

Registered Office: 3rd & 4th floor, Plot No. 137AB, Kandivali Co-op Industrial Estate Limited, Charkop, Kandivali West, Mumbai 400067
Contact No.: +91 22 50612700 | Email: cs@creativenewtech.com | Website: www.creativenewtech.com

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Download 21st Annual Report: <https://creativenewtech.com/annual-report/>

Key Events

Sr. No.	Particulars	Date / Particulars
1	Cut-off date / BenPos date to send Notice and Annual Report to Shareholders	Friday, 29 th August 2025
2	Proposed Final Dividend for AGM	Re. 0.50/- Per Share (5% on face value)
3	Cut-off date for e-Voting eligibility	Tuesday, 23 rd September 2025
4	Record Date for Dividend	Tuesday, 23 rd September 2025
5	e-Voting Starts from	09:00 AM, Saturday, 27 th September 2025
6	e-Voting ends at	05:00 PM, Monday, 29 th September 2025
7	Annual General Meeting Date & Time	11:00 AM, Tuesday, 30 th September 2025
8	Annual General Meeting Venue	Online through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') Deemed Venue: 4 th Floor, Plot No. 137AB, Kandivali Co-Op Industrial Estate Limited, Charkop, Kandivali West, Mumbai – 400067
9	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

NOTICE

NOTICE is hereby given that the **TWENTY FIRST ANNUAL GENERAL MEETING ("AGM")** of the Members of **Creative Newtech Limited** will be held on **Tuesday, 30th September 2025 at 11.00 AM** through Video Conferencing ('VC'), to transact the following business:

Ordinary Business:

1. **To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) of the Company for the Financial Year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon:**

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

"RESOLVED THAT the audited Standalone financial statements of the Company for the financial year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon, laid before this meeting, be and are hereby received, considered and adopted."

"RESOLVED THAT the audited Consolidated financial statements of the Company for the financial year ended 31st March 2025 and the reports of Auditors thereon, laid before this meeting, be and are hereby received, considered and adopted."

2. **To declare Final Dividend:**

To consider and if thought fit, to pass the following resolution, 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 31st March 2025 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 31st March 2025."

3. **To appoint Mr. Vijay Advani (DIN: 02009626), as Whole-time 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, 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."

Special Business:

4. Approval for Related Party Transactions:

To consider and if thought fit, to pass the following resolution, 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 2(1)(zc) and 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 electronics goods, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 2,50,00,00,000/- (Rupees Two Hundred and Fifty Crores only) for the financial year 2025-26, 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.”

5. Appointment of Secretarial Auditor of the Company for the FY 2025-26 to FY 2029-30:

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

“RESOLVED THAT pursuant to the provisions of Sections 204 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof for the time being in force read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, consent of members of the Company be and is hereby accorded to Appoint M/s. Satyajit Mishra & Co. (Membership No.: F5759, C.P. No. 4997) as the Secretarial Auditor of the Company for the first term of five (5) consecutive years, from the conclusion of ensuing Annual General Meeting (‘AGM’) till the conclusion of the Twenty Sixth (26th) AGM of the Company to be held for the financial year 2029-30 on such remuneration as may be decided by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

6. Approval for Increase in Overall Borrowing Limits of the Company as per Section 180 (1) (c) of the Companies Act, 2013:

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

“RESOLVED THAT in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof), to borrow from time to time, as may be deemed necessary, any sum or sums of money in any form including, but not limited to, by way of loans, financial facilities, debentures, commercial paper or any other instruments, from any bank(s), financial institution(s), foreign lender(s), body corporate(s), entity(ies), authority(ies) or through any other source, either in Indian Rupees or such foreign currencies as may be permitted by law, upon such terms and conditions as to interest, repayment, security or otherwise as the Board may think fit, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, securities premium and free reserves of the Company.”

“RESOLVED FURTHER THAT the total amount so borrowed by the Company, together with the borrowings of its subsidiary company(ies), shall not exceed, at any point of time, an aggregate sum of **Rs. 7,50,00,00,000/- (Rupees Seven Hundred and Fifty Crores only)”**

“RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required.”

7. Approval for increase in limits under Section 180 (1) (a) of the Companies Act, 2013 for securitization/ direct assignment and creating charge on the assets of the Company:

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

RESOLVED THAT in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof for the time being exercising the powers

conferred on the Board), to create such charges, mortgages, pledges, hypothecations, liens and/or other forms of security interest, in addition to the existing charges, on all or any part of the moveable and/or immoveable properties of the Company, wherever situated, both present and future, and/or the whole or substantially the whole of the undertaking of the Company, in such form, manner and ranking, at such time and on such terms and conditions as the Board may deem fit and appropriate, in favour of banks, financial institutions, investment institutions and their subsidiaries, mutual funds, trusteeship companies, trusts, other bodies corporate, investors and/or any other lending agencies, and/or trustees for holders of debentures/bonds/other instruments issued on private placement basis or otherwise, to secure the due repayment and/or performance of borrowings or financial assistance availed or to be availed by the Company or by any third party on behalf of the Company.”

“RESOLVED FURTHER THAT the security so created in favour of the aforesaid lenders and/or holders of securities may secure the due payment of principal amounts of loans/borrowings, together with interest, additional interest, compound interest, liquidated damages, commitment charges, premia on prepayment/redemption, costs, charges, expenses and all other monies payable by the Company or by any third party in respect of such financial assistance.”

“RESOLVED FURTHER THAT the total value of the monies secured by such charge(s), mortgage(s) and/or hypothecation(s) created by the Company, together with existing securities, shall not exceed, at any point of time, an aggregate amount of **Rs. 7,50,00,00,000/- (Rupees Seven Hundred and Fifty Crores only)** for the Company and its subsidiary companies taken together.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

8. To approve appointment of Mrs. Purvi Patel as ‘President – Strategy & Sustainability’:

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

“RESOLVED THAT pursuant to the provisions of Section 188, 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the act and read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members of the Company be and is hereby accorded to the appointment of Mrs. Purvi Patel, wife of Mr. Ketan Patel (Chairman and Managing Director), who resigned from the position of Whole-time

Director of the Company with effect from 11th August 2025, and was appointed as 'President – Strategy & Sustainability' of the Company with effect from 26th August 2025, to hold an office or place of profit in the Company, without change in proposed remuneration structure with effect from 01st April 2025 which is herein below:

Sr. No.	Particulars	Annual Remuneration (In Rs.)
1	Basic Salary	21,13,176
2	HRA	10,56,588
3	Special Allowance	28,48,668
4	Education Allowance	19,200
	Gross Remuneration (A)	60,37,632
1	PF (Employer Contribution)	21,600
2	Gratuity	1,01,640
3	Bonus	7,000
4	Proposed Performance Bonus *	20,00,000
	Other Benefits (B)	21,30,240
	Total CTC (A+B)	81,67,872

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

To consider and if thought fit, to pass the following resolution, as a **Special 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, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s), re-enactment thereof for the time being in force), and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification thereof, or any other law and as approved by the nomination and remuneration committee and Board of Directors, consent of the members 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 01st April 2025, as under:

Sr. No.	Particulars	Annual Remuneration (In Rs.)
1	Basic Salary	32,55,276
2	HRA	16,27,644
3	Special Allowance	43,98,684
4	Education Allowance	19,200
	Gross Remuneration (A)	93,00,804

1	PF (Employer Contribution)	21,600
2	Gratuity	1,56,576
3	Bonus	7,000
4	<i>Proposed Performance Bonus *</i>	<i>20,00,000</i>
	Other Benefits (B)	21,85,176
	Total CTC (A+B)	1,14,85,980

"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, as a **Special 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, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s), re-enactment thereof for the time being in force), and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification thereof, or any other law and as approved by the nomination and remuneration committee and Board of Directors, consent of the Members 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 01st April 2025, as under:

Sr. No.	Particulars	Annual Remuneration (In Rs.)
1	Basic Salary	19,14,960
2	HRA	9,57,480
3	Special Allowance	25,79,676
4	Education Allowance	19,200
	Gross Remuneration (A)	54,71,316
1	PF (Employer Contribution)	21,600
2	Gratuity	92,112
3	Bonus	7,000
4	<i>Proposed Performance Bonus *</i>	<i>10,00,000</i>
	Other Benefits (B)	11,20,712
	Total CTC (A+B)	65,92,028

"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**

A handwritten signature in black ink, appearing to read 'Tejas Doshi', with a stylized flourish at the end.

**Tejas Doshi
Chief Compliance Officer and Company Secretary
ACS - 30828**

**Date: 26th August 2025
Place: Mumbai**

Notes:

1. This 21st 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 21st 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 with a copy marked to cs@creativenewtech.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, 29th August 2025.
4. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12th May 2020 and subsequent amendment from time to time till the date, Notice of the AGM 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 of AGM will also be available on the Company's website at www.creativenewtech.com websites of the National Stock Exchange of India Limited at www.nseindia.com respectively, and on the website of our RTA at 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 the Record Date i.e., 23rd September 2025.
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. Accordingly, till date the Company has transferred to IEPF the unclaimed and unpaid amount pertaining to dividends declared. Members may please note that no claim shall lie against the Company in respect of dividend which remain unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account and no payment shall be made in respect of such claims.
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. 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 08th June 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30th November 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 01st April 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, Company Secretary, on 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 Bigshare Services Private Limited 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 Bigshare'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. The e-voting period commences on Saturday, 27th September 2025 at 9:00 a.m. (IST) and ends on Monday, 29th September 2025 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, Tuesday, 23rd September 2025, may cast their vote electronically.**
16. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
17. 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.
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., Practising Company Secretary, (Membership No. FCS 5759, CP No. 4997) have been appointed as the Scrutiniser to scrutinise the voting process in a fair and transparent manner.
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.ecreativeindia.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. 4 – Approval for Related Party Transactions:

Secure Connection Limited, a subsidiary company incorporated in Hong Kong, holds the prestigious Brand License for Honeywell products. Under this license, the company is authorized to distribute Honeywell's globally recognized products across Hong Kong, Southeast Asia, and Pacific countries. Secure Connection Limited acts not just as a distributor, but as a key strategic partner within Honeywell's international distribution network. It plays a vital role in ensuring that Honeywell's high standards of quality, consistency, and innovation are maintained as the products reach different markets across these regions. The subsidiary's strong presence in these territories also enhances the global reach of the Honeywell brand and directly contributes to the overall growth and reputation of the group.

Further, the company follows a well-defined and transparent pricing strategy, aligning its product prices with prevailing market rates for Honeywell products. This approach ensures that the brand remains competitive, trustworthy, and consistent across markets. By maintaining uniformity in pricing, Secure Connection Limited fosters confidence among its partners, strengthens long-term relationships with distributors and customers, and ensures that end consumers receive products that reflect the true value and quality associated with the Honeywell brand. The subsidiary's ability to balance competitiveness with brand integrity has been a significant factor in its success and importance within the group structure.

Looking ahead to the financial year 2025-26, Secure Connection Limited is poised to engage in transactions of significant magnitude. The estimated cumulative value of these transactions is anticipated to potentially reach Rs. 250 Crores, a figure that highlights the strategic importance of the company's operations and its contribution to the overall success of the Honeywell brand in the region. This projection reflects not only the scale of the company's operations but also its ability to manage and execute large-scale transactions that align with the strategic objectives of both Secure Connection Limited and Honeywell.

Given the substantial nature of these transactions, it is essential to ensure compliance with the relevant legal and regulatory frameworks. Specifically, in accordance with Section 188 of the Companies Act, 2013, along with the associated Regulations, any transactions involving related parties must receive prior approval from the shareholders. According to Section 188 of the Companies Act, 2013, along with the relevant Regulations framed therein, any transaction involving related parties necessitates the prior sanction of the shareholders, to be granted through a routine resolution, if the collective value of the said transactions surpasses 10% of the company's annual turnover, as per the most recently audited financial statements.

Hence, it is imperative to solicit the approval of the shareholders for the impending Related Party Transaction(s) envisioned to be executed by the company with Secure Connection Limited, Hong Kong, during the course of the financial year 2025-26. In accordance with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended up to the present date, the comprehensive details pertaining to the transaction(s) with Secure Connection Limited (Hong Kong) are outlined as follows:

Secured Connection Limited (Hong Kong) are outlined 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 (holding 77.50 % equity stake)
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	The engagement entails a contractual commitment for the continuous acquisition and sale of goods. The anticipated cumulative financial worth of the proposed transaction(s) during the financial year 2025-26 is projected at Rs. 250 Crores.

It is noteworthy that none of the company's Directors, Key Managerial Personnel, or their respective kin, except for the instance mentioned above, possess any vested financial or non-financial interests associated with this resolution.

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

Item No. 5 – Appointment of Secretarial Auditor of the Company for the FY 2025-26 to FY 2029-30:

On 12th December 2024, Securities and Exchange Board of India (SEBI) has amended Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by which, the Company is required to appoint a Secretarial Auditor of the Company for a period of five consecutive years, with effect from 1st April 2025.

The Board of Directors at its meeting held on 06th August 2025 considered the above amendment and read with Section 204 of the Companies Act, 2013, considered, approved and recommended to the Members of the Company, the appointment of M/s Satyajit Mishra & Co. (Membership No.: F5759 and C.P. No.: 4779) as Secretarial Auditors of the Company for a period of five years, from the conclusion of this Annual General Meeting till the conclusion of the Twenty Sixth (26th) AGM of the Company to be held for the financial year 2029-30.

M/s Satyajit Mishra & Co., Company Secretaries in Practice, was established in the year 2002, rendering comprehensive professional services which include Company Law, Secretarial and Legal for all types and sizes of companies, banks and other financial institutions and professionals. The firm is professionally managed, consisting of adequate distinguished company secretaries (both qualified and semi qualified) with legal background. The firm consists of 9 employees, headed by CS Satyajit Mishra. The Firm's endeavor is to provide quick, efficient and personalized service having regard to the specific needs of the clients. The office is fully computerized and can effectively deal with client's needs promptly.

The firm's clientele includes private, public and listed companies. It guides them for matters pertaining to compliances under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Quarterly Report, Half yearly, Share Transfer certificate and Corporate Governance Report). The firm also has experience in dealing with Company law matters, NCLT, SAT and SEBI.

M/s Satyajit Mishra & Co., Company Secretaries in Practice, has given consent confirming their eligibility to be appointed as Secretarial Auditors of the Company, as per the criteria specified under Regulation 24A of the SEBI (LODR) Regulations, 2015.

The proposed fees payable to M/s Satyajit Mishra & Co. is Rs. 1,30,000/- per annum for the first year and to be revised based on evaluation by the Board on year to year basis.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommend the Ordinary Resolution(s) set out at Item No. 5 of the Notice for approval by the members.

Item No. 6 – Approval for Increase in Overall Borrowing Limits of the Company as per Section 180 (1) (c) of the Companies Act, 2013:

The members of the Company had, in the past, approved the borrowing powers of the Board of Directors under Section 180(1)(c) of the Companies Act, 2013 up to Rs. 2,50,00,00,000/- (Rupees Two Hundred Crores only). In terms of the said Section, the Board of Directors of a company can borrow monies, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, only with the consent of the members by way of a Special Resolution, where such borrowings together with the monies already borrowed may exceed the aggregate of the paid-up share capital, securities premium and free reserves of the Company.

With the growth in scale of operations of the Company and its subsidiaries and keeping in view the Company's existing and future business requirements, including working capital, capital expenditure, expansion, diversification, long-term funding, strategic initiatives, and other corporate purposes, it is considered necessary to enhance the overall borrowing limits of the Company and its subsidiaries taken together, to Rs. 7,50,00,00,000/- (Rupees Seven Hundred and Fifty Crores only).

The proposed resolution is an enabling resolution which empowers the Board of Directors to borrow monies from time to time, in any form, including but not limited to loans, financial facilities, issue of debentures, commercial papers or other debt instruments, either in Indian Rupees or foreign currency, as may be permitted by applicable laws, from domestic and/or international sources, and upon such terms and conditions as the Board may deem fit.

The resolution also provides flexibility to the Board to determine the mode, tenure, interest rates, repayment terms, security and all other related matters in the best interest of the Company. The proposed borrowing powers are considered adequate to meet the Company's growing financial requirements in the medium to long term.

Approval of members is therefore being sought by way of a Special Resolution pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding in the Company, if any.

As per Section 180(1)(c), any borrowings by the Board of Directors in excess of the aggregate of the paid-up share capital, securities premium and free reserves of the Company require the approval of the members by way of a Special Resolution.

The Board of Directors recommend the Special Resolution(s) set out at Item No. 6 of the Notice for approval by the members.

Item No. 7 – Approval for increase in limits under Section 180 (1) (a) of the Companies Act, 2013 for securitization/ direct assignment and creating charge on the assets of the Company:

Under the provisions of **Section 180(1)(a) of the Companies Act, 2013**, the Board of Directors of a company shall not, except with the consent of the members by way of a Special Resolution, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company, or create a charge/mortgage/hypothecation on the properties of the company, both present and future.

The Company, in the ordinary course of business, is required to avail financial assistance by way of loans, credit facilities, issue of debentures, or other instruments from various banks, financial institutions, investors, or other lending agencies. Such borrowings are generally secured by way of mortgage/charge/hypothecation on the Company's movable and immovable properties. Further, in line with industry practices, securitization and direct assignment of receivables may also require creation of charge on specific assets of the Company.

Considering the Company's present and future business requirements, and in order to meet the funding needs for expansion, working capital, capital expenditure, diversification, long-term projects, and other strategic initiatives, it is proposed to authorize the Board to create mortgage, charge, hypothecation, pledge, lien and/or other security interest on the Company's assets, whether movable or immovable, present or future, and/or on the whole or substantially the whole of the undertaking of the Company. It is further proposed that such charge(s)/mortgage(s)/hypothecation(s), together with the existing securities, shall secure an aggregate borrowing not exceeding Rs. 7,50,00,00,000/- (Rupees Seven Hundred and Fifty Crores only) for the Company and its subsidiary companies taken together, at any point of time.

The resolution is an enabling resolution which authorizes the Board to provide security in such form, manner and ranking, at such terms and conditions, and to such lenders/investors/authorities as may be required in the best interest of the Company. None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any.

As per Section 180(1)(a), approval of shareholders by way of Special Resolution is mandatory for creating charge, mortgage, hypothecation, or pledge on the whole or substantially the whole of the Company's undertaking.

The Board of Directors recommend the Special Resolution(s) set out at Item No. 7 of the Notice for approval by the members.

Item No. 8 To approve appointment of Mrs. Purvi Patel as 'President – Strategy & Sustainability':

Mrs. Purvi Patel is a co-founder of Creative Newtech and has been a part of the company's journey for over three decades. Along with her husband, Mr. Ketan Patel, she has helped build the company from its early days into the strong and successful business it is today. Her role has always gone beyond that of a co-founder, as she has been closely involved in many areas of the company's growth and day-to-day operations.

She has an educational background in software programming as well as a Diploma in Pharmacy. This unique mix of technical and scientific knowledge gave her the ability to handle a wide range of challenges in the company's early years. It also helped her bring fresh ideas and practical solutions to both technology and operational matters.

One of her important contributions has been in finance and working capital management. She has always kept a close watch on cash flow, ensuring the company remained financially stable even when it was expanding. This financial discipline helped Creative Newtech grow steadily while avoiding risks.

Mrs. Patel has also played a big role in HR, administration, and logistics. She has been active in building a strong team culture and encouraging people to work together with innovation and responsibility. In logistics, she set up systems to keep the supply chain efficient, making sure that products reached customers on time.

Her creative ideas in product design and development have been another key strength. She has guided the process of developing new products by understanding market trends and customer needs. This helped the company bring innovative products to market and stay ahead of competition.

In short, Mrs. Purvi Patel has been a constant support and driving force for Creative Newtech. Through her work in finance, HR, logistics, product design, process improvement, and public relations, she has played a vital role in the success of the company. Her dedication and vision continue to guide Creative Newtech as it looks to the future.

Ever since the company got listed, Mrs. Purvi Patel was serving the company as a Whole-time Director and her remuneration was approved by the shareholders under the provisions of Sections 196, 197 and Schedule V of the Companies Act, 2013. She tendered her resignation from the office of Whole-time Director with effect from 11th August 2025, due to her intent to pursue philanthropic and social work independently, which was accepted by the Board.

Subsequently, considering her vast experience, contribution to the growth of the Company, and to ensure continuity in strategic and operational functions, the Board of Directors, at its meeting held on 26th August 2025, appointed her as 'President – Strategy & Sustainability' of the Company. The Board also approved her remuneration at the same level as earlier drawn by her in the capacity of Whole-time Director.

Since Mrs. Purvi Patel is the wife of Mr. Ketan Patel, Managing Director of the Company, her appointment to the position of President – Strategy & Sustainability and the remuneration payable to her is regarded as holding an "office or place of profit" under the provisions of Section 188(1)(f) of the Companies Act, 2013. Accordingly, the said transaction requires the approval of the members of the Company by way of an Ordinary Resolution.

Further, as per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all related party transactions which are material in nature require the prior approval of the shareholders of the Company.

In terms of Section 188(1)(f) of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, any appointment of a relative of a Director or Key Managerial Personnel to any office or place of profit in the Company that attracts remuneration beyond the prescribed thresholds requires the approval of shareholders by way of Special Resolution.

Sr. No.	Particulars	Remarks
1.	Name of the Related Party	Mrs. Purvi Ketan Patel
2.	Country of the Related Party	India
3.	Nature of Relationship	Mrs. Purvi Patel is wife of Mr. Ketan Patel Managing Director (CMD) and promoter of the Company
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	Mrs. Purvi Patel resigned as Whole-time Director of the Company with effect from 11 th August 2025. From 26 th August 2025, she has joined the Company as 'President – Strategy and Sustainability' with the same remuneration that she was drawing as Whole-time Director. In her new role, she will look after business strategy, operations, sustainability and strengthening of company processes in line with the Company's growth plans.

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*.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Ketan Patel and Mrs. Purvi Patel is concerned or interested in the said resolution.

Thus, The Board recommends the Special Resolution(s) set forth at item no. 8 of the Notice for the approval of the members.

Item No. 9 – Revision of Remuneration of Mr. Ketan Patel (DIN 00127633) Chairman and Managing Director of the Company:

Mr. Ketan C. Patel, together with his wife Mrs. Purvi Patel, started Creative Peripherals in 1992. What began as a small venture has grown into Creative Newtech Limited, a leading company in the field of Value-Added Distribution. With more than 30 years of industry experience, Mr. Patel has built a reputation as a visionary entrepreneur whose guidance and innovative approach have been central to the company's success.

Mr. Patel's educational background combines both technical and business skills. He holds an engineering degree, giving him a strong technical foundation, and an MBA from the Indian Institute of Management, Bangalore (IIMB), one of India's top business schools. This mix of knowledge has allowed him to handle the fast-changing world of technology and distribution effectively, balancing technical understanding with business strategy.

Under his leadership, Creative Newtech has grown from a modest beginning to one of the most trusted distribution companies in India. The company today represents more than 25 global brands, covering IT, Imaging, Lifestyle, and Telecom categories. Mr. Patel's vision has guided the company's entry into new markets, expansion of its product portfolio, and steady growth across the country.

Mr. Patel's skills and expertise include business development, strategic planning, product marketing, account management, competitive analysis, and team leadership. He has been closely involved in building strong relationships with global brands, ensuring that Creative Newtech is seen as a reliable and preferred partner. These relationships have been important in expanding the company's reach and reputation.

One of his greatest strengths is his focus on creating an entrepreneurial culture within the company. He encourages employees to innovate, share ideas, and take responsibility for their work. This culture of openness and innovation has helped Creative Newtech stay ahead of competition and adapt quickly to changing market needs.

Mr. Patel also believes that the success of the company is directly connected to the success of its employees. He places strong emphasis on mentoring, team-building, and professional development. Many of Creative Newtech's employees have grown with the company over the years, thanks to the supportive environment he has built. His leadership style is not only about business growth but also about inspiring and motivating people to achieve their best.

In addition to driving business expansion, Mr. Patel has been a pioneer in bringing new brands and technologies to India. His ability to recognize emerging trends has led to the launch of several products that are now well-known in the Indian market. This foresight has helped Creative Newtech establish itself as a leader in introducing innovation to customers.

Beyond the company, Mr. Patel is also respected in the wider electronics and IT distribution industry. His practices and strategies have set high standards, and his long-standing partnerships with international brands highlight his credibility and reliability as a business leader.

In summary, Mr. Ketan C. Patel is a visionary leader and entrepreneur. His combination of technical expertise, business acumen, and market understanding has built Creative Newtech into one of India's top Value-Added Distribution companies. His legacy is one of growth, innovation, trust, and leadership, which continues to shape both the company and the industry.

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

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

Thus, The Board recommends the Special Resolution(s) set forth at item no. 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 has been a cornerstone of Creative Newtech since he joined in 2006, bringing with him over 35 years of rich experience in the technology and electronics industry. This journey began long before his current role, including a significant tenure at General Electronics, where he developed a sturdy foundation in both industry insights and strategic leadership.

For more than 15 years, Mr. Advani has served as the Sales Director, leading the company's entire sales division with dedication and foresight. His academic background in Commerce gave him strong analytical and business skills, which he has used to steer the business through market complexities and competitive challenges. His clear understanding of customer behaviour and market dynamics has truly shaped the company's sales strategy and revenue growth.

One of Mr. Advani's standout achievements has been his success in introducing and establishing new IT brands in the Indian market. This is particularly noteworthy given how cut-throat the technology sector can be. His sharp eye for opportunity and meticulous planning allowed Creative Newtech to launch new brands and turn high expectations into success stories.

A defining feature of Mr. Advani's leadership is his focus on results combined with a genuine commitment to cultivating talent. He inspires performance and innovation within his team, driving a culture where excellence is the norm and achievements are celebrated. His leadership is not just about short-term wins—he is deeply invested in the long-term growth of Creative Newtech, continually steering the company toward fresh horizons of success.

Under his direction, the company has not only grown its revenue and market share but also fostered a reputation for quality and reliability in the industry. From planning

strategies to executing daily operations, Mr. Advani's influence is visible across every function and effort. His relentless dedication, forward-thinking mindset, and unwavering commitment to excellence ensure that Creative Newtech is well-positioned to continue thriving for years to come.

In short, Mr. Vijay Advani is more than just a Sales Director—he is a transformative leader. His legacy is built on innovation, resilience, and excellence, and he continues to play a vital role in shaping Creative Newtech's path forward.

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

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

Thus, The Board recommends the Special Resolution(s) set forth at item no. 10 of the Notice for the approval of the members.

**By order of the Board of Directors
Creative Newtech Limited**



**Tejas Doshi
Chief Compliance Officer and Company Secretary
ACS – 30828**

**Date: 26th August 2025
Place: Mumbai**

A statement containing required information as per section II of Part II of Schedule V of the Companies Act, 2013 & Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the ICSI, the following information is furnished about the Directors proposed to be re-appointed (Mr. Vijay Advani) as per Reg 36(3) of SEBI LODR Regulations]

<u>General Information:</u>			
i. Nature of Industry	Pan India Distributor of I.T., Imaging, Lifestyle and Security of world-renowned brand products.		
ii. Date of commencement of Commercial production:	This clause is not applicable as the Company is currently having distribution segment only. The date of incorporation of Company is 22/09/2004.		
iii. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
iv. Foreign investments or collaborations, if any	Not Applicable		
Information about the appointee:	Mr. Ketan Patel	Ms. Purvi Patel	Mr. Vijay Advani
i. Background details:	Mr. Ketan C Patel, co-founder of Creative Newtech, has been the driving force behind the company's remarkable growth and success since its inception in 1992. With over 3 decades of industry experience, he possesses expertise in business development, strategic planning, product marketing, and team leadership. An engineer with an MBA from IIM Bangalore, Mr. Patel's visionary leadership has transformed Creative Newtech into a leading Value-Added Distribution firm in India, representing over 25 global brands. His strategic foresight and entrepreneurial spirit have led to the	Ms. Purvi Patel, co-founder of Creative Newtech, has been a cornerstone in the company's growth and success for over 3 decades. With a diverse academic background, including certifications in software programming and a Diploma in Pharmacy, she brings a unique blend of technical and managerial expertise to the table. Her leadership extends across multiple critical functions, including working capital management, HR/Administration, Logistics, and product design. Ms. Patel has played a	Mr. Vijay Advani has been a vital part of Creative Newtech since 2006, bringing with him over 35 years of industry experience, including a significant tenure at General Electronics. As the Sales Director, he has led the sales division with exceptional skill and strategic insight, playing a key role in the company's expansion and success. His expertise in business planning, execution, and key account management has been instrumental in driving the introduction and growth of numerous IT brands in the

	successful introduction of numerous new brands into the Indian market. Mr. Patel's innovative approach has fostered strong, enduring relationships with key industry players, positioning Creative Newtech as a trusted leader in the FMSG, FMEG, FMCT & EB. Under his leadership, Creative Newtech has not only expanded its market presence across India but also established itself as a trusted partner for global brands seeking to enter the Indian market.	pivotal role in process establishment and public relations, contributing to the company's operational efficiency and market presence. Her visionary approach and unwavering dedication have been instrumental in shaping Creative Newtech into a leading force in the industry. As a driving force behind the company's development, Ms. Patel's influence is deeply embedded in every aspect of its operations, ensuring sustained growth and success.	Indian market. Mr. Advani's leadership has helped transform these brands from unknown entities into market leaders. His dedication to building strong client relationships and his deep understanding of market dynamics have made him an invaluable asset to the company. Under his guidance, the sales team has consistently delivered exceptional results, contributing to Creative Newtech's reputation as a leading distributor in the industry.	
ii.	Date of Birth	01 st August, 1970	19 th January, 1971	24 th January, 1964
iii.	Education Qualification	Diploma in Computer Technology	Diploma in Pharmacy	Commerce Graduate
iv.	Past remuneration for FY 2024-25:	Rs. 1,04,09,756/- p.a.	Rs. 69,13,796/- p.a.	Rs. 59,29,912/- p.a.
v.	Job profile and suitability:	Entire management and affairs of the Company	Business Strategy, Risk Management, Human Resource Management	Business Planning, expansion and execution and key account management
vi.	Proposed remuneration for FY 2025-26:	Rs. 1,14,85,980/- p.a. (including Performance Bonus)	Rs. 81,67,872/- p.a. (including Performance Bonus) (Mrs. Purvi Patel resigned from the position of Whole-time Director of the Company with effect from 11 th August 2025 and was subsequently appointed as 'President – Strategy & Sustainability' with effect from 26 th August 2025.)	Rs. 65,92,028/- p.a. (including Performance Bonus)
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	Four out of Four Board Meetings 100% Attendance	Four out of Four Board Meetings 100% Attendance	Four out of Four Board Meetings 100% Attendance
ix. Shareholding in the Company	84,39,520 Equity Shares	59,200 Equity Shares	4,800 Equity Shares
x. 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 7. Patel Growth Private Limited 8. PG Goals Private Limited 9. PG Blooming Private Limited 10. PG Upswing Private Limited 11. Sustainable PG Private Limited 12. Uptrend PG Private Limited 13. PG Gem Private Limited 14. PG Arise Private Limited 15. PG Vision Private Limited 16. PG Shine Private Limited	1. Shilpa Global Private Limited 2. Click Retail Private Limited 3. Creative eCommerce Ventures Private Limited 4. Patel Growth Private Limited 5. PG Goals Private Limited 6. PG Blooming Private Limited 7. PG Upswing Private Limited 8. Sustainable PG Private Limited 9. Uptrend PG Private Limited 10. PG Gem Private Limited 11. PG Arise Private Limited 12. PG Vision Private Limited 13. PG Shine Private Limited 14. PG Infinite Private Limited	1. Click Retail Private Limited 2. Rinavaa Technologies Private Limited

	17. PG Infinite Private Limited		
Other Information:			
i.	Reasons of loss or inadequate profits:	The Company does not have any loss or inadequate profit during the FY 2024-25.	
ii.	Steps taken or proposed to be taken for improvement:	N.A.	
iii.	Expected increase in productivity and profits in measurable terms:	The company is actively engaged in ongoing discussions with significant international brands, aiming to establish enduring partnerships. There is a promising likelihood that the company will secure distribution rights for additional brands in the upcoming fiscal year. This strategic move is anticipated to not only enhance the company's revenue streams but also contribute to a substantial increase in profitability.	

**By order of the Board of Directors
Creative Newtech Limited**



**Tejas Doshi
Chief Compliance Officer and Company Secretary
ACS - 30828**

**Date: 26th August 2025
Place: Mumbai**

INSTRUCTIONS FOR eVOTING

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The e-Voting period begins on 27th September 2025, Saturday at 09:00 AM and ends on 29th September 2025, Monday at 05:00 PM. 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) of 23rd September 2025, Tuesday, may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. 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.

- iv. 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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** 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 is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <ul style="list-style-type: none"> After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website 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. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. For joining the meeting click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option, Select event for which you are desire to attend the AGM under the dropdown option, click on the option VOTE NOW on right hand side top corner, you need to click on "VC/OAVM" link placed beside of "VIDEO CONFERENCE LINK" option. <p>2) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>3) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</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: https://eservices.nsdl.com 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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com 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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser:
<https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser:
<https://ivote.bigshareonline.com>
 - Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
 - Enter all required details and submit.
 - After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.
- NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
 - Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.
- (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).*

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.
- Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Instructions for joining the AGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting click on the option **VOTE NOW** on right hand side top corner.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under:-

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be 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 in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.