other Expenses</b>		(Rs. in Lakhs)	
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Administrative and General Expenses</b>			
Annual Maintenance Charges	3.71	4.47	
Auditors Remuneration	5.07	5.00	
Books & Periodicals	0.05	0.00	
Consultancy Fees	231.16	220.91	
Courier Charges	1.89	0.93	
Clearing Charges-Export	548.62	271.74	
Demat Charges (Company)	10.63	3.95	
Directors Remuneration	115.86	73.18	
Donations	36.36	22.27	
Electricity Expenses	11.57	8.64	
Insurance Expenses	31.55	32.91	
Internet Charges	2.40	2.30	
Labour Charges	5.14	3.45	
Office Expenses	52.14	25.14	
Postage & Telegram Expenses	0.10	0.03	
Printing Stationery	8.62	3.67	
Rent Rates & Taxes	251.84	230.51	
Repairs Maintenance Expenses	7.13	6.71	
Sales Tax / GST Expenses/ Income tax	28.66	27.98	
Service Expenses	505.36	249.21	
Subscriptions & Membership	11.16	7.09	
Telephone Expenses	9.97	10.31	
Travelling Expenses (Domestic & Foreign)	107.12	62.06	
Lodging and Boarding (Hotel, Meal and Entertainment)	18.39	10.00	
Warehouse Handling Charges	7.44	3.19	
Commission Paid	501.04	337.72	
CSR Expenditure	24.00	17.00	
Director Sitting Fee	4.10	3.26	
Property Tax	21.13	-	
Exchange Gain/ (Loss)	83.77	-	
Prov for Interest on Late Payment - MSME	13.04	-	
Interest on Late Payment	0.62	-	
Provision for Bad Debts	9.70	-	

Advertising Promotional Expenses	656.67	286.45
<b>Total</b>	<b>3,326.01</b>	<b>1,930.07</b>

### Note 29A : Details of Payment to Auditors

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at Mar 31, 2020
<b>Payment to Auditors</b>		
As Audit Fees	4.00	4.00
As Certification Fees	1.00	1.00
As Reimbursement of expenses	0.07	-
<b>Total</b>	<b>5.07</b>	<b>5.00</b>

### Note 30 : Income Tax Expense

(Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Income Tax expense recognised in Statement of Profit and Loss</b>		
<b>i. Current Tax</b>		
- in respect of current year	575.57	362.07
<b>ii. Deferred Tax</b>		
Deferred tax Asset on:		
- Provision of Gratuity	27.53	23.33
<b>Deferred tax Liability on:</b>		
- Property, Plant and Equipment	10.81	13.88
Net Deferred Tax Asset / (Liability) reflecting in Balance Sheet	16.72	9.45
<b>Less: Opening Deferred Tax Asset</b>	<b>9.45</b>	<b>11.00</b>
Deferred Tax Expense to be recognised in Statement of Profit and Loss Account	<b>(7.27)</b>	<b>1.55</b>

### Note No. 31 - Earnings per share (EPS)

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, 2022	March 31, 2021
<b>i. Profit attributable to equity holders (Rs in lakhs)</b>		
Profit attributable to equity holders of the parent for basic and diluted EPS	1,718.62	1,075.00
	<b>1,718.62</b>	<b>1,075.00</b>
<b>ii. Weighted average number of ordinary shares</b>		
Weighted average number of shares for Basic EPS	1,20,00,000	1,16,00,000
Weighted average number of shares for Diluted EPS	1,24,07,187	1,16,00,000
<b>iii. Basic and diluted EPS</b>		
Basic earnings per share of face value of Rs. 10 each	14.32	9.27
Diluted earnings per share of face value of Rs. 10 each	13.85	9.27

Note: EPS for the current year and the previous year has been correctly stated in this report as there was a minor typographical error while submitting Q4 (2021-22) financial results.

## 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 to 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 required, an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

During the year the Company has made provision against Trade receivables for one customer having closing balance at the year end of Rs. 19.40 Lakhs (Previous year balance Rs. 19.40 Lakhs)

Reconciliation of Trade Receivable loss allowance provision: Particulars	(Rs. in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
Opening Balance	-	-
Additional Provision made	9.70	-
Provision adjusted against amount written off	-	-
<b>Closing Provision</b>	<b>9.70</b>	<b>-</b>

The provision for loss allowances of trade receivables have been made by the management on the evaluation of trade receivables. The management at each reporting period made an assessment on recoverability of balances and on the best estimate basis the provision for loss allowances have been created.

### 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

### The following is the contractual maturities of the financial liabilities:

Particular	Carrying Amount	1-12 months	more than 12 months
<b>As at March 31, 2022</b>			
Borrowings	6,433.14	5396.77	1036.37
Trade payables	6270.18	6092.51	177.67
Other financial liabilities	3535.84	3210.79	325.05
<b>Particular</b>	<b>Carrying Amount</b>	<b>1-12 months</b>	<b>more than 12 months</b>
<b>As at March 31, 2022</b>			
Borrowings	4292.38	3950.33	342.05
Trade payables	4349.68	4177.30	172.38
Other financial liabilities	2956.16	2848.84	107.32

**Note 33 Capital Management****(Rs. in Lakhs)**

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.

<b>Particular</b>	<b>As at 31st March 2022</b>	<b>As at 31st March 2021</b>
Non- Current borrowing	1,036.37	342.05
Current borrowings	5,396.77	3,950.33
Current maturity of long term debt	-	-
<b>Gross debt</b>	<b>6,433.14</b>	<b>4,292.38</b>
Less : Cash and cash equivalents	52.76	16.27
Less : Other bank balances	538.11	399.46
<b>Adjusted net debt</b>	<b>5,842.27</b>	<b>3,876.65</b>
Total Equity	7,536.80	5,272.36
<b>Adjusted Net debt to Equity ratio</b>	<b>0.78</b>	<b>0.74</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.

**a. Defined Contribution Plans**

The Company's contribution to Provident Fund and other Fund aggregating to Rs. 41.13 Lakhs (Previous Year Rs. 36.87 Lakhs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense. (Refer Note 27)

**b. Defined Benefit Plans**

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. Risk to the Plan****i. Actuarial Risk**

The plan is subject to actuarial 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 benefits to employee in future.

**ii. Liquidity Risk**

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/ retire from the company there can be strain on the cash flows.

### iii. Market Risk

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. Legislative Risk

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 Gratuity 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)

	Particulars	As at March 31,2022	As at March 31, 2021
<b>i.</b>	<b>Changes in Present Value of Obligations:</b>		
	Present Value of Obligation at the beginning	92.71	80.84
	Current Service Cost	12.58	10.69
	Past Service Cost	-	-
	Interest Cost	6.41	5.59
	Actuarial (Gain)/ Loss	(1.09)	(3.96)
	Benefits paid	(1.24)	(0.44)
	Present Value of Obligation as at the end	109.36	92.71
<b>ii.</b>	<b>Amount recognised in the Statement of Profit and Loss:</b>		
	Current Service Cost	12.58	10.69
	Past Service Cost	-	-
	Interest Cost	6.41	5.59
	<b>Net amount recognised</b>	<b>18.99</b>	<b>16.28</b>
<b>iii.</b>	<b>Amount recognised in Other Comprehensive Income</b>		
	Components of Actuarial (Gain) / Loss :	(1.09)	(3.96)
	<b>Net amount recognised</b>	<b>(1.09)</b>	<b>(3.96)</b>
<b>iv.</b>	<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	(2.38)	(2.14)
	0.5 % decrease in discount rate	2.49	2.23
	0.5% increase in salary escalation rate	2.48	2.22
	0.5% decrease in salary escalation rate	(2.40)	(2.15)
<b>v.</b>	<b>Amount recognised in Balance Sheet</b>		
	Gross value of Present Obligation at the end	<b>109.36</b>	<b>92.71</b>
<b>vi.</b>	<b>Assumptions</b>		
	Mortality Table - Indian Assured Life Mortality 2006-08		
	Discount Rate	7.32%	6.91%
	Rate of increase in compensation levels	7.00%	7.00%
	Attrition Rate at ages:		
	upto 30 years	30.00	30.00
	from 31 to 44 years	26.00	21.00
	above 44 years	12.00	14.00

vii.	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.
viii.	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.
ix.	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.
x.	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 its own liquidity.
*	The sensitivity analysis has 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.

### Note 35 : Contingencies and Commitments

(Rs. in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Penalty levied under section 271(1)(c) along with interest by ITBA dated 22-11-2018 wide demand identification no 2018200940401569072C	3.96	3.92
Outstanding tax demand with respect to income tax AY 2008-09 along with Interest as reflected on income tax portal	10.79	10.79
Outstanding Interest demand with respect to income tax AY 2009-10 along with Interest as reflected on income tax portal	0.69	0.69
Outstanding Penalty demand raised u/s 271(1)(c) with respect to income tax AY 2009-10 along with Interest as reflected on income tax portal	3.96	3.96
Outstanding Interest demand with respect to income tax AY 2018-19	3.59	3.59
Outstanding demand raised for AY 2020-21 vide Order u/s 143(1a) including interest**	562.96	0.00
Bank Guarantee	922.05	866.74
Custom Duty (Show cause Notice)	230.34	230.34
Custom Duty (Show cause Notice for Penalty)	481.38	481.38
Outstanding tax demand with respect to VAT/ CST FY 2013-17 (Andhra Pradesh and Gujarat)	94.46	8.09

\*\* Demand for AY 2020-21 was raised by the CPC via Intimation Order dated 20th December 2021. Demand was raised by CPC due to clerical error and in the opinion of the management the demand shall not be materialised.

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.

### 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

#### 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)

Creative E-Commerce Ventures Private Limited

##### 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	As at 31st March 2022	As at 31st March 2021
Ketan Chhaganlal Patel	Director's Remuneration (including Bonus)	52.05	33.66
Vijay Advani	Director's Remuneration (including Bonus)	40.47	30.46
Purvi Ketan Patel	Director's Remuneration (including Bonus)	27.55	14.27
Abhijit Kanvinde	KMP's Remuneration (including Bonus)	28.70	18.88
Tejas Doshi	KMP's Remuneration (including Bonus)	14.78	8.63
Ketan Chhaganlal Patel	Dividend	39.70	-
Vijay Advani	Dividend	-	-
Purvi Ketan Patel	Dividend	0.30	-
Ketan Chhaganlal Patel	Other Employee Benefits to Director's	1.09	1.01
Vijay Advani	Other Employee Benefits to Director's	0.83	0.77



Purvi Ketan Patel	Other Employee Benefits to Director's	1.64	0.57
Abhijit Kanvinde	Other Employee Benefits to KMP's	1.42	1.34
Tejas Doshi	Other Employee Benefits to KMP's	1.18	1.10
Nidhi Patel	Salary	14.01	8.36
Ketan Chhaganlal Patel	Interest Paid	29.49	22.19
Vijay Advani	Interest Paid	1.44	1.17
Ketan Chhaganlal Patel	Loan Received	1,209.40	413.50
Ketan Chhaganlal Patel	Repayment of loan	1,181.49	461.58
Bittech Services	Purchases	24.82	43.91
Secure Connection Private Limited	Purchases	297.86	205.22
Creative Peripherals & Distribution Ltd (Hong Kong)	Purchases	-	-
Secure Connection Limited (Hong Kong)	Purchases	4,251.81	1,193.67
Compunics Technologies Llc	Purchases	-	591.50
Rinavaa Technologies Pvt. Ltd.	Purchases	0.25	2.04
Click Retail Private Limited	Purchases	9.33	-
Bittech Services	Sales	13.08	0.31
Secure Connection Private Limited	Sales	30.76	170.79
Compunics Technologies Llc	Sales	80.32	112.96
Creative Peripherals & Distribution Ltd (Hong Kong)	Sales	-	-
Secure Connection Limited (Hong Kong)	Sales	50.44	2.24
Click Retail Private Limited	Sales	128.21	-
Creative E- Commerce venture PVT LTD	Investment in Subsidiary	1.00	-
Secure Connection Limited (Hong Kong)	Advance taken in the course of business	-	-
Bittech Services	Advance given in the course of business	-	0.25
Secure Connection Private Limited	Advance given in the course of business	-	-

(Rs. in Lakhs)

Balance at the end of the year		31st March 2022	31st March 2021
<b>Entities over which Key Managerial Persons have significant influence / control:</b>			
Bittech Services		(1.12)	(3.88)
Secure Connection Private Limited		465.58	552.14
Click Retail Private Limited		79.89	-
Creative Peripherals & Distribution Ltd (Hong Kong)		-	-
Secure Connection Limited (Hong Kong)		(1,030.79)	(705.46)
Compunics Technologies Llc		-	16.64
Rinavaa Technologies Pvt. Ltd.		-	(1.38)
<b>Unsecured Loans</b>			
Ketan Chhaganlal Patel		184.62	130.17
Vijay Advani		12.32	12.25

**Note 37: Foreign Currency Transactions**

(Rs. in Lakhs)

Particulars	Nature of Transaction	31st March 2022	31st March 2021
Value of Exports (FOB)	Earnings	44879.15	13198.23
Value of Imports	Expenses	23531.41	17267.43
Foreign Travelling Expenses	Expenses	1.83	-

**Note 38: Dividend**

During the year the company has paid dividend for the year ended 31st March, 2021 of Rs. 0.50 per equity share as final dividend which was approved in annual general meeting on 29th September, 2021.

**Note 39: Segment Information**

The Company has identified following reporting segments based on the information:

1	Enterprise Business - EB
2	Fast Moving Social - Media Gadgets - FMSG
3	Fast Moving Electronics Goods - FMEG
4	Fast Moving Consumer Technology - FMCT

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 follows:

(Rs. in Lakhs)

Particulars	31st March, 2022	31st March, 2021
<b>Segment Revenue</b>		
- EB	53,920.41	17,857.39
- FMSG	17,512.55	17,852.04
- FMEG	1,069.39	9.29
- FMCT	19,414.87	15,211.34
<b>Revenue from Operations</b>	<b>91,917.22</b>	<b>50,930.06</b>

<b>Segment Results</b>			
<b>Net Revenue from each segment after deducting allocable cost</b>			
- EB		1,896.34	960.08
- FMSG		3,075.47	2,422.12
- FMEG		60.40	12.47
- FMCT		1,096.78	783.21
<b>Total</b>		<b>6,128.99</b>	<b>4,177.88</b>
Less: Finance Cost		600.19	464.58
Less: Unallocable cost		3,229.31	2,274.68
<b>Total Profit before Tax</b>		<b>2,299.49</b>	<b>1,438.62</b>

<b>Standalone Segment Assets and Liabilities are as follows:</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>31st March, 2022</b>	<b>31st March, 2021</b>	
<b>Total Assets</b>			
- EB	2,671.76	1,063.15	
- FMSG	8,239.83	4,725.83	
- FMEG	365.19	305.10	
- FMCT	5,839.50	3,605.02	
<b>Total</b>	<b>17,116.27</b>	<b>9,699.10</b>	
<b>Total Liability</b>			
- EB	974.35	360.91	
- FMSG	2,777.01	1,875.72	
- FMEG	125.62	198.90	
- FMCT	1,721.62	932.68	
<b>Total</b>	<b>5,598.60</b>	<b>3,368.21</b>	

#### **Note 40: Corporate Social Responsibility**

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act.

As per Section 135 of the Companies Act, 2013, the Company is required to spend Rs. 23.39 Lakhs as per the provisions of Section 135 of the Companies Act, 2013. During the year the company has spent Rs. 24 lakhs towards providing food, shelter, clothing, sanitation and water resources for Poor and Needy people which are eligible expenditure as specified under schedule VII of the Companies Act, 2013.

			(Rs. In Lakhs)
<b>Particulars</b>	<b>March 31, 2022</b>	<b>March 31, 2021</b>	
Unspent amount of Previous year	0	0	
Amount required to be spent by the Company for current year	23.39	16.70	
Gross amount required to be spent by the Company during the year (i+ii)	23.39	16.70	
Amount of expenditure incurred	24	17	
Total of previous years shortfall	0	0	
Reason for shortfall	N.A.	N.A.	
Nature of CSR Activities	Basic necessity like food, shelter, clothing, sanitation, water resources in the urban area		

Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	0	0
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	N.A.	N.A.

#### Note 41

The Company's significant leasing arrangements are in respect of premises used for business, are accounted as a short term lease. The aggregate lease rentals payable are charged as rent in the statement of profit and loss (Refer note 29). These lease arrangements are cancellable in nature and can be terminated by giving notice for a period, which vary from one months to three months.

#### Note 42

In the month of June 2021, a fire broke out in the Bangalore warehouse where a part of stock in trade was damaged which was insured with the Insurance company. The incident was duly informed to the concerned regulatory authorities in due time. We have received the insurance claim of Rs. 1.49 Crores against the loss or damage of goods due to fire and we have recognised the actual loss of Rs. 12.57 lakhs in the financials under the head exceptional item in the Statement of Profit and Loss Account.

#### Note 43

The spread of COVID-19 pandemic impacted operations for the first quarter of the financials of the Company during the year ended 31st March, 2022 due to lockdown and restrictions. The operations across various segments have shown recovery in the subsequent quarters. The Company has assessed the impact of pandemic on its financials based on the internal and external information available upto the date of approval of these Financials. The Company will continue to closely monitor any material changes to future economic conditions due to this pandemic situation.

#### Note 44 - Other Disclosures

(Rs. in Lakhs)

##### (a) Amount payable to Micro and Small enterprises

Particular	As at 31st March 2022	As at 31st March 2021
Amount due to vendor	972.55	-
Interest outstanding on above	13.04	-
<b>Total</b>	<b>985.59</b>	<b>-</b>

##### (b) Financial Ratios

Ratio	Numerator	Denominator	2021-22	2020-21	Variance in %
Current Ratio	Total Current Assets	Total Current Liabilities	1.47	1.35	8.83%
Debt-Equity Ratio	Total Debt (Long term Borrowings + Short term Borrowings)	Shareholder's equity (including amount received against Share Warrant)	0.85	0.81	4.84%
Debt Service Coverage Ratio	Earnings Available for Debt Services	Interest payments and Principal payments	5.20	4.65	11.76%
Inventory Turnover Ratio*	Cost of Goods sold	Average Inventory	10.99	7.87	39.60%
Trade Receivables Turnover Ratio	Revenue from Operation	Average Trade Receivable	13.65	10.99	24.19%
Trade Payables Turnover Ratio**	Purchases of Stock in Trade	Average Trade Payable	16.85	10.76	56.67%
Net Capital Turnover Ratio	Revenue from Operation	Total Current Assets - Total Current Liabilities	12.18	11.01	10.70%
Return on Equity Ratio	Net Profit after Tax	Equity Shareholders Fund	22.80%	20.39%	11.84%

Net Profit Ratio	Net Profit after Tax	Revenue from Operation	1.87%	2.11%	-11.42%
Return on Capital Employed	Earning before interest and Tax	Capital Employed	33.31%	33.43%	6.12%
Return on Investment	Income generated from Invested funds	Average Investments held at year end	4.43%	5.70%	-22.36%

**Reason for Variance where variance is more than 25%**

\* Inventory Turnover ratio is increased in comparison to last year since in current year there is increase in cost of goods sold by 83.5% and the average inventory increased by only 31.44%.

\*\* Trade Payables turnover ratio is increased in comparison to last year since in current year the purchases have been increased by 91.26% and relatively the average trade payables increased by only 22.08%.

- c. The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.  
Transaction with struck off companies: The Company does not have any transactions with companies struck-off under Section 248 of the Companies Act, 2013.
- d. The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- e. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- f. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- g. The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or;
  - Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.
- h. The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or;
  - Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- i. The Company do not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- j. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- k. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- l. The Company is not declared wilful defaulter by any bank or financial institution or lender during the year.
- m. There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**Note 45**

Figures for the previous years have been regrouped / restated wherever necessary to conform to current year's presentation.

**Note 46: Approval of financial statements**

The financial statements were approved for issue by the board of directors on 20th May, 2022.

As per our Report of Even date

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

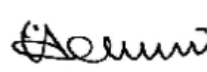


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

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  
Chief Compliance  
Officer and Company  
Secretary

**TO THE MEMBERS OF  
CREATIVE NEWTECH LIMITED  
(FORMERLY KNOWN AS 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 NEWTECH LIMITED (Formerly Known as 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 2022, 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, 2022, 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 the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit matters	Auditor's Response
1.	<p><b>Revenue Recognition</b></p> <p>The Group recognizes revenues when the control of goods are transferred to the customer at an amount that reflects the net consideration, which the Group expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Group considers the effects of applicable rebates and discounts (variable consideration).</p> <p>The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues.</p> <p>Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• We read and evaluated the Group's revenue recognition policy and assessed its compliance in terms of Ind AS 115 'Revenue from contracts with customers'.</li> <li>• We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/ discounts.</li> <li>• We performed test for a sample of sales transactions by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract.</li> <li>• We tested on a sample basis rebates and discount schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual rebates and discounts recognized in respect of particular schemes do not exceed their approved amounts.</li> <li>• We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers.</li> <li>• We read and assessed the relevant disclosures made in the consolidated Ind AS financial statements.</li> </ul>

### 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 Statements of the one wholly owned subsidiary audited by us and two other subsidiaries, whose Financial Statements which are not audited by us reflects Group's share of total assets of Rs 683.58 Lakhs as at March 31, 2022, Group's share of total revenue of Rs 1,470.88 Lakhs and Group's share of total net profit after tax of Rs. 698.14 lakhs for the period from April 1, 2021 to March 31, 2022 respectively, as considered in the consolidated Financial Statements and our opinion on the consolidated Financial Statements, 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 the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiary companies and joint ventures, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by section 143(3) of the Act, we report that:
  - A. We/the other auditors whose report we have relied upon 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 of the aforesaid consolidated financial statements.
  - B. In our opinion, proper books of account as required by law relating to preparation of the

aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors.

- C. The consolidated financial statements are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
- 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 of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors appointed under Section 139 of the Act, of its subsidiary companies incorporated in India, none of the directors of any of those companies, is disqualified as on March 31, 2022 from being appointed as a director in their respective companies in terms of Section 164 (2) of the Act.
- F. With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
- 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, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:
  - i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and its joint ventures in its consolidated financial statements – Refer Note 36 to the consolidated financial statements.
  - ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2022.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and joint ventures, incorporated in India during the year ended March 31, 2022.
  - iv.
    - a. The respective managements of the Holding Company, its subsidiaries which are companies incorporated in India and whose financial statements have been audited under the Act have represented to us and other auditors of such subsidiaries, to the best of their knowledge and belief, other than as disclosed in the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of aforesaid subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities, other than companies of the Group, identified in any manner whatsoever by or on behalf of the respective Holding Company or any of aforesaid subsidiaries incorporated in India ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - b. The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India and whose financial statements have been audited under the Act have represented to us and other auditors of such subsidiaries and joint ventures respectively that, to the best of their knowledge and belief, other than as disclosed in the consolidated financial statements, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or any of aforesaid subsidiaries from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or

- any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities, other than companies of the Group, identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and;
- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries and joint ventures incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or these other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The final dividend declared and paid by the Holding Company during the year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

**FOR GUPTA RAJ & CO.**

**CHARTERED ACCOUNTANTS**

**FIRM NO. 001687N**



**PLACE: MUMBAI**

**DATED: 20<sup>th</sup> May, 2022**

**UDIN: 21112353AAAADZ7113**

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**NIKUL JALAN**

**PARTNER**

**Membership No.112353**

## Annexure 1

List of Subsidiaries included in the Consolidated Financial Result:

Sr.No.	Particulars
1	Creative Peripherals and Dist. Ltd. (Hong kong)
2	Secure Connection Limited (Hong kong)
3	Creative Ecommerce Ventures Private limited

### "Annexure A" 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)**

In terms of the information and explanations sought by us and given by the Holding Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief and based on the consideration of report of respective auditor of the subsidiary company incorporated in India, we state that:

(xxi) There are no qualifications or adverse remarks by the respective auditor in the Companies (Auditors Report) Order (CARO) report of the subsidiary companies (incorporated in India) included in the Consolidated Financial Statements. Therefore, the requirement to report in terms of clause 3(xxi) of the Order is not applicable to the Holding Company

**FOR GUPTA RAJ & CO.**

**CHARTERED ACCOUNTANTS**

**FIRM NO. 001687N**



**PLACE: MUMBAI**

**DATED: 20<sup>th</sup> May, 2022**

**UDIN: 21112353AAAADZ7113**

**NIKUL JALAN**

**PARTNER**

**Membership No.112353**

## **“Annexure B” 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 NEWTECH LIMITED (Formerly Known as CREATIVE PERIPHERALS AND DISTRIBUTION LTD.)** (“the Company”) as of 31 March, 2022 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, 2022, 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.

### **Other Matters**

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company, in so far as it relates to one (1) wholly owned subsidiary, which is incorporated in India, is based on the corresponding reports of the auditors of such subsidiary incorporated in India.

**FOR GUPTA RAJ & CO.**

**CHARTERED ACCOUNTANTS**

**FIRM NO. 001687N**



**PLACE: MUMBAI**

**DATED: 20<sup>th</sup> May, 2022**

**UDIN: 21112353AAAADZ7113**

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**NIKUL JALAN**

**PARTNER**

**Membership No.112353**



**Consolidated Balance Sheet as at 31st March, 2022** (Rs. in Lakhs)

Particulars	Notes	As at 31st March, 2022	As at 31st March, 2021
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, Plant and Equipment	2	1,037.92	984.98
(b) Intangible Assets	3	18.50	21.60
(c) Deferred Tax Assets (Net)	4	16.72	9.45
(d) Other Non Current Assets	5	0.13	0.03
<b>Total Non - Current Assets</b>		<b>1,073.27</b>	<b>1,016.06</b>
<b>Current Assets</b>			
(a) Inventories	6	9,701.69	5,979.21
(b) Financial Assets			
(i) Trade Receivables	7	8,477.26	5,595.39
(ii) Cash and Cash Equivalents	8	285.72	225.19
(iii) Bank Balances other than (ii) above	9	538.11	399.46
(v) Other Financial Assets	10	5.38	3.59
(c) Other Current assets	11	5,232.69	5,958.62
<b>Total Current Assets</b>		<b>24,240.85</b>	<b>18,161.47</b>
<b>Total Assets</b>		<b>25,314.12</b>	<b>19,177.53</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	12	1,200.00	1,160.00
(b) Other Equity	13	6,861.62	4,704.43
(c) Money Received against Share Warrant		165.00	
Sub Total -Equity Attributable to the owners of the company		8,226.62	5,864.43
Non-Controlling Interest		610.52	303.81
<b>Total Equity</b>		<b>8,837.14</b>	<b>6,168.24</b>
<b>Share application money pending Allotment</b>			
<b>LIABILITIES</b>			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	1,037.34	342.99
(b) Provisions	15	95.20	78.86
<b>Total Non - Current Liabilities</b>		<b>1,132.54</b>	<b>421.85</b>
<b>Current Liabilities</b>			
<b>(a) Financial Liabilities</b>			
(i) Borrowings	16	5,397.28	3,950.33
(ii) Trade Payables	17		
- total outstanding dues of micro enterprises and small enterprises		972.55	
- total outstanding dues of creditors other than micro enterprises and small enterprises		4,541.88	3,832.40
(iii) Other Financial Liabilities	18	3,536.14	2,956.16
<b>(b) Other Current Liabilities</b>	19	<b>793.59</b>	<b>1,698.36</b>
(c) Provisions	20	14.17	13.85
(d) Current Tax Liabilities (Net)	21	88.83	136.34
<b>Total Current Liabilities</b>		<b>15,344.44</b>	<b>12,587.44</b>
<b>Total Equity and Liabilities</b>		<b>25,314.12</b>	<b>19,177.53</b>
Significant Accounting Policies	1-37		

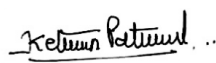
The accompanying notes are an integral part of these financial statements  
As per our attached report of even date

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

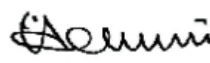


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

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  
Chief Compliance  
Officer and Company  
Secretary

**Consolidated Statement of Profit and Loss for the year ended 31st March, 2022**

(Rs. in Lakhs)

Particular	Notes	As at 31st March, 2022	As at 31st March, 2021
Revenue from Operations	22	93,388.10	52,014.71
Other Income	23	1,393.06	617.40
<b>Total Income</b>		<b>94,781.16</b>	<b>52,632.11</b>
<b>Expenses</b>			
(a) Purchases of Stock in Trade	24	89,211.30	47,367.69
(b) Changes in inventories of finished goods and work-in progress	25	(3,559.29)	133.65
(c) Employee Benefits Expenses	26	1,147.18	859.52
(d) Finance Costs	27	607.18	468.80
(e) Depreciation and Amortisation Expense	2 & 3	148.98	102.44
(f) Other Expenses	28	4,720.03	2,398.18
<b>Total Expenses</b>		<b>92,275.38</b>	<b>51,330.28</b>
<b>Profit/(Loss) before Exceptional and Extraordinary Item</b>		<b>2,505.78</b>	<b>1,301.83</b>
Exceptional and Extraordinary Item			
Loss by Fire and Theft (Refer Note No. 42 for more details)		12.57	-
<b>Total Exceptional and Extraordinary Item</b>		<b>12.57</b>	<b>-</b>
<b>Profit/(Loss) before Tax</b>		<b>2,493.21</b>	<b>1,301.83</b>
<b>Tax Expense</b>			
(a) Current Tax		575.57	362.07
(c) Deferred Tax	4	(7.27)	1.55
<b>Total Tax Expense</b>		<b>568.30</b>	<b>363.62</b>
<b>Profit/(Loss) for the year</b>		<b>1,924.91</b>	<b>938.21</b>
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		-	-
(a) Remeasurements of Defined Benefit Plans		1.09	3.96
(b) Income Tax on above		(0.27)	(1.00)
(ii) Items that will be reclassified to profit or loss		-	-
<b>Total Other Comprehensive Income for the year</b>	-	<b>0.82</b>	<b>2.96</b>
<b>Total Comprehensive Income for the year</b>	-	<b>1,925.73</b>	<b>941.17</b>
<b>Profit for the year attributable to:</b>			
Owners of the company		1,598.56	955.02
Non controlling Interest		326.35	(16.81)
<b>Total comprehensive income for the year attributable to:</b>			
Owners of the company		1,599.38	957.98
Non controlling Interest		326.35	(16.81)
<b>Earnings per Equity Share of ₹ 10 par value :</b>			
Basic (₹ per share)	29	13.32	8.23
Diluted (₹ per share)		12.88	8.23
<b>Significant Accounting Policies</b>	<b>1-37</b>		

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: 20th May, 2022

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  
Chief Compliance  
Officer and Company  
Secretary

Particulars	As at 31st March, 2022	As at 31st March, 2021
<b>A.CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit / (Loss) Before Tax</b>	<b>2,493.21</b>	<b>1,301.84</b>
<b>Adjustments for</b>		
Depreciation and Amortisation	148.98	102.44
Finance Cost	450.29	339.66
Interest on late payment	0.62	0.97
Interest on FD and ICD	(20.69)	(21.87)
OCI Amount	1.09	
Previous year Non Cash Adjustment		
Provisions for expense	39.40	16.28
<b>Operating Profit Before Working Capital Changes</b>	<b>3,112.90</b>	<b>1,739.32</b>
<b>Adjustments for increase / decrease in:</b>		
Trade receivables	(2,891.57)	(1,737.75)
Other Financial Assets and other Current Assets	724.15	(1,757.13)
Inventories	(3,559.29)	133.64
Trade payable, Other Financial & Current Liabilities	1,344.17	1,515.05
Other Non Current Assets	(0.10)	0.98
<b>Cash generated from operations</b>	<b>(1,269.74)</b>	<b>(105.89)</b>
Income-tax (paid) / refund (net)	(623.34)	(289.61)
<b>Net cash flow from operating activities</b>	<b>(1,893.08)</b>	<b>(395.50)</b>
<b>B.CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of PPE, intangible assets and work in progress	(198.82)	(219.86)
Purchase of PPE-Adjustment	-	(0.09)
Income from Investments i.e. FD and ICD	20.69	21.87
Sale of Investments	-	105.67
(Investment) & Redemption in bank deposit (having maturity more than 3 months)	(138.65)	(63.22)
<b>Net cash flow (used in) investing activities</b>	<b>(316.78)</b>	<b>(155.63)</b>
<b>C.CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Long-term Borrowings	694.35	(137.59)
Repayment / Issue of Short-term Borrowings (net)	1,446.95	1,243.37
Issue of Equity Share	440.00	-
Issue of Share Warrant	165.00	-
Finance Cost Paid	(450.91)	(340.63)
Dividend and DDT Paid	(60.00)	(18.01)
<b>Net cash flow from financing activities</b>	<b>2,235.39</b>	<b>747.15</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>25.53</b>	<b>196.02</b>
<b>Cash and cash equivalents as at the beginning of the year</b>	<b>225.19</b>	<b>52.32</b>
Exchange difference on translation of Foreign currency	35.00	(23.16)
<b>Cash and cash equivalents as at the end of the year</b>	<b>285.72</b>	<b>225.19</b>

**Notes:**

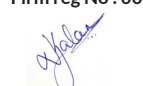
- The Consolidated Statement of Cash flow has been prepared under the indirect method as set out in Ind AS 7 specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.
- As per the amendment in Ind AS 7 "Statement of Cash Flow": Disclosure of changes in Liabilities arising from financing activities, including both changes arising from cash flows and non cash changes.

For the year ended 31st March, 2022

Particulars	As at 1st April, 2021	Cash Flows	Non Cash Changes	As at 31st March, 2022
Non Current Borrowings	342.99	694.35	-	1037.34
Current Borrowings	3950.33	1446.95	-	5397.28

3. Figures in bracket indicate Cash Outflow.

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

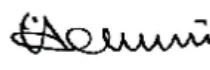


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

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  
Chief Compliance  
Officer and Company  
Secretary

**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 2020-21						580
Balance as at March 31, 2021						1,160
Changes in equity share capital during the year						40
<b>Balance as at March 31, 2022</b>						<b>1200</b>
B. Other Equity						(Rs. in Lakhs)
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, 2021	1,340.78	3,289.63	(2.26)	76.27	-	4,704.43
Issue on Shares	400.00					400.00
Profit / (Loss) for the year	-	1,598.56	-	-	-	1,598.56
Foreign Currency translation	-	-	-	217.01	-	217.01
Remeasurement gain / (loss) on Defined Benefit Plan	-	-	1.09	-	-	1.09
Income Tax on above	-	-	(0.27)	-	-	(0.27)
<b>Total Comprehensive Income for the year</b>	<b>1,740.78</b>	<b>4,888.19</b>	<b>(1.44)</b>	<b>293.28</b>	<b>-</b>	<b>6,920.82</b>
Dividend Paid	-	(60.00)	-	-	-	(60.00)
Share Warrant	-		-	-	165.00	165.00
Bonus Shares issued						
<b>Balance as at March 31, 2022</b>	<b>1,740.78</b>	<b>4,828.19</b>	<b>(1.44)</b>	<b>293.28</b>	<b>165.00</b>	<b>7,025.81</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, 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>
Profit / (Loss) for the year	-	957.98	-	-	-	957.98
Foreign Currency translation	-	-	-	36.08	-	36.09
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>3,307.63</b>	<b>(2.26)</b>	<b>76.27</b>	<b>-</b>	<b>3,971.66</b>
Dividend	-	(18.01)	-	-	-	(18.01)
Share premium on issue of Shares of Subsidiary	750.78	-	-	-	-	750.78
<b>Balance as at March 31, 2021</b>	<b>1,340.78</b>	<b>3,289.63</b>	<b>(2.26)</b>	<b>76.27</b>	<b>-</b>	<b>4,704.43</b>

As per our Report of even date attached

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

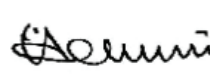


 CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

 For and on Behalf of the Board of Directors  
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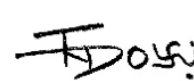
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Chief Financial Officer



 Tejas Doshi  
Chief Compliance  
Officer and Company  
Secretary

## GROUP INFORMATION

Creative Newtech Ltd. (Formerly known as 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 Newtech Ltd 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%
(c) Creative Ecommerce Ventures Pvt. Ltd.	India	100%

## 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:

- i. The amount of equity attributable to non-controlling interests at the date on which investment in a subsidiary is made; and
- ii. 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. 4
- Provisions and Contingent Liabilities – refer note no. 32
- Revenue recognition for Price Support – refer point 1(i) of significant accounting policies

## **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 and Fixtures	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 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 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 summarises 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.

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.

### **i. 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.

ii. **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**

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Group's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The Group's significant leasing arrangements are in respect of premises used for business, are accounted as a short term lease. The aggregate lease rentals payable are charged as rent in the statement of profit and loss. These lease arrangements are cancellable in nature and can be terminated by giving notice for a period, which vary from one months to three months

**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, 2022 (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, 2021	888.11	143.47	26.99	102.41	54.48	126.17	51.75	1393.36
Additions made in Year 2021-22 as at March 31, 2022	-	27.33	12.52	24.07	77.97	33.59	22.01	197.49
Disposals made in Year 2021-22 as at March 31, 2022	-	-	-	-	-	-	-	-
<b>Cost as at Dec 31, 2020</b>	<b>888.11</b>	<b>170.80</b>	<b>39.51</b>	<b>126.48</b>	<b>132.45</b>	<b>159.76</b>	<b>73.76</b>	<b>1590.85</b>
<b>Accumulated Depreciation and Amortisation:</b>								
Accumulated Depreciation as at April 1, 2021	107.45	117.91	8.80	33.02	36.74	93.11	11.35	408.38
Depreciation for Year 2020-21 as on March 31, 2022	38.02	20.01	6.33	21.26	17.20	23.38	18.34	144.55
Disposals for Year 2020-21 as at March 31, 2022	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as at Mar 31, 2022</b>	<b>145.47</b>	<b>137.92</b>	<b>15.14</b>	<b>54.28</b>	<b>53.94</b>	<b>116.49</b>	<b>29.69</b>	<b>552.93</b>
<b>Net Carrying amount as at March 31, 2022</b>	<b>742.63</b>	<b>32.88</b>	<b>24.38</b>	<b>72.19</b>	<b>78.50</b>	<b>43.27</b>	<b>44.07</b>	<b>1037.92</b>

**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	0.00	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>
<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 at March 2021	38.44	13.99	0.91	5.59	7.75	20.09	11.35	98.12
Disposals for Year 2020-21 as at March 31, 2021	-	-	-	-	-	-	-	-
<b>Accumulated Depreciation as at March 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>

**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.
- ii. The Valuation of Property, Plant and Equipment has been taken, valued and certified by the managing director of the company.
- iii. The management has reviewed the carrying values of the Property Plant and Equipment for impairment at the year end and it is concluded that no property, plant and equipments requires Impairment of Assets.

<b>Note 3: Non Current: Intangible Assets</b>		(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Computer Software	21.60	25.92
Addition during year	1.33	-
<b>Less: Amortisation</b>	(4.43)	(4.32)
<b>Total</b>	<b>18.50</b>	<b>21.60</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.

<b>Note 4: Deferred Tax (Liability)/ Assets (Net)</b>		(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
<b>Deferred Tax Liability on:</b>		
Property Plant & Equipment and Intangible Assets	9.45	(13.88)
<b>Deferred Tax Assets on:</b>		
Employee Benefits	7.27	23.33
<b>Total</b>	<b>16.72</b>	<b>9.45</b>

Note: In accordance with the Ind AS 12, the Deferred tax expense of Rs. 7.27 Lakhs for the year (Rs. 1.55 lakhs for 31st March, 2021) has been recognised in the Statement of Profit & Loss.

<b>Note 5: Other Non-current assets</b>		(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Processing Fees to be written Off	0.13	0.03
<b>Total</b>	<b>0.13</b>	<b>0.03</b>

<b>Note 6: Inventories</b>		(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Finished Goods	9701.69	5,979.21
(As taken, valued and certified by Management)		
<b>Total</b>	<b>9,701.69</b>	<b>5,979.21</b>

Note:(a) Inventories are carried at lower of Cost or Net Realisable Value  
(b) For security / hypothecation details, refer to note no. 17

<b>Note 7: Trade Receivables</b>		(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>
<b>Unsecured</b>		
Considered Good	8486.96	5,595.39
Considered Doubtful	-	-
<b>Total</b>	<b>8,486.96</b>	<b>5,595.39</b>
Less : Provision for Doubtful Debts	9.70	
<b>Total</b>	<b>8,477.26</b>	<b>5,595.39</b>



**Trade Receivables ageing schedule with age 1 year, 1-2 year, 2-3 year & More than 3 years**

**As at March 2022** (Rs. in Lakhs)

Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1.	Undisputed Trade receivables – considered good	8,063.28	235.61	98.95	34.56	35.16	8,467.56
2.	Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3.	Disputed Trade Receivables considered good	-	-	-	8.13	11.27	19.40
4.	Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
5.	Provision towards disputed Trade receivables						(9.70)
<b>Total</b>		<b>8,063.28</b>	<b>235.61</b>	<b>98.95</b>	<b>42.69</b>	<b>46.43</b>	<b>8,477.26</b>

**As at March 2021** (Rs. in Lakhs)

Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1.	Undisputed Trade receivables – considered good	5,221.59	236.10	61.66	58.16	17.89	5,595.39
2.	Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3.	Disputed Trade Receivables considered good	-	-	-	-	-	-
4.	Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>		<b>5,221.59</b>	<b>236.10</b>	<b>61.66</b>	<b>58.16</b>	<b>17.89</b>	<b>5,595.39</b>

**Note:** a) For security / hypothecation details, refer to note no. 17  
 b) The trade receivables ageing have been disclosed on due basis.  
 c) For Related party transactions details kindly refer note no. 33

**Note 8: Cash and Cash Equivalents** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
Cash in Hand	9.79	12.23
Balances With Banks:		
- In Current Accounts	275.93	212.96
<b>Total</b>	<b>285.72</b>	<b>225.19</b>

**Note 9: Bank Balances other than Cash and Cash Equivalents** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
Earmarked balances in unclaimed Dividend Account	9.17	2.41
Margin Money with Bank	528.94	397.05
<b>Total</b>	<b>538.11</b>	<b>399.46</b>

**Note:** Margin Money with Bank are held by Banks against Bank Guarantee and Letter of credits.



<b>Note 10: Current: Financial Assets</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
Other Financial Assets : Current			
Accrued Interest	5.38	3.59	
<b>Total</b>	<b>5.38</b>	<b>3.59</b>	

<b>Note 11: Other Current assets</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Unsecured</b>			
<b>Considered Good</b>			
Advances to Suppliers towards Goods/ Services	1,238.77	1,609.54	
Loans and advances to employees	35.03	22.64	
Security Deposits	231.19	202.05	
Prepaid Expenses	18.24	30.04	
Duties & Taxes Receivables	3683.42	3,968.38	
Loans and advances to Others	26.04	125.97	
<b>Total</b>	<b>5,232.69</b>	<b>5,958.62</b>	
<b>Considered Doubtful</b>			
Less : Provision for Doubtful Advance			
<b>Total</b>	<b>5,232.69</b>	<b>5,958.62</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 towards Clearing charges.
- iii. The holding 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). This amount is received during the financial year under consideration.

**Note 12 : Equity Share capital**

<b>a. Authorised Equity Share Capital</b>				
<b>Particulars</b>	<b>As at March 31, 2022</b>		<b>As at March 31, 2021</b>	
	<b>No. of shares</b>	<b>Rs. in lakhs</b>	<b>No. of shares</b>	<b>Rs. in lakhs</b>
<b>Authorised Equity Share Capital</b> (Par Value per share Rs. 10)	1,40,00,000	1,400.00	1,40,00,000	1,400.00
<b>Issued, Subscribed &amp; Paid Up</b> (Par Value per share Rs. 10)	1,16,00,000	1,160.00	1,16,00,000	1,160.00
<b>Issued, Subscribed &amp; Paid Up</b> (Par Value per share Rs. 10)	4,00,000	40.00		
<b>Total Share Capital</b>	<b>1,20,00,000</b>	<b>1,200.00</b>	<b>1,16,00,000</b>	<b>1,160.00</b>
<b>b. Reconciliation of No. of Equity shares and Share Capital outstanding</b>				
<b>Particulars</b>	<b>As at March 31, 2022</b>		<b>As at March 31, 2021</b>	
	<b>No. of shares</b>	<b>Rs. in lakhs</b>	<b>No. of shares</b>	<b>Rs. in lakhs</b>
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	4,00,000	40	58,00,000	580
<b>Closing Number of shares outstanding</b>	<b>1,20,00,000</b>	<b>1,200</b>	<b>1,16,00,000</b>	<b>1,160</b>

<b>c. Details of shares in the company held by each shareholder holding more than 5 per cent shares :</b>				
Name of Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
Ketan Chhaganlal Patel	79,39,520	66.16%	79,39,520	68.44%
Pantomach Stock Brokers			5,93,044	5.11%
<b>Total</b>	<b>79,39,520</b>	<b>66.16%</b>	<b>85,32,564</b>	<b>73.56%</b>

<b>d. Details of shares held by Promoters and Promoter's group</b>					
Promoter and Promoter's name	2021-22		2020-21		% change during the period
	No. of Shares (FV - Rs. 2)	% of total shares*	No. of Shares (FV - Rs. 2)	% of total shares*	
Purvi Ketan Patel	59,200	0.49	59,200	0.51	(0.02)
Ketan Chhaganlal Patel	79,39,520	66.16	79,39,520	68.44	(2.28)
<b>Total</b>	<b>79,98,720</b>	<b>66.66</b>	<b>79,98,720</b>	<b>68.95</b>	<b>(2.30)</b>

**e.** During the year the company has issued 4,00,000 equity shares and 6,00,000 Fully Convertible Warrants of Face value of Rs. 10 each on preferential basis at an issue price of Rs. 110 per share at a premium of Rs. 100 Per share on Extraordinary General Meeting held on 27th July 2021. The same were allotted to the respective members on 19th August 2021.

**f. Rights, preferences and restrictions :**

- 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.
- 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.
- 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.

<b>Note 13: Other Equity</b>				(Rs. in Lakhs)
	Particulars	As at March 31, 2022	As at Mar 31, 2021	
<b>1</b>	<b>Reserves and Surplus</b>			
	a. Share Premium			
	Opening Balance	1,340.78	590.00	
	Add: Share Premium against Issue of Bonus Shares	-	750.78	
	Add: Share Premium against Issue of Shares	400.00	-	
	<b>Total</b>	<b>1,740.78</b>	<b>1,340.78</b>	
	<b>b. Retained Earnings</b>			
	Balance as at the beginning of the year	3,289.63	2,349.65	
	Add/(Less) : Profit / (Loss) for the year	1,599.38	957.99	
	Less: Dividend Paid	(60.00)	(18.01)	
	Less: Foreign Currency Translation Reserve	-	-	
	<b>Total</b>	<b>4,829.01</b>	<b>3,289.63</b>	
	<b>c. Other Comprehensive Income</b>			
	Opening Balance	(2.26)	(5.22)	
	Add/ (Less): Remeasurement gain / (loss) on defined benefit plan	0.82	2.96	
	<b>Total</b>	<b>(1.44)</b>	<b>(2.26)</b>	

<b>d. Foreign Currency Translation Reserve</b>		
Opening Balance	76.27	40.19
Add/ (Less): Changes during the year	217.01	36.08
<b>Total</b>	<b>293.28</b>	<b>76.27</b>
<b>e. Equity Instruments through Other Comprehensive Income</b>		
Share Warrant	165.00	-
<b>Total</b>	<b>7,026.62</b>	<b>4,704.43</b>

The description of the nature and purpose of each reserve within equity is as follows :

**a. Share Premium**

The amount received in excess of the face value of the equity shares issued by the Company is recognised in securities premium. The reserve shall be 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.

**Note 14: Borrowings : Non-current Financial** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
<b>Secured</b>		
Borrowings		
Term Loan		
- Axis Bank	236.50	138.00
- HDFC bank	111.00	111.00
- Other NBFC	-	13.49
- ICICI-Motor Vehicle Loan	55.45	-
- Aditya Birla	561.00	-
- TATA Capital	72.42	79.56
- Upgrade(HK) Limited	0.97	0.94
<b>Total</b>	<b>1,037.34</b>	<b>342.99</b>

**Notes:**

- Term Loan from Axis Bank of Rs. 236.5 Lakhs outstanding as on 31st March 2022 (31st March, 2021 : Rs. 138 Lakhs) is secured through first ranking hypothecation / charge / pledge / mortgage of following immovable properties (1) Flat No. 801/B, L T Road, Pratap Heritage (2) Flat No. A/7, SVP road, Nikunj CHS (3) Flat No. 102, Disha residency, Khetwadi road (4) Office No. B 215 Mandapeshwar Industrial estate, Off SV road, Borivali west and Fixed deposit of Rs. 0.83 Crores.
- Term Loan from HDFC bank is secured with immovable properties as mentioned in point no a) above, Book debts and Fixed deposit as provided in latest Sanction letter.
- ICICI Bank (outstanding in previous year) and Daimler Motor vehicle loan is secured against the mortgage of Motor vehicle
- State Bank of India (ECLGS Loan) is primarily secured against Stocks, RM, finished goods, book debts & receivables and other current assets of the company. Office premises 3rd and 4th Floor Govt. Ind. Estate, Charkop, Kandivali west is mortgaged as collateral security.
- All the above term loan are personally guaranteed by Ketan and Purvi Patel, directors of the company.
- The above loans carry interest rate in the range of 8.65% to 11% p.a

**Note 15: Provisions : Non-current** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at Mar 31, 2021
Provision for Employee benefit	95.20	78.86
<b>Total</b>	<b>95.20</b>	<b>78.86</b>

<b>Note 16: Current: Financial Liabilities</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Borrowings :</b>	<b>5,397.28</b>	<b>3,950.33</b>	
<b>Secured</b>			
<b>Loans repayable on demand from Others</b>			
- Cash Credit from Bank	4,182.38	3091.98	
- Buyer's Credit from Bank	1,012.56	715.87	
- Incred Financial Services	-	0.06	
- ICICI-Motor Vehicle Loan	4.89	-	
<b>Unsecured</b>			
Unsecured Loans from Directors/ Related Parties	197.45	142.42	
<b>Total</b>	<b>5,397.28</b>	<b>3,950.33</b>	
<b>Note:</b>			
a. Cash Credit from Banks is secured against hypothecation of Stocks and Book debts & Immovable Property of Holding company			
b. Cash credit is payable on demand, carries interest rate of 8.65% to 11%			
c. Cash credit and Buyer's credit is guaranteed by Director, Chairperson and Wholetime director			
d. Unsecured Loan from Directors and relative of directors carries interest at the rate of 12%.			

<b>Note 17 : Trade Payables</b>			(Rs. in Lakhs)
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at Mar 31, 2021</b>	
<b>Trade Payables</b>			
Due to Micro and Small enterprises	972.55	-	
Due to others	4,541.88	3,832.40	
<b>Total</b>	<b>5,514.43</b>	<b>3,832.40</b>	

#### Trade Payables ageing schedule with age 1 year, 1-2 year, 2-3 year & More than 3 years

<b>As at March 2022</b>							(Rs. in Lakhs)
<b>Sr. No.</b>	<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>	
		<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>		
1.	MSME	972.55	-	-	-	972.55	
2.	Others	4,364.74	113.77	42.23	21.14	4,541.89	
3.	Disputed Dues - MSME	-	-	-	-	-	
4.	Disputed Dues - Others	-	-	-	-	-	
<b>Total</b>		<b>5,337.29</b>	<b>113.77</b>	<b>42.23</b>	<b>21.14</b>	<b>5,514.43</b>	

<b>As at March 2021</b>							(Rs. in Lakhs)
<b>Sr. No.</b>	<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>	
		<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>		
1.	MSME	-	-	-	-	-	
2.	Others	3,660.03	90.20	11.32	70.85	3,832.40	
3.	Disputed Dues - MSME	-	-	-	-	-	
4.	Disputed Dues - Others	-	-	-	-	-	
<b>Total</b>		<b>3,660.03</b>	<b>90.20</b>	<b>11.32</b>	<b>70.85</b>	<b>3,832.40</b>	

<b>Note 18: Other Financial Liabilities : Current</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
<b>Other Financial Liabilities</b>		
Creditors for Expenses	1,330.42	428.10
Other Payables	2,205.72	2,528.06
<b>Total</b>	<b>3,536.14</b>	<b>2,956.16</b>

<b>Note 19: Other Current Liabilities</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
<b>Other Current Liabilities</b>		
Statutory dues payable	44.84	27.16
Advances from customers	748.75	1,671.20
<b>Total</b>	<b>793.59</b>	<b>1,698.36</b>

<b>Note 20: Provisions : Current</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Provision for Employee benefit	14.17	13.85
<b>Total</b>	<b>14.17</b>	<b>13.85</b>

<b>Note 21: Current Tax Liabilities (Net)</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Provision for Tax	88.83	136.34
<b>Total</b>	<b>88.83</b>	<b>136.34</b>

<b>Note 22: Revenue from Operations</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Sale of Products		
Trade Goods	93,388.10	52,014.71
Other Operating Revenues		
<b>Total</b>	<b>93,388.10</b>	<b>52,014.71</b>

<b>Note 23: Other Income</b> (Rs. in Lakhs)		
<b>Particulars</b>	<b>As at March 31, 2022</b>	<b>As at March 31, 2021</b>
Bank Interest	0.20	0.05
Interest on FDR	20.49	21.82
Interest on Late Payment	0.00	(0.97)
Insurance Claim	15.31	0.74
Other Income	38.93	62.60
Duty Scrip Credit [MEIS]	1316.37	565.15
Bad Debts Recovery	0.00	0.36
Exchange Gain (Net)	0.00	(33.82)
Interest income on Loan to Employees as per Ind As	1.76	1.47
<b>Total</b>	<b>1,393.06</b>	<b>617.40</b>

**Note 24: Cost of Materials Consumed** (Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Traded Goods		
Purchases	89,211.3	47,367.69
<b>Net Purchases</b>	<b>89,211.3</b>	<b>47,367.69</b>

**Note 25: Changes in inventories of finished goods** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Opening Stock</b>		
- Stock in Trade	5,979.21	6,029.00
Add: On Account of Unrealised Profit Adjustment	163.19	83.86
<b>Closing Stock</b>		
- Stock in Trade	9,701.69	5,979.21
<b>Total</b>	<b>(3,559.29)</b>	<b>133.65</b>

**Note 26: Employee Benefits Expenses** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Salaries, Wages and Bonus etc	1,046.30	787.20
Contribution to provident and other funds	41.13	36.87
Gratuity Expense	18.99	16.28
Staff Welfare Expenses	40.76	19.17
<b>Total</b>	<b>1,147.18</b>	<b>859.52</b>

**Note 27: Finance Costs** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Interest Expense</b>		
On Borrowings	445.71	330.74
On Others	4.58	8.92
<b>Other Borrowing Costs</b>		
Bank Charges	89.55	73.87
Processing Fees (Amortised over tenure of Loan)	0.05	1.22
Processing Charges	47.91	29.89
Buyers Credit, Bank Guarantee Charges And Finance Charge	19.38	24.16
<b>Total</b>	<b>607.18</b>	<b>468.80</b>

**Note 28: Other Expenses** (Rs. in Lakhs)

Particular	As at March 31, 2022	As at March 31, 2021
Administrative and General Expenses		
Annual Maintenance Charges	3.71	4.47
Auditors Remuneration	12.41	5.00
Books & Periodicals	0.05	0.00
Legal & Professional Charges	251.47	228.77
Courier Charges	1.89	0.93
Clearing Charges-Export	548.62	271.74
Demat Charges (Company)	10.63	3.95
Directors Remuneration	115.86	73.18
Donations	36.36	22.27

Electricity Expenses	11.57	8.64
Insurance Expenses	31.55	32.91
Internet Charges	2.40	2.30
Labour Charges	5.14	3.45
Office Expenses	59.88	31.20
Postage & Telegram Expenses	0.10	0.03
Printing Stationery	8.62	3.67
Rent Rates & Taxes	251.41	230.51
Repairs Maintenance Expenses	7.13	6.71
Service Expenses	505.36	249.21
Subscriptions & Membership	11.16	7.09
Telephone Expenses	9.97	10.31
Lodging and Boarding (Hotel, Meal and Entertainment)	18.39	10.00
Travelling Expenses (Domestic & Foreign)	107.12	62.06
Website Development Charges	0.00	1.16
Warehouse Handling Charges	7.44	3.19
Advertising Promotional Expenses	656.67	286.45
Commission Paid	501.04	337.72
CSR Expenditure	24.00	17.00
Director Sitting Fee	4.10	3.26
Inspection Charges	17.40	9.71
Outsourcing Charges	0.00	175.93
Service Charges	722.79	142.84
Carriage Outward	280.02	62.89
Royalty Expense	338.40	53.84
Court Fee	0.45	0.00
Duties and Taxes	28.66	27.98
Provision for Bad Debts	9.70	0.00
Interest on Late Payment	0.62	0.00
Interest on Late Payment-MSME	13.04	0.00
Exchange Gain/Loss	83.77	0.00
Property Tax	21.13	0.00
Certification Expenses	0.00	7.82
<b>Total</b>	<b>4,720.03</b>	<b>2,398.18</b>

### Note No. 29 - Earnings per share (EPS)

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, 2022	March 31, 2021
<b>i. Profit attributable to equity holders (Rs in lakhs)</b>		
Profit attributable to equity holders of the parent for basic and diluted EPS	1,598.56	955.02
	<b>1,598.56</b>	<b>955.02</b>
<b>ii. Weighted average number of ordinary shares</b>		
Weighted average number of shares for Basic EPS	1,20,00,000	1,16,00,000
Weighted average number of shares for Diluted EPS	1,24,07,187	1,16,00,000
<b>iii. Basic and diluted earnings per share (Rs)</b>		
Basic earnings per share of face value of Rs. 10 each	<b>13.32</b>	<b>8.23</b>
Diluted earnings per share of face value of Rs. 10 each	<b>12.88</b>	<b>8.23</b>

Note: EPS for the current year and the previous year has been correctly stated in this report as there was a minor typographical error while submitting Q4 (2021-22) financial results.

### Note 30: 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 ad hoc 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.

During the year the holding company has made provision against Trade receivables against two customers having closing balance at the year end aggregately of Rs. 19.40 Lakhs (Previous year balance Rs. 19.40 Lakhs)

Reconciliation of Trade Receivable loss allowance provision:		(Rs. in Lakhs)
Particulars	As at 31st March, 2022	As at 31st March, 2021
Opening Balance	-	-
Additional Provision made	9.70	-
Provision adjusted against amount written off	-	-
Closing Provision	9.70	-

The provision for loss allowances of trade receivables have been made by the management on the evaluation of trade receivables. The management at each reporting period made an assessment on recoverability of balances and on the best estimate basis the provision for loss allowances have been created.

## 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

**The following is the contractual maturities of the financial liabilities:** (Rs. in Lakhs)

Particulars	Carrying amount	1-12 months	more than 12 months
As at March 31, 2022			
Borrowings	6434.62	5397.28	1037.34
Trade payables	5514.43	5337.29	177.14
Other financial liabilities	3536.14	5414.10	327.46
<b>Particulars</b>	<b>Carrying amount</b>	<b>1-12 months</b>	<b>more than 12 months</b>
As at March 31, 2022			
Borrowings	4293.32	3950.33	342.99
Trade payables	3832.40	3660.03	172.37
Other financial liabilities	2956.16	5375.22	109.00

## Note 31: 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

Particular	(Rs. in Lakhs)	
	As at 31st March 2022	As at 31st March 2021
Non- Current borrowing	1,037.34	342.99
Current borrowings	5,397.28	3,950.33
Current maturity of long term debt	-	-
<b>Gross debt</b>	<b>6,434.62</b>	<b>4,293.32</b>
Less : Cash and cash equivalents	285.72	225.19
Less : Other bank balances	538.11	399.46
<b>Adjusted net debt</b>	<b>5,610.79</b>	<b>3,668.67</b>
Total Equity	8,226.63	5,864.43
<b>Adjusted Net debt to Equity ratio</b>	<b>0.68</b>	<b>0.63</b>

**Note 32: Contingencies and Commitments** (Rs. in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Outstanding tax demand with respect to income tax AY 2008-09 alongwith Interest as reflected on income tax portal	10.79	10.79
Outstanding Interest demand with respect to income tax AY 2009-10 along with Interest as reflected on income tax portal	0.69	0.69
Outstanding Penalty demand raised u/s 271(1)(c) with respect to income tax AY 2009-10 along with Interest as reflected on income tax portal	3.96	3.96
Outstanding Interest demand with respect to income tax AY 2018-19	3.59	3.59
Outstanding demand raised for AY 2020-21 vide Order u/s 143(1a) including interest**	562.96	0.00
Bank Guarantee	922.05	866.74
Custom Duty (Show cause Notice)	230.34	230.34
Custom Duty (Show cause Notice for Penalty)	481.38	481.38
Outstanding tax demand with respect to VAT/ CST FY 2013-17 (Andhra Pradesh and Gujarat)	94.46	8.09

\*\* Demand for AY 2020-21 was raised by the CPC via Intimation Order dated 20th December 2021. Demand was raised by CPC due to clerical error and in the opinion of the management the demand shall not be materialised.

- 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.

**Note 33: 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.

**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)

Creative E-Commerce Ventures Private Limited

**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	31.03.2022	31.03.2021
Ketan Chhaganlal Patel	Director's Remuneration (including Bonus)	52.05	33.66
Vijay Advani	Director's Remuneration (including Bonus)	40.47	30.46
Purvi Ketan Patel	Director's Remuneration (including Bonus)	27.55	14.27
Abhijit Kanvinde	KMP's Remuneration (including Bonus)	28.70	18.88
Tejas Doshi	KMP's Remuneration (including Bonus)	14.78	8.63
Ketan Chhaganlal Patel	Dividend	39.70	-
Vijay Advani	Dividend	-	-
Purvi Ketan Patel	Dividend	0.30	-
Ketan Chhaganlal Patel	Other Employee Benefits to Director's	1.09	1.01
Vijay Advani	Other Employee Benefits to Director's	0.83	0.77
Purvi Ketan Patel	Other Employee Benefits to Director's	1.64	0.57
Abhijit Kanvinde	Other Employee Benefits to KMP's	1.42	1.34
Tejas Doshi	Other Employee Benefits to KMP's	1.18	1.10
Nidhi Patel	Salary	8.36	10.44
Ketan Chhaganlal Patel	Interest Paid	29.49	22.19
Vijay Advani	Interest Paid	1.44	1.17
Ketan Patel HUF	Interest Paid	-	-
Nidhi Patel	Interest Paid	-	-
Ketan Chhaganlal Patel	Loan Received	1,209.40	413.50
Nidhi Patel	Loan Received	-	-
Ketan Chhaganlal Patel	Repayment of loan	1,181.49	461.58
Vijay Advani	Repayment of loan	-	-
Purvi Ketan Patel	Repayment of loan	-	-
Click Retail Private Limited	Reimbursement of Expenses	-	-
Bittech Services	Purchases	24.82	43.91
Secure Connection Private Limited	Purchases	297.86	205.22
Creative Peripherals & Distribution Ltd (Hong Kong)	Purchases	-	-
Secure Connection Limited (Hong Kong)	Purchases	4,251.81	1,193.67
Compunics Technologies Llc	Purchases	-	591.50
Rinavaa Technologies Pvt. Ltd.	Purchases	0.25	2.04
Click Retail Private Limited	Purchases	9.33	-

Bittech Services	Sales	13.08	0.31
Secure Connection Private Limited	Sales	30.76	170.79
Compunics Technologies Llc	Sales	80.32	112.96
Creative Peripherals & Distribution Ltd (Hong Kong)	Sales	-	-
Secure Connection Limited (Hong Kong)	Sales	50.44	2.24
Click Retail Private Limited	Sales	128.21	-
Creative E- Commerce venture PVT LTD	Investment in Subsidiary	1.00	-
Secure Connection Limited (Hong Kong)	Advance taken in the course of business	-	-
Bittech Services	Advance given in the course of business	-	0.25
Secure Connection Private Limited	Advance given in the course of business	-	-
<b>Balance at the end of the year</b>		<b>31.03.2022</b>	<b>31.03.2021</b>
<b>Entities over which Key Managerial Persons have significant influence / control:</b>			
Bittech Services		(1.12)	(3.88)
Secure Connection Private Limited		465.58	552.14
Click Retail Private Limited		79.89	-
Creative Peripherals & Distribution Ltd (Hong Kong)		-	-
Secure Connection Limited (Hong Kong)		(1,030.52)	(705.46)
Compunics Technologies Llc		-	16.64
Rinavaa Technologies Pvt. Ltd.		-	(1.38)
<b>Unsecured Loans</b>			
Ketan Chhaganlal Patel		184.62	130.17
Vijay Advani		12.32	12.25

#### Note 34: Foreign Currency Transactions

(Rs. in Lakhs)

Particulars	Nature of Transaction	31.03.2022	31.03.2021
Value of Exports (FOB)	Earnings	46350.03	14285.12
Value of Imports	Expenses	27371.92	18614.69
Foreign Travelling Expenses	Expenses	1.83	-

#### Note 35: Dividend

During the year the holding company has paid dividend for the year ended 31st March, 2021 of Rs. 0.50 per equity share as final dividend which was approved in annual general meeting on 29th September, 2021.

#### Note 36: Segment Information

As per Ind AS 108, "Operating Segments", in case a financial report contains both Standalone Financial Statements and Consolidated Financial Statements of the Company, segment information is required to be presented only on the basis of Consolidated Financial Statements of the Company. Hence, the required segment information has been disclosed in the Consolidated Financial Statements.

**The Company has identified following reporting segments based on the information:**

1	Enterprise Business - EB
2	Fast Moving Social - Media Gadgets - FMSG
3	Fast Moving Electronics Goods - FMEG
4	Fast Moving Consumer Technology - FMCT

**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

<b>Consolidated Segment Revenue are as follows:</b>			<b>(Rs. in Lakhs)</b>
	<b>Particulars</b>	<b>31st March, 2022</b>	<b>31st March, 2021</b>
<b>Segment Revenue</b>			
	- EB	54,216.16	18,269.01
	- FMSG	18,687.68	18,525.08
	- FMEG	1,069.39	9.29
	- FMCT	19,414.87	15,211.34
	<b>Revenue from Operations</b>	<b>93,388.10</b>	<b>52,014.72</b>
<b>Segment Results</b>			
<b>Net Revenue from each segment after deducting allocable cost</b>			
	- EB	1,924.52	1,026.04
	- FMSG	4,654.40	2,691.67
	- FMEG	60.40	12.47
	- FMCT	1,096.77	783.20
	<b>Total</b>	<b>7,736.09</b>	<b>4,513.38</b>
	Less: Finance Cost	607.18	468.80
	Less: Unallocable cost	4,623.13	2,742.74
	<b>Total Profit before Tax</b>	<b>2,505.78</b>	<b>1,301.84</b>

<b>Consolidated Segment Assets and Liabilities are as follows:</b>			<b>(Rs. in Lakhs)</b>
	<b>Particulars</b>	<b>31st March, 2022</b>	<b>31st March, 2021</b>
<b>Total Assets</b>			
	- EB	2,773.43	1,061.46
	- FMSG	8,566.09	4,931.82
	- FMEG	365.19	305.10
	- FMCT	5,839.49	3,605.01
	<b>Total</b>	<b>17,544.20</b>	<b>9,903.39</b>
<b>Total Liability</b>			
	- EB	1,082.24	361.04
	- FMSG	1,947.57	1,342.54
	- FMEG	125.62	198.90
	- FMCT	1,721.62	932.68
	<b>Total</b>	<b>4,877.05</b>	<b>2,835.16</b>

Note: During the year the consolidated reportable segments are identified and hence the information of Revenue, assets and liabilities are provided only for current year.

**Note 37:**

Figures for the previous years have been regrouped / restated wherever necessary to conform to current year's presentation

As per our Report of Even date

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

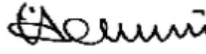


CA Nikul Jalan (Partner)  
Membership No. 112353  
Mumbai, Dated: 20th May, 2022

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  
Chief Compliance  
Officer and Company  
Secretary



## Instructions on attending e-AGM and e-Voting

### GENERAL

1. An Explanatory Statement pursuant to Section 102 of the Act, in respect of Item nos. 5 to 10 of the Notice set out above, is annexed hereto. The Board of Directors have considered and decided to include Item nos. 5 to 10 as Special Business.
2. 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.
3. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. 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:

5. 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.creativenewtech.com](http://www.creativenewtech.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).
6. 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@creativenewtech.com](mailto:cs@creativenewtech.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

7. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Thursday, 22<sup>nd</sup> September 2022 ("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:

8. 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.
9. 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.

10. The result declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.creativenewtech.com](http://www.creativenewtech.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:**

11. Members are requested to read the 'Shareholder Information' section of the Notice for useful information.
12. 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.
13. 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. 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.
- b. 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.
- c. 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.
- d. 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.creativenewtech.com](http://www.creativenewtech.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.creativenewtech.com](http://www.creativenewtech.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, Monday, 26 <sup>th</sup> September, 2022	Up to 05:00 PM, Wednesday, 28 <sup>th</sup> September, 2022

The voting will not be allowed beyond 5:00 p.m. (IST) on Wednesday, September 28, 2022 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 Monday, September 26, 2022 and ends on 5:00 p.m. (IST) on Wednesday, September 28, 2022. 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) Thursday, September 22, 2022, 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	<p>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.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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.</p> <p>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></p> <p>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.</p>

Individual Shareholders holding securities in demat mode with NSDL	<p>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.nsd.com">https://eservices.nsd.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.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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.

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

**(iv)** 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)  <input type="checkbox"/> 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.
Dividend Bank Details	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.
OR Date of Birth (DOB)	<input type="checkbox"/> 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.

- (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@creativenewtech.com](mailto:cs@creativenewtech.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 Futorex, 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 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 shareolders 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@creativenewtech.com](mailto:cs@creativenewtech.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@creativenewtech.com](mailto:cs@creativenewtech.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	02 <sup>nd</sup> September, 2022
2	Proposed Final Dividend for AGM	Re. 0.50/- Per Share (5% on face value)
3	Cut-off date for e-Voting eligibility	22 <sup>nd</sup> September, 2022
4	Book Closure Date (Beginning) for Dividend & AGM	24 <sup>th</sup> September, 2022
5	e-Voting Starts from	09:00 AM, Monday, 26 <sup>th</sup> September, 2022
6	e-Voting ends at	05:00 PM, Wednesday, 28 <sup>th</sup> September, 2022
7	Annual General Meeting Date & Time	11:00 AM, Thursday, 29 <sup>th</sup> September, 2022
8	Annual General Meeting Venue	Online through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'),
9	Book Closure Date (End) for Dividend & AGM	29 <sup>th</sup> September, 2022
10	Contact details for any support / grievance	Mr. Tejas Doshi  Chief Compliance Officer and Company Secretary  Email: cs@creativenewtech.com  Contact No.: +91 22 5061 2700





# CREATIVE NEWTECH

**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.

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ISO 9001:2015 Certified Company  
(CIN): L52392MH2004PLC148754

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