

# CLASSIC ELECTRICALS LIMITED

Reg. Off. : 1301, 13th Floor, Peninsula Business Park, Tower B, Senapati Bapat Marg,  
Lower Parel (West), Mumbai 400013. Email Id : [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com)  
Website: [www.classicelectricals.co.in](http://www.classicelectricals.co.in)

CIN: L25209MH1985PLC036049

Date: 04<sup>th</sup> September, 2020

BSE Limited, Mumbai  
25<sup>th</sup> Floor, Rotunda Building  
Dept. of Corporate Services  
PhirozeJeejeebhoy Towers,  
M. S. Marg,  
Mumbai – 400 001.

Stock Code – BSE Code No. 512213

Dear Sirs,

## Sub: 35<sup>th</sup> AGM Notice, Book Closure and E-voting Details

This is to inform you that the 35<sup>th</sup> Annual General Meeting of Classic Electricals Limited will be held on Wednesday, 30<sup>th</sup> September, 2020 at 10.00 A.M. IST through Video Conference ('VC') / other audio visual means ('OAVM').

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2019-20 which is being sent to the members through electronic mode.

Further, we would like to inform you that pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42 of SEBI (LODR) Regulations, 2015, the Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 23<sup>rd</sup> September, 2020 to Wednesday, 30<sup>th</sup> September, 2020 (both days inclusive) for the purpose of Annual General Meeting.

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is providing e-voting facility to its members. The members holding shares, in either physical form or dematerialized form, as on the cut-off date i.e. 23<sup>rd</sup> September, 2020 may cast their vote electronically to transact the business set out in the Notice of AGM.

The details of e-voting, required under Rule 20 of the Companies (Management and Administration) Rules, 2014, are given hereunder:

1. Cut-off date for E-voting: 23<sup>rd</sup> September, 2020.
2. Date and time of commencement of e-Voting: Sunday, 27<sup>th</sup> September, 2020 at 9.00 A.M.
3. Date and time of end of e-Voting: Tuesday, 29<sup>th</sup> September, 2020 at 5.00 P.M.
4. The Notice of AGM and Annual Report is available on Company's website [www.classicelectricals.co.in](http://www.classicelectricals.co.in)

5. Name of the Agency providing E-voting Platform: National Securities Depository Limited (NSDL)

6. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

Please take a note of the same.

Thanking You,

Yours Faithfully,

For **CLASSIC ELECTRICALS LIMITED**

*S H Shah*

**SUNIL HIRJI SHAH**

**DIRECTOR**

**DIN: 02775683**

**Encl: as above**

## **CLASSIC ELECTRICALS LIMITED**

### **ANNUAL REPORT 2019 – 2020**

#### **BOARD OF DIRECTORS**

Mr Rajesh Hirji Shah	Managing Director
Mr Prashant Manharlal Parekh	Non-Executive & Independent Director
Mr Dhanesh Bipinchandra Parikh	Non-Executive & Independent Director
Mr Sunil Hirji Shah	Non-Executive Director
Mrs Julie Mehul Shah	Non-Executive Director

#### **CHIEF FINANCIAL OFFICER**

Mr Sunil Hirji Shah

#### **COMPANY SECRETARY**

Ms. Rupali Dhiman

#### **AUDITORS**

Statutory Auditors  
M/s. N. B. Purohit & Co.  
Chartered Accountants

Secretarial Auditors  
M/s. D. Kothari and Associates  
Company Secretaries

#### **BANKERS**

Bank of India

#### **REGISTERED OFFICE**

1301, 13th Floor, Peninsula Business Park, Tower B,  
Senapati Bapat Marg, Lower Parel (West), Mumbai 400013.  
Tel: 022 30036565 | Fax: 022 30036564  
CIN :L25209MH1985PLC036049  
Website : [www.classicelectricals.co.in](http://www.classicelectricals.co.in)  
Email : [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com)

#### **REGISTRAR AND SHARE TRANSFER AGENT**

M/s Purva Sharegistry India Private Limited  
Unit No. 9, Ground Floor, Shiv Shakti Ind. Est,  
J. R. Boricha Marg, Lower Parel East,  
Mumbai - 400011.

**NOTICE**

Notice is hereby given that the Thirty Fifth Annual General Meeting of **Classic Electricals Limited** will be held on Wednesday, September 30, 2020 at 10.00 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt:

A. the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon and in this regard, pass on the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors’ thereon laid before this meeting, be and are hereby considered and adapted”.

2. To appoint a Director in place of Mrs Julie Mehul Shah (DIN : 03500721) who retires by rotation and, being eligible, offers herself for re-appointment and in this regard pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of the Section 152 of the Companies Act, 2013 Mrs Julie Mehul Shah (DIN: 03500721), who retires by rotation at this meeting be and is hereby appointed as a Director of the company, liable to retire by rotation”.

3. To consider re-appointment of Mr Rajesh Hirji Shah as Managing Director of the Company and in this regard pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of the Sections 196, 197 and 203 read with schedule V and any other applicable provisions of the Companies Act 2013 and the Companies (Appointment and remuneration of Managerial Personnel )Rules, 2014 and pursuant to Articles of Association of the Company and subject to any other approvals as may be required , the consent of the company be and is hereby accorded for re-appointment of Mr Rajesh Hirji Shah (DIN No : 00475776) as the Managing Director of the Company for the period of five consecutive years with effect from 25<sup>th</sup> November, 2019 to 25<sup>th</sup> November, 2024 and without any remuneration.

**SPECIAL BUSINESS**

4. To re-appoint Mr Dhanesh Bipinchandra Parikh (DIN: 00676930) as a Non-Executive Independent Director and in this regard pass the following resolution as **Special Resolution**

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Dhanesh Bipinchandra Parikh (DIN: 00676930), who was appointed as a Non – Executive and Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive and Independent Director of the Company, not liable to retire by rotation and to hold office for the second term for the period of five consecutive years with effect from 34<sup>th</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.”

**BY ORDER OF THE BOARD**  
**RAJESH HIRJI SHAH**  
**MANAGING DIRECTOR**  
**DIN – 00475776**

**Registered Office:**

1301, 13th Floor, Peninsula Business Park,  
Tower B, Senapati Bapat Marg, Lower Parel (West),  
Mumbai 400013

**Date: 31<sup>st</sup> July, 2020**

**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/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 EGM/AGM through VC/OAVM will be made available for 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 EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system

as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at [www.classicelectricals.co.in](http://www.classicelectricals.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020
8. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
9. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is Purva Shareregistry (India) Pvt. Ltd. Unit no. 9 ,Shiv Shakti Ind. Estt.,J .R. Boricha Marg,Lower Parel (E), Mumbai 400 011.
10. Institutional/Corporate members are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send, a duly certified copy of the Board Resolution authorizing their representative to attend the AGM through VC/OAVM and vote through remote e-voting on its behalf at [www.classicelectricals.co.in](http://www.classicelectricals.co.in) and pursuant to Section 113 of the Companies Act, 2013.
11. The Register of Members and Transfer Books of the Company will be closed from **Wednesday , 23<sup>rd</sup> September , 2020 to Wednesday, 30<sup>th</sup> September, 2020 (both days inclusive)** for the purpose of Annual General Meeting, in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
12. 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/Depositories.

Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.classicelectricals.co.in](http://www.classicelectricals.co.in), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL <https://www.evoting.nsdl.com>.

13. The Register of Directors Shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
14. M/s. N. B. Purohit & Co., Chartered Accountants, having ICAI Firm Registration No. 108241W, were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 29th September, 2017 for a term of five consecutive years till the conclusion of Annual General Meeting of the Company to be held in the calendar year 2022. They have confirmed that they are not disqualified from continuing as Auditors of the Company. As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by the members at every Annual General Meeting

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors.

There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

15. Members are also requested to notify changes in their registered addresses, if any. Members who have not registered their email addresses so far are requested to register their email address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
16. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. Purva Share Registry India Private Limited for assistance in this regard.
17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.



## **A. VOTING THROUGH ELECTRONIC MEANS**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
  - ii. The remote e-voting period commences on **Sunday, September 27, 2020 (9:00 a.m. IST) and ends on Tuesday, September 29, 2020 (5:00 p.m. IST)**. During this period, Members holding shares either in physical form or in dematerialized form, as on **Wednesday, September 23, 2020** i.e. **cut-off date**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
  - iii. The Board of Directors has appointed Ms. Dhanraj Kothari of M/s D. Kothari & Associates as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
  - iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM but shall not be entitled to cast their vote again.
  - v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
  - vi. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, e-voting facility is being provided to the members. Details of the e-voting process and other relevant details is as under:
18. The process and manner for remote e-voting and attending AGM through Video Conferencing is as under:

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

**The remote e-voting period begins on Sunday, September 27, 2020 at 09:00 A.M. and ends on Tuesday, September 29, 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.**

#### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 1 are mentioned below:**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) **If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail [to\\_fcs.dhanraj@gmail.com](mailto:to_fcs.dhanraj@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com)  
In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com)
2. Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholders will be able to attend the AGM through VC / OAVM through <https://purvashare.instavc.com/broadcast/6b448af0-e79c-11ea-823a-6bb4915df9c9> web link by entering their name and email-id for Company's AGM
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com).
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com). The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

#### **PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT**

Members who would like to express their views/ask questions as a speaker at the meeting may preregister themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com) between Wednesday , 23rd September , 2020 (9.00 A.M) to Monday, 28th September, 2020 (05.00 P.M.). Only those members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and their time depending on the availability of time for the AGM.

Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company's email address [info.roc7412@gmail.com](mailto:info.roc7412@gmail.com) **before 3.00 p.m. (IST) on or before Wednesday , 23rd September , 2020**. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

**ANNEXURE TO THE ITEM NO. 2 OF THE NOTICE**

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India, following information is furnished about the Directors proposed to be appointed / re-appointed.

**Mrs Julie Mehul Shah (DIN : 03500721)**

Name of the Director	<b>Mrs Julie Mehul Shah</b>
Date of Birth / Age	06/05/1972, 48 Years
Date of First Appointment on the Board	26/03/2015
Relationship with other Directors	NIL
Expertise in specific functional areas and Brief Profile	Business Management
Qualification	B.Com
Experience	More than 21 years of experience in Business Leadership, Management, Strategic Planning and Business Development
Board Membership of other Companies as on March 31, 2020	1.Classic Electricals Limited 2.Shikhar Leasing And Trading Limited
Chairperson/Member of the Committee of the Board of Directors of the Company as on March 31, 2020	NIL
Shareholding in the Company (as on 31/03/2020)	NIL
No. of Board Meetings attended during the last financial year (2019-2020)	4
Terms and Conditions of appointment or re-appointment	Appointed as director liable to retire by rotation.

Except Mrs Julie Mehul Shah (DIN: 03500721), being an appointee, none of the Directors and Key Managerial Personnel of the Company and his relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2.

**ANNEXURE TO THE ITEM NO. 3 OF THE NOTICE**

Mr Rajesh Hirji Shah was appointed as the Managing Director of the company for a period of Five Years with effect from 25<sup>th</sup> November 2014, after obtaining due approval of the members of the company in Annual General Meeting held on 30 September 2015 without remuneration as recommended by Nomination & Remuneration Committee. Accordingly the present term of Mr Rajesh Hirji Shah had come to an end on 25<sup>th</sup> November 2019.

On the basis of recommendation of Nomination and Remuneration Committee and subject to the approval of the members of the company the board has approved the re-appointment of Mr Rajesh Hirji Shah as Managing Director of the Company for the further period of five consecutive years with effect from 25<sup>th</sup> November, 2019 to 25<sup>th</sup> November, 2024 and without any remuneration. The Board has taken the decision of the said re-appointment based

Mr Rajesh Hirji Shah is not disqualified from being re-appointed as a Managing Director in the terms of Section 164 of Companies Act 2013. He satisfies all the conditions set out in Section 196(3) of the said Act and hence is eligible for re-appointment. Mr Rajesh Hirji Shah is brother of Mr Sunil Hirji Shah who is Non-Executive Non Independent Director and Chief Financial Officer of the company may be deemed to be interested or concerned in the resolution. None of the other directors is interested in the said resolution.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives, in any way, concern or interested, financially or otherwise in this resolution.



**DETAILS OF MANAGING DIRECTOR SEEKING RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING**

<b>Particulars</b>	<b>Mr Rajesh Shah</b>
Age	47 years
Qualification	B.COM
Experience (including Expertise in specific functional area)/Brief Resume	More than 15 years of experience in field of finance.
Terms and Conditions Of Reappointment	As per the resolution passed by the shareholders at the Annual General Meeting held on September 30, 2015 Mr Rajesh Shah was appointed as a Managing Director.
Date of first appointment on the Board	25/11/2014
Shareholding in the Company as on March 31, 2020	NIL
Relationship with other Directors/Key Managerial Personnel	Brother of Sunil Hirji Shah
Number of meetings of the Board attended during the year	4
Directorships of Boards as on March 31, 2020	As Above
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	NIL

**LIST OF DIRECTORSHIP OF MR RAJESH SHAH IN THE COMPANIES**

<b>CIN/FCRN</b>	<b>Company Name</b>
U45208MH2010PTC203696	ANCHOR LANDSCAPES PRIVATE LIMITED
U74900MH2010PTC209527	ANCHOR MOTION PICTURES PRIVATE LIMITED
U45200MH2004PTC148434	THIRDWAVE CONSTRUCTIONS PRIVATE LIMITED
U70200MH2008PTC182999	DEMAG REAL ESTATES PRIVATE LIMITED
U70100MH2008PTC185765	EUREKA EARTH DEVELOPERS PRIVATE LIMITED.
U67120MH2006PTC159333	OLIVE HOLDINGS PRIVATE LIMITED
U31500TN1986PLC012211	KALPANA LAMPS AND COMPONENTS LIMITED
U27200MH1996PTC102270	KYORI METALS PRIVATE LIMITED
U92110MH1995PTC091429	PURNIMA FILMS PRIVATE LIMITED
U51900MH1995PTC089457	BARINDRA OVERSEAS PRIVATE LIMITED
U27200MH1995PTC088157	ARING STEELS PRIVATE LIMITED
U31200MH1994PTC078602	RIDER SWITCHES PRIVATE LIMITED
U32109MH1993PTC075273	PATARMIGAN ELECTRONICS PRIVATE LIMITED
U65990MH1993PTC073020	PILEATED FINVEST PRIVATE LIMITED
L25209MH1985PLC036049	CLASSIC ELECTRICALS LIMITED
U67120MH1981PLC024032	HIGHWAY FINANCE AND HOLDING (BOMBAY) LIMITED

**ANNEXURE TO THE ITEM NO 4**

Mr Dhanesh Bipinchandra Parikh (DIN: 00676930) is appointed as a Non-Executive and Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 .He holds office as an Independent Director of the Company up to the conclusion / date of the ensuing Annual General Meeting of the Company (“first term” in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended re-appointment of Mr Dhanesh Bipinchandra Parikh as an Independent Director to hold office for the further period of five consecutive years with effect from 34<sup>th</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, considers that, given their background and experience and contributions made by them during their tenure, the continued association of Mr Dhanesh Bipinchandra Parikh would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director. Accordingly, it is proposed to re-appoint Mr Dhanesh Bipinchandra Parikh as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board’s report. Section 149(11) provides that an independent director may hold office for up to two consecutive terms.

Mr Dhanesh Bipinchandra Parikh is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

In the opinion of the Board, Mr Dhanesh Bipinchandra Parikh fulfils the conditions for appointment as Independent Director as specified in the Act and the Listing Regulations. Mr Dhanesh Bipinchandra Parikh is independent of the management.

The Company has also received declaration from Mr Dhanesh Bipinchandra Parikh that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions

**DETAILS OF INDEPENDENT DIRECTOR SEEKING RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING**

<b>Particulars</b>	<b>Mr Dhanesh Parikh</b>
Age	58 years
Qualification	B.COM
Experience (including Expertise in specific functional area)/Brief Resume	More than 25 years of experience in field of accounts.
Terms and Conditions Of Reappointment	As per the resolution passed by the shareholders at the Annual General Meeting held on September 30, 2015, Mr Dhanesh Parikh was appointed as an Independent Director.
Date of first appointment on the Board	25/11/2014
Shareholding in the Company as on March 31, 2020	NIL
Relationship with other Directors/Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the year	4
Directorships of Boards as on March 31, 2020	1.Classic Electricals Limited 2.Roma Writing Instruments Private Limited 3.Anchor Pens And Stationery Private Limited 4.Pramada Oils Private Limited 5.Kyori Metals Private Limited 6.Anchor Lamps Pvt Ltd 7.Kalpana Lamps And Components Limited 8.Cheers Leader Builders Private Limited 9.Ariana Builders Private Limited 10.Arrotic Real Estate Private Limited 11.Indrajeet Exports Private Limited 12.Kshanika Trading Limited 13.Barindra Overseas Private Limited 14.Dhanishta Exports Private Limited 15.Nakshatra Exports Private Limited 16.Anchor Art Private Limited 17.Anchor Motion Pictures Private Limited 18.Purnima Films Private Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	NIL

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**DIRECTOR'S REPORT**

Dear members,

The Board of Directors is pleased to present the Company's 35<sup>th</sup> annual report and Company's Audited Financial Statements for the financial year ended March 31, 2020

**1. FINANCIAL RESULTS**

The Company's financial performance for the year ended March 31, 2020 is summarized below:

Financial Results:

**(Rupees in Lakhs)**

	<b>2019-20</b>	<b>2018-19</b>
<b>Revenue from Operations</b>	<b>65.08</b>	<b>47.49</b>
Less: Expenses		
- Employee benefits Expenses	11.60	6.70
- Depreciation and amortization	5.26	5.84
- Finance cost	3.54	1.08
- Other Expenses	26.01	22.43
<b>Total Expenses</b>	<b>46.41</b>	<b>36.06</b>
Profit/ (Loss) before Tax	<b>18.67</b>	<b>11.43</b>
Tax Expenses		
- Current Tax	3.61	2.20
- MAT Entitlement/ Set off	(3.12)	0.39
- Deferred Tax	0.39	(1.50)
- Earlier years	-	(0.09)
<b>Net Profit after Tax carried Forward</b>	<b>17.80</b>	<b>10.43</b>

**2. RESULTS OF OPERATIONS AND STATE OF AFFAIRS OF THE COMPANY**

The total income has increased to Rs.65.08 Lakhs from Rs.47.49 Lakhs in the previous year.

The profit after finance cost and depreciation has increased to Rs. 18.67 Lakhs for the year ended 31st March, 2020 compared to previous year Rs. 11.43 Lakhs.

**3. MATERIAL CHANGES AFFECTING THE COMPANY**

There have been no material changes and commitments affecting the financial position of the company between end of the financial year and date of this report. There has been no change in the nature of business of the company.

#### **4. SECRETARIAL STANDARDS**

The Directors state that the applicable Secretarial Standards i.e. SS-1 and SS-2 relating to the 'Meetings of the Board of Directors' and 'General Meetings', respectively have been duly followed by the Company.

#### **5. DIVIDEND AND TRANSFER TO RESERVE**

The Board of Directors of your company, after considering holistically the relevant circumstances, has decided that in order to conserve the financial resources for the long term needs of the Company, it would be prudent, not to recommend any Dividend and no amount is transferred to Reserves for the financial year 2019-20.

#### **6. DIRECTOR'S RESPONSIBILITY STATEMENT**

**Your Directors state that:**

- a) in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit and loss of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating; and
- f) the Directors have revised proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems are adequate and operating effectively.

#### **7. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

All transactions with Related Parties entered in Financial Year 2020, were in ordinary course of business and at arm's length basis and in accordance with the provisions of the Act and the Rules made thereunder, the Listing Regulations and the Company's Policy on Related Party Transactions.

During the year under review, there were transactions which were material, considering the aforesaid Policy. Accordingly, disclosure is made in respect of related party transaction in Form AOC – 2 in terms of Section 134 of the Act and Rules framed there

under. There are no related party transactions that may have potential conflict with the interest of the Company at large. The attention of the Members is drawn to the notes to the Standalone Financial Statement setting out the related party transactions disclosures, for FY20.

## **8. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The provisions relating to Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 are not applicable to the Company.

## **9. DEPOSITS**

During the year under review, the Company has not accepted any deposits within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force), hence there is no details to disclose as required under Rule 8(5)(v) and (vi) of the Companies (Accounts) Rules, 2014.

## **10. RISK MANAGEMENT**

The Risk Management Policy has been framed, implemented and monitored. Major risk identified by the businesses and functions are systematically monitored through mitigating actions on continuing basis.

The development and implementation of Risk Management Policy has been covered in Management Discussion & Analysis which forms part of this report.

## **11. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to the financial statements. During the year such controls were tested and no reportable material weakness in the design or operation was observed.

## **12. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, Mrs Julie Mehul Shah retires by rotation and being eligible offers themselves for re-appointment at the ensuing annual general meeting.

The Board of Directors on recommendation of Nomination & Remuneration Committee has recommended her re-appointment.

As per the provisions of the Companies Act, 2013, Independent Directors have been appointed for a period of 5 years and shall not be liable to retire by rotation. The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence prescribed under the act and the listing regulations.



The board comprises of the following directors and key managerial personnel of the company

The Chairman and Managing Director of the company is Rajesh Hirji Shah.

Mr Rajesh Hirji Shah is eligible for re-appointment at this Annual General Meeting, whose term expired on 25<sup>th</sup> November, 2019.

The board has approved the re-appointment of Mr Rajesh Hirji Shah as Managing Director of the Company for the further period of five consecutive years with effect from 25<sup>th</sup> November, 2019 to 25<sup>th</sup> November, 2024 and without any remuneration. The Board has taken the decision of the said re-appointment based on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members of the company.

Independent Directors viz Mr Prashant M Parekh and Mr Dhanesh B Parikh

Based on the performance evaluation carried out by the Nomination and Remuneration Committee and on their recommendation and subject to approval of members of the company Mr Dhanesh B Parikh an Independent Director is proposed to be re-appointed for second term as Independent Director pursuant to the provisions of Companies Act 2013 and Listing Regulations. The Board of Directors recommends their re-appointment by the way of special resolution and attention of the members is invited to the relevant items in the Notice convening the 35<sup>th</sup> AGM and the explanatory statement thereto.

Mr Dhanesh Parikh will hold office for the further period of five consecutive years with effect from this 35<sup>th</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2020 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.

Non Independent Directors are Mrs Julie Mehul Shah and Mr Sunil Hirji Shah

Mrs Julie Mehul Shah who retires by rotation at this meeting be and is hereby appointed as a Director of the company, liable to retire by rotation.

Mr Sunil Hirji Shah continues to be the Chief Financial Officer of the Company with effect from 26<sup>th</sup> March 2015.

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms Rupali Dhiman has been appointed as Company Secretary of the Company with effect from 01<sup>st</sup> November 2018.

**Declaration by Independent Directors:**

All Independent Directors have given declarations to the effect that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of SEBI (Listing obligations and Disclosures Requirements), Regulations 2015. In the opinion of the Board, Independent Directors fulfil the conditions specified in the Act, Rules made there under and Listing Regulations.

**Evaluation of Board's Performance:**

The Company has devised a Policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-executive Directors and Executive Directors. The

evaluation process inter alia considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy.

The detailed programs for familiarization of Independent Directors with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company are being discussed.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairman. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and feedback was given to Directors. Pursuant to the provisions of the Companies Act, 2013 read with the Rules issued there under and the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force), the process for evaluation of the annual performance of the Directors / Board / Committees was carried out.

In a separate meeting of Independent Director's, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the view of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors at which the performance of the Board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board excluding the independent directors being evaluated.

### **13. AUDITORS AND AUDITORS' REPORT**

#### **Statutory Auditor**

M/s. N. B. Purohit & Co., Chartered Accountants were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 29th September, 2017 for a term of five consecutive years. They have confirmed that they are not disqualified from continuing as Auditors of the Company. As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by the members at every Annual General Meeting.

In accordance with Companies Amendment Act, 2017 enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Report given by the Auditors on the financial statement of the Company is part of this report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

## **Secretarial Auditor**

The Board has appointed M/s. D. Kothari & Associates, Practicing Company Secretary to conduct the Secretarial Audit for the financial year ended 2019-20. The Secretarial Audit report for the financial year ended March 31, 2020 is annexed herewith and marked as Annexure to this report. They have made above comment which includes our response to them.

1. The Company has yet to comply with the minimum public shareholding requirement under the Securities Contracts Regulations (Rules), 1957 ("SCRR").

Our response to the above comment is that we will shortly comply with the above requirement.

## **DISCLOSURES**

### **(a) Meetings of the Board:**

Four meetings of the Board of Directors were held during the year on the following dates i.e. 26/04/2019, 13/08/2019, 12/11/2019 and 12/02/2020.

### **(b) Constitution of Committees:**

#### **(1) Audit Committee:**

The Company has constituted Audit Committee which comprises of following directors namely:

Mr. Dhanesh Bipin Parikh, Chairman & Independent Director

Mr. Prashant M Parekh, Non – Executive and Independent Director

Mrs. Julie Mehul Shah, Non – Executive and Non Independent Director

All the recommendations made by the Audit Committee were accepted by the Board.

#### **(2) Nomination & Remuneration Committee:**

The Company has constituted the Nomination & Remuneration Committee of the Board is constituted to formulate and recommend to the Board from time to time, a compensation structure for Managing Directors / Whole-time Directors and Managerial Personnel of the Company.

The nomination and Remuneration Committee comprises following directors namely:

Mr. Dhanesh Bipin Parikh, Chairman & Independent Director

Mr. Prashant M Parekh, Non – Executive and Independent Director

Mrs. Julie Mehul Shah, Non – Executive and Non Independent Director

#### **(3) Stakeholders Relationship Committee:**

The Company has constituted stakeholders Committee comprises of following directors namely:

Mr. Dhanesh Bipin Parikh, Chairman & Independent Director

Mr. Prashant M Parekh , Non – Executive and Independent Director  
Mrs. Julie Mehul Shah, Non – Executive and Non Independent Director

**(c) Remuneration and Nomination Policy:**

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company.

The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to Executive and Non-executive Directors Key Managerial Personnel, Senior Management and other employees. The policy also provides the criteria for determining qualifications, positive attributes and Independence of Director and criteria for appointment of Key Managerial Personnel / Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the Annual Report 2019-20 Directors' Report candidates.

**(d) Vigil Mechanism:**

The Company has a robust Vigil Mechanism Policy of the Company, which also includes Whistle Blower Policy in accordance with provisions of the Act and Listing Regulations. The Vigil Mechanism is supervised by an Ethics and Compliance Task Force comprising senior executives of the Company. Protected disclosures can be made by a whistle-blower through an email, or dedicated telephone line or a letter to the Task Force or to the Chairman of the Audit Committee.

**(e) Particulars of Loans given, Investments made, Guarantees given and Securities provided:**

The full details of loans given, investments made, guarantees given have been provided in the notes to the financial statement for the year ended 31st March, 2020. The Company has not provided any security during the year.

**(f) Conservation of Energy, technology absorption:**

The Company is not engaged in manufacturing process. Wherever possible the Company has taken steps to conserve energy. The Company has not taken any technology domestically nor imported any technology and hence furnishing the details required doesn't arise.

**(g) Foreign Exchange Earnings and Outgo**

- 1) Foreign exchange earnings: NIL
- 2) Foreign exchange outgo: NIL

**(h) Extract of Annual Return:**

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in prescribed Form No. MGT - 9 is annexed as Annexure III and forms part of this report. The Annual Return of the Company for the year ended 31st March, 2020 prepared in compliance with Section 92 of the Companies Act, 2013 and related Rules in prescribed

Form No. MGT 7 is placed on the website of the Company and can be accessed at the web link: [www.classicelectricals.co.in](http://www.classicelectricals.co.in).

**(i) Particulars of employees and related disclosures:**

The total number of permanent employee as on 31/3/2020 was 2 .The Company has not paid any remuneration to Whole-time Director / Managing Director and hence the question of furnishing information regarding ratio of remuneration of each director to the median remuneration of the employees of the Company is not applicable. There was no remuneration paid to any director and hence furnishing the details regarding the comparison of remuneration of the Key Managerial remuneration against company performance and percentile increase, key parameters for variable components is not applicable.

Market Capitalization as on 31/3/2019 Rs. 230.20 Lakhs

Market Capitalization as on 31/3/2020 Rs. 230.20 Lakhs

There is no change in market capitalization

PE ratio as on 31/3/2019 ..... Rs.22.14

PE ratio as on 31/3/2020..... Rs. 13.20

The Company does not have any employee whose particulars are required to be disclosed in terms of the provisions of Section 197(12) of the act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, hence furnishing of the same does not arise.

**(j) Significant and Material Orders Passed By The Regulators Or Courts:**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

**(k) Reporting of Frauds:**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of Act and Rules framed thereunder.

**(l) 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. All employees are covered under this policy. Your Directors state that during the year under review, there were no cases filed pursuant Classic Electricals Limited Annual Report 2019 - 20 to the Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013.

**(m) General:**

Your Directors state that no disclosure or reporting is required in respect of the following items as the provisions were not applicable to the company or there were no transactions on these items during the year under review: -

- Issue of Equity Shares with differential rights as to dividend, voting or otherwise. - Issue of shares (including sweat equity shares) to employees of the Company.
- The Company does not have any scheme of provision of money for the purchase of its own shares by the employees or by trustees for the benefit of employees.
- The Company does not have any subsidiaries, hence, the question of receiving remuneration or commission by the Managing Directors or Whole Time Directors of the Company from subsidiary does not arise.
- The details of the top ten employees and employees who were drawing remuneration in excess of limits prescribed under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section 197 of the Companies Act, 2013.

**ACKNOWLEDGEMENT**

The Board of Directors would like to express the sincere appreciation for the assistance and cooperation received from banks, government authorities and members during the year under review.

The Board of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers

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

**Mr Rajesh H Shah**  
**Managing Director**  
**DIN: 00475776**

**Mr Dhanesh B Parikh**  
**Director**  
**DIN: 00676930**

**Sunil H Shah**  
**Director**  
**DIN: 02775683**

**Date: 31<sup>st</sup> July, 2020**

**Place: Mumbai**

**Annexure I**

**Form No. AOC-2**

Form for disclosure of particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under fourth proviso thereto:

*(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)*

**1. Details of contracts or arrangements or transactions not at arm's length basis: - N.A. -**

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts/arrangements/transactions
- (d) Salient terms of the contracts/arrangements or transactions including the value, if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) date(s) of approval by the Board
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

**2. Details of material contracts or arrangement or transactions at arm's length basis:-**

- (a) Name of the related party and nature of relationship: Great White Global Private Limited
- (b) Nature of contracts/arrangements/transactions: Leave and License Agreement
- (c) Duration of the contracts/arrangements/transactions : Ongoing contract for 5 Years commencing from 01/03/2018 to 28/02/2023.
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: License fee of Rs. 2,00,000/- per month plus taxes, if any.
- (e) Date(s) of approval by the Board, if any: 12th September, 2017.
- (f) Amount paid as advances, if any : Nil

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

**Mr Rajesh H Shah**  
**Managing Director**  
**DIN: 00475776**

**Mr Dhanesh B Parikh**  
**Director**  
**DIN: 00676930**

**Sunil H Shah**  
**Director**  
**DIN: 02775683**

**Date: 31<sup>st</sup> July, 2020**  
**Place: Mumbai**

**ANNEXURE II**

**FORM NO. MGT-9**

**EXTRACT OF ANNUAL RETURN**

As on financial year ended 31.03.2020

[Pursuant to Section 92(3) of the Companies act, 2013 read with The Companies  
(Management and administration) Rules, 2014]

**A. REGISTRATION AND OTHER DETAILS:**

Corporate Identification Number:-	L25209MH1985PLC036049
Registration Date:	26/04/1985
Name of the Company:	Classic Electricals Limited
Category of the Company	Company limited by Shares
Sub-Category of the Company	Non-Government company
Address of the Registered office and contact details:	1301, 13th Floor, Peninsula Business Park, Tower B, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400013.
Whether listed company	Listed
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Purva Sharegistry India Private Limited Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt, J. R.Boricha Marg, Lower Parel East, Mumbai, Maharashtra 400011.

**B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
a.	NIL	-	-

**C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
a.	Not Applicable				





*Classic Electricals Limited*  
*Annual Report 2019 - 20*

Venture Capital										
Funds										
i)	Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
2. Non-Institutions										
a)	Bodies Corp.									
i)	Indian	0	0	0	0	0	0	0	0	0
ii)	Overseas	0	0	0	0	0	0	0	0	0
b)	Individuals									
i)	Individual holding nominal share capital upto of Rs. 1 Lakh	0	84675	84675	5.70	0	84675	84675	5.70	0
ii)	Individual holding nominal share capital in excess of Rs. 1 Lakh	0	0	0	0	0	0	0	0	0
c)	Others (specify)	0	0	0	0	0	0	0	0	0
	NRIs	0	0	0	0	0	0	0	0	0
	Clearing Member	0	0	0	0	0	0	0	0	0
	Independent Director	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>		<b>0</b>	<b>84675</b>	<b>84675</b>	<b>5.70</b>	<b>0</b>	<b>84675</b>	<b>84675</b>	<b>5.70</b>	<b>0</b>
Total Public Shareholding										
(B) = (B)(1) + (B)(2)		<b>0</b>	<b>84675</b>	<b>84675</b>	<b>5.70</b>	<b>0</b>	<b>84675</b>	<b>84675</b>	<b>5.70</b>	<b>0</b>
C. Shares held by Custodian for GDRs & ADRs		0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>		<b>0</b>	<b>14,85,210</b>	<b>14,85,210</b>	<b>100</b>	<b>0</b>	<b>14,85,210</b>	<b>14,85,210</b>	<b>100</b>	<b>0</b>

**ii. Shareholding of Promoters**

Sr No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No of shares	% of total shares to the Company	% of shares Pledged/ Encumbered to total shares	No of shares	% of total shares to the Company	% of shares Pledged/ Encumbered to total shares	% change in shareholding during the year

*Classic Electricals Limited*  
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1	JADAVJI LALJI SHAH	211950	14.27	--	211950	14.27	--	Nil
2	DAMJI LALJI SHAH	188100	12.66	--	188100	12.66	--	Nil
3	SHANTABEN DAMJI SHAH	160500	10.81	--	160500	10.81	--	Nil
4	JAYWANTI JADAVJI SHAH	123000	8.28	--	123000	8.28	--	Nil
5	SANJAY AMRUTLAL DESAI HUF	67500	4.54	--	67500	4.54	--	Nil
6	HEENA SANJAY SHAH	65100	4.38	--	65100	4.38	--	Nil
7	DAMJI LALJI SHAH HUF	60000	4.04	--	60000	4.04	--	Nil
8	SANJAY AMRUTLAL DESAI	54330	3.66	--	54330	3.66	--	Nil
9	JADAVJI LALJI SHAH HUF	45000	3.03	--	45000	3.03	--	Nil
10	HINDUSTAN APPLIANCES LIMITED	73000	4.92	--	73000	4.92	--	Nil
11	ANCHOR ENTERPRISES PRIVATE LIMITED	72000	4.85	--	72000	4.85	--	Nil
12	GREAT WHITE GLOBAL PRIVATE LIMITED	68400	4.61	--	68400	4.61	--	Nil
13	MAHASWETA FINLEASE PRIVATE LIMITED	25000	1.68	--	25000	1.68	--	Nil
14	PRAMADA OILS PRIVATE LIMITED	25000	1.68	--	25000	1.68	--	Nil
15	JIVITESH EXPORTS PRIVATE LIMITED	25000	1.68	--	25000	1.68	--	Nil
16	ATUL TRADING AND FINANCIAL SERVICES PRIVATE LIMITED	24615	1.66	--	24615	1.66	--	Nil
17	TATVAM CONSTRUCTIONS PRIVATE LIMITED	23000	1.55	--	23000	1.55	--	Nil
18	NAKSHATRA EXPORTS PRIVATE LIMITED	20000	1.35	--	20000	1.35	--	Nil
19	JALAJA STOCK TRADE PRIVATE LIMITED	20000	1.35	--	20000	1.35	--	Nil
20	HANSIKA CONSULTANTS PRIVATE LIMITED	20000	1.35	--	20000	1.35	--	Nil
21	HARIT BARAN FINVEST PRIVATE LIMITED	16850	1.13	--	16850	1.13	--	Nil
22	QUIET AGRO FARMS PRIVATE LIMITED	12190	0.82	--	12190	0.82	--	Nil
	<b>TOTAL</b>	<b>1400535</b>	<b>94.30</b>		<b>1400535</b>	<b>94.30</b>		Nil

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

Sr No		Shareholding at the beginning of the year 01/04/2019		Cumulative Shareholding during the Year 31/03/2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

1.	At the beginning of the year	There is no change in Promoter's shareholding between 01.04.2019 to 31.03.2020.
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	
3.	At the end of the year	

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

Sr No	Name of Top 10 Shareholders	Shareholding at the beginning of the year 01/04/2019		Cumulative Shareholding during the Year 31/03/2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	URMILA H. SHAH	7550	0.51%	7550	0.51%
2	V.R.CHHEDA (H.U.F)	4500	0.30%	4500	0.30%
3	RAVINDRA K. MAYATRA	3315	0.22%	3315	0.22%
4	NIKHIL R. SHAH	1900	0.13%	1900	0.13%
5	MAHENDRA D. SHAH	1600	0.11%	1600	0.11%
6	BHARAT H. SHAH	1500	0.10%	1500	0.10%
7	HEMA V. CHHEDA	1500	0.10%	1500	0.10%
8	PUSHPA M. SHAH	1500	0.10%	1500	0.10%
9	DINESH D. SHAH	1200	0.08%	1200	0.08%
10	JITENDRA D. SHAH	900	0.06%	900	0.06%

**v. Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year (01/04/19)		Cumulative Shareholding during the year (31/03/20)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	NIL				

**E. INDEBTEDNESS :**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				

i. Principal Amount	--	1,03,85,830	--	1,03,85,830
ii. Interest due but not paid	--	--	--	--
iii. Interest accrued but not due	--	--	--	--
<b>TOTAL (i + ii + iii)</b>	--	1,03,85,830	--	1,03,85,830
<b>Change in Indebtedness during the financial year</b>				
Addition	--	--	--	--
Reduction	--	41,63,981	--	41,63,981
<b>Net Change</b>	--	41,63,981	--	41,63,981
<b>Indebtedness at the end of financial year</b>				
i. Principal Amount	--	62,21,849	--	62,21,849
ii. Interest due but not paid	--	--	--	--
iii. Interest accrued but not due	--	--	--	--
<b>TOTAL (i+ii+iii)</b>	--	62,21,849	--	62,21,849

\* Note : The amount of Unsecured loans include the amount received by private company before 01st April, 2014 from the persons who at the time of receipt of the amount were director, members or relatives of directors, not included in the definition of Deposit in terms of Clause 2 (ix) of Companies ( Acceptance of Deposits) Rules1975 and were not treated as deposits under section 58A of the Companies Act, 1956. and the same are not to be treated as deposit under the Companies Act, 2013 as per General Circular No. 05/2015 (F.No. 1/8/2013-CL-V) dated 30th March ,2015 issued by the Government of India, Ministry of Corporate Affairs, New Delhi.

## **F. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

### **i. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

**Amount in Rs.**

<b>Sr No</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/Manager</b>	<b>Total Amount</b>
1.	Gross salary	.....	.....
	(a). Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		
	(b). Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c). Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961		
2.	Stock Option	.....	.....
3.	Sweat Equity	.....	.....
4.	Commission – as % of Profit – others, specify	.....	.....

5.	Others, Please specify	.....	.....
	TOTAL(A)	.....	.....
	Ceiling as per the Act		

**ii. Remuneration to other Directors:**

**Amount in Rs.**

Sr. no.	Particulars of Remuneration	Name of Directors				Total
						Amount
1.	Independent Directors	.....	.....	.....	.....	.....
	* Fee for attending board committee meetings	.....	.....	.....	.....	.....
	* Commission	.....	.....	.....	.....	.....
	* Others, please specify	.....	.....	.....	.....	.....
	Total (1)	.....	.....	.....	.....	.....
2.	Other Non-Executive Directors					
	* Fee for attending board committee meetings	.....	.....	.....	.....	.....
	* Commission	.....	.....	.....	.....	.....
	* Others, please specify	.....	.....	.....	.....	.....
	Total (2)	.....	.....	.....	.....	.....
	Total (B) = (1 + 2)	.....	.....	.....	.....	.....
	Total Managerial Remuneration	.....	.....	.....	.....	.....
	Overall Ceiling as per the Act					

**iii. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD**

**Amount in Rs.**

Sr. No.	Particulars of Remuneration	Name of Key Managerial Personnel	Total Amount
1.	Gross salary	<b>Ms. Rupali Dhiman Company Secretary</b>	
	(a). Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1,80,000	1,80,000
	(b). Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c). Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961		
2.	Stock Option	.....	.....
3.	Sweat Equity	.....	.....
4.	Commission – as % of Profit – others, specify	.....	.....
5.	Others, Please specify	.....	.....
	<b>TOTAL</b>	<b>1,80,000</b>	<b>1,80,000</b>

**G. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/NCLT/Court]	Appeal made, if any (give details)
<b>A. Company</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. Other Officers in Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

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

**Mr Rajesh H Shah**  
**Managing Director**  
**DIN: 00475776**

**Mr Dhanesh B Parikh**  
**Director**  
**DIN: 00676930**

**Sunil H Shah**  
**Director**  
**DIN: 02775683**

**Date: 31<sup>st</sup> July, 2020**  
**Place: Mumbai**

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## FORM NO. MR-3

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020

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

To,  
The Members,  
**Classic Electricals Limited**  
1301, 13th Floor,  
Peninsula Business Park, Tower B  
Senapati Bapat Marg, Lower Parel (west)  
Mumbai – 400 013

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Classic Electricals Limited, CIN: L25209MH1985PLC036049** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2020 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2020 according to the 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 there under 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) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

We 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 Agreement entered into by the Company with BSE Limited read with SEBI (LODR) Regulations, 2015.

To the best of our understanding, we are of the view that during the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following:

1. The Company has yet to comply with the minimum public shareholding requirement under the Securities Contracts Regulations (Rules), 1957 ("SCRR").

**We further report that**

having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws to the extent applicable, specifically to the Company, as per the representations made by the Company:

1. Indian Contract Act, 1872
2. Indian Electricity Act, 1910
3. Electricity (Supply) Act, 1948
4. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
5. Information Technology Act, 2000; and

**We 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 and there were no changes in the constitution of Board during the year under review.
- Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda are 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.
- All decisions at Board meetings and committee meetings are carried out unanimously as recorded in the minutes of the meetings of the board of Directors or committees of the Board, as the case may be.

**We further report that:**

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.

This report is to be read with our letter of even date which is annexed as Annexure and forms integral part of this report.

**For D.Kothari And Associates**

**Company Secretaries**

**Dhanraj Kothari**

**Proprietor**

**FCS No. : 4930,**

**CP No. : 4675**

Place: Mumbai,

Date: 31<sup>st</sup> July, 2020

**UDIN: F004930B000541994**

To,  
The Members,  
**Classic Electricals Limited**  
1301, 13th Floor,  
Peninsula Business Park, Tower B  
Senapati Bapat Marg  
Lower Parel (west)  
Mumbai – 400 013

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

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

**For D.KothariAnd Associates**  
**Company Secretaries**

**Dhanraj Kothari**  
**Proprietor**  
**FCS No. : 4930**  
**CP No. : 4675**

Place: Mumbai,  
Date: 31<sup>st</sup> July, 2020

To,  
The Board of Directors,  
**Classic Electricals Limited**

**CERTIFICATE**  
**(Pursuant to Regulation 17(8) of SEBI (LODR), Regulations, 2015)**

We, the undersigned in our respective capacities as Managing Director and the Chief Financial Officer of Classic Electricals Limited (“the Company”) to the best of our knowledge and belief hereby certify that:

a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2020 and that to the best of our knowledge and belief, we state that:

i. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;

ii. these statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative to the Code of Conduct adopted by the Company.

c. We hereby declare that all the members of the Board of Directors have confirmed compliance with the Code of Conduct of the Company.

d. We are responsible for establishing and managing internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting of the Company and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

e. We have indicated, based in our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:

i. Significant changes, if any, in internal control over financial reporting during the year;

ii. Significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company’s internal control system over the financial reporting.

**Yours Faithfully,**  
**For Classic Electricals Limited**

**Rajesh Hirji Shah**  
**Managing Director**

**Sunil Hirji Shah**  
**Chief Financial Officer**

**Place : Mumbai**  
**Date: 31<sup>st</sup> July, 2020**



**N. B. Purohit & Co.**

**Chartered Accountants**

A-205, Crystal Plaza, New Link Road,  
Andheri (W), Mumbai - 400 053.

Tel. : 022 3297 2415 | Mob. : 98195 44278

E-mail : nbpurohit@gmail.com

**INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF CLASSIC ELECTRICALS LIMITED**

**REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS**

**OPINION:**

We have audited the standalone financial statements of Classic Electricals Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the Profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**BASIS FOR OPINION :**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON :**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.



Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our 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.

#### **MANAGEMENT'S RESPONSIBILITY AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone 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 the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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.

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

#### **AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS**

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion 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 the 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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 standalone 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 Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - 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:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its 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.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

**FOR N. B. Purohit & Co.**  
Chartered Accountants  
Firm's Registration Number: 108241W

Place : Mumbai.  
Date : 31<sup>st</sup> July, 2020

(NILKANTH B. PUROHIT)  
Proprietor  
Membership No.31999  
UDIN:20031999AAAAAI5598





## ANNEXURE – “A” TO THE AUDITORS’ REPORT

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Infosys Limited 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”)

We have audited the internal financial controls over financial reporting of M/s. Classic Electricals Limited (‘the Company’), as of March 31,2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the Company 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 (the “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 respective 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 of the Company 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”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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.

#### OPINION

In our opinion, to the best of our information and according to the explanations given to us, 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 March 31, 2020, based on the internal financial 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.

FOR N. B. Purohit & Co.  
Chartered Accountants  
Firm's Registration Number: 108241W

Place : Mumbai.  
Date : 31<sup>st</sup> July, 2020

(NILKANTH B. PUROHIT)  
Proprietor  
Membership No.31999  
UDIN:20031999AAAAAI5598



## ANNEXURE – “B” TO THE AUDITORS’ REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Infosys Limited of even date)

### 1. In respect of its fixed assets:

- a) The company has generally maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) According to information and explanation given to us and on the basis of examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

### 2. In respect of its inventories:

The company does not engaged in the business of manufacturing, marketing and processing of any goods and articles. Accordingly, it does not hold any physical inventories. Thus the paragraph 3(ii) of the order is not applicable.

### 3. In respect of loan given:

According to the information and explanations given to us, the company has not given any secured or unsecured loans to the persons covered under the register maintained u/s.189 of the Companies Act,2013 (The Act).

- i. The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the company’s interest.
  - ii. The schedule of repayment and payment of interest, if any, has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of repayments or receipts of principal amounts and interest.
  - iii. There is no overdue amount remaining outstanding at the year end.
4. In our opinion and according to the information and explanations given to us, the Company has not given any loans or made any new investment and provided guarantees and securities, as applicable during the year. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
  5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
  6. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.



7. According to the Information and Explanations given to us, in respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
- (c) Details of dues of Income Tax which have not been deposited as at March 31, 2020 on account of dispute are given below:

Name of the Statute	Nature of Dues	Amount (in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Assessment Dues	11.43	Asst. Year 2012-14	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Assessment Dues	145.25	Asst. Year 2014-15	Commissioner of Income Tax (Appeals)

8. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the Company has not paid/provided for managerial remuneration and hence reporting under clause 3 (xi) of the Order is not applicable to the Company.
12. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
13. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.



14. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
15. According to the information and explanations provided by the management, during the year the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013 and hence, reporting requirements under clause 3(xv) of the Order are not applicable to the Company.
16. According to the information and explanations provided to us, The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**FOR N. B. Purohit & Co.**  
Chartered Accountants  
Firm's Registration Number: 108241W

Place : Mumbai.  
Date : 31<sup>st</sup> July, 2020

(NILKANTH B. PUROHIT)  
Proprietor  
Membership No.31999  
UDIN:20031999AAAAAI5598



# CLASSIC ELECTRICLS LIMITED

Balance Sheet As At March 31, 2020

Particulars	Note	As At March 31, 2020	As At March 31, 2019
<b>I ASSETS</b>			
<b>(1) Non Current Assets</b>			
[a] Property Plant and Equipment	1	45,26,321	48,84,133
[b] Investment Property	2	20,71,188	23,57,222
[c] Deferred tax Assets (Net)	3	6,95,639	7,34,190
[d] Other non current assets	4	2,29,32,258	2,24,21,681
<b>Total non-current assets</b>		<b>3,02,25,407</b>	<b>3,03,97,226</b>
<b>(2) Current Assets</b>			
[a] <b>Financial Assets</b>			
(i) Trade receivables	5	8,64,000	39,72,000
(ii) Cash and cash equivalents	6	1,92,557	51,427
(iii) Loans & Advances	7	5,12,11,009	5,03,40,868
[b] Other current assets	8	2,206	2,773
<b>Total current assets</b>		<b>5,22,69,772</b>	<b>5,43,67,068</b>
<b>Total assets</b>		<b>8,24,95,179</b>	<b>8,47,64,294</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>(1) EQUITY</b>			
[a] Equity Share Capital	9	1,48,52,100	1,48,52,100
[b] Other Equity	10	6,01,19,768	5,83,40,032
<b>Total equity</b>		<b>7,49,71,868</b>	<b>7,31,92,132</b>
<b>LIABILITIES</b>			
<b>(2) Non Current Liabilities</b>			
[a] <b>Financial liabilities</b>			
(i) Borrowings	11	62,21,849	1,03,85,830
<b>Total non-current liabilities</b>		<b>62,21,849</b>	<b>1,03,85,830</b>
<b>(3) Current Liabilities</b>			
[a] other current liabilities	12	13,01,462	11,86,332
<b>Total current liabilities</b>		<b>75,23,311</b>	<b>1,15,72,162</b>
<b>Total liabilities</b>		<b>75,23,311</b>	<b>1,15,72,162</b>
<b>Total equity and liabilities</b>		<b>8,24,95,179</b>	<b>8,47,64,294</b>
<b>Notes forming part of financial statements</b>	<b>1-32</b>		

In terms of our report attached

For N. B. Purohit & Co.

Chartered Accountants

Firm's registration number: 108241W

For and on behalf of the Board of Directors

**Rajesh H. Shah**

Managing Director

Din No: 00475776

**Dhanesh B. Parikh**

Director

Din No: 00676930

**Nilkanth B. Purohit**

Proprietor

M.No: 31999

**Sunil H. Shah**

Director & CFO

DIN No: 02775683

**Rupali Dhiman**

Company Secretary

M.No: 54968

Place :Mumbai

Dated: 31st July, 2020

# CLASSIC ELECTRICLS LIMITED

## Statement of Profit and loss for the financial year 2019-2020

Particulars	Note	2019-2020	2018-2019
I Revenue from Operations		-	-
II Other Income	13	65,08,310	47,48,902
<b>III Total Income (I+II)</b>		<b>65,08,310</b>	<b>47,48,902</b>
<b>IV Expenses</b>			
[a] Employee benefits expenses	14	11,59,894	6,70,464
[b] Depreciation and amortisation	1	5,26,018	5,84,106
[c] Other expenses	15	26,00,868	22,42,890
[d] Finance Cost	16	3,54,333	1,08,404
<b>Total Expenses</b>		<b>46,41,113</b>	<b>36,05,864</b>
<b>V Profit / (Loss) before tax (III - IV)</b>		<b>18,67,197</b>	<b>11,43,037</b>
<b>VI Tax Expense</b>			
[i] Current tax(MAT)		3,61,200	2,20,215
[ii] MAT Setoff/(Entitlement)		(3,12,291)	38,785
[iii] Deferred tax		38,551	(1,50,407)
[iv] Earlier Year		-	(8,504)
<b>Total tax expense</b>		<b>87,460</b>	<b>1,00,089</b>
<b>VII Profit / (Loss) for the year from continuing operations (V - VI)</b>		<b>17,79,737</b>	<b>10,42,949</b>
<b>VIII Profit / (Loss) from discontinued Operations</b>		-	-
IX Tax expense from discontinued operation		-	-
<b>X Profit / (Loss) from discontinuing operations (VIII - IX)</b>		-	-
<b>XI Profit / (Loss) for the year (VII + X)</b>		<b>17,79,737</b>	<b>10,42,949</b>
<b>XII Other Comprehensive Income (OCI)</b>			
[a] Items that will not be re-classified to profit or loss			
(i) Measurement of defined employee benefit plans		-	-
(ii) Changes in fair value of equity instruments carried at fair value through OCI		-	-
Income tax relating to items that will not be re-classified to			
[b] profit or loss		-	-
<b>Total comprehensive income (net of tax)</b>		-	-
<b>XIII Total Comprehensive income (XI + XII)</b>		<b>17,79,737</b>	<b>10,42,949</b>
<b>XIV Earnings per equity share (for continuing operations)</b>			
(1) Basic		1.20	0.70
(2) Diluted		1.20	3.75
<b>XV Earnings per equity share (for discontinuing operations)</b>			
(1) Basic		-	-
(2) Diluted		-	-
<b>XVI Earnings per equity share for continuing and discontinuing operations</b>			
(1) Basic		1.20	3.75
(2) Diluted		1.20	3.75
<b>Notes forming part of financial statements</b>	1-32		

In terms of our report attached

**For N. B. Purohit & Co.**

Chartered Accountants

Firm's registration number: 108241W

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

**Nilkanth B. Purohit**

Proprietor

M.No: 31999

Place :Mumbai

Dated: 31st July, 2020

**Rajesh H. Shah**

Managing Director

Din No: 00475776

**Dhanesh B. Parikh**

Director

Din No: 00676930

**Sunil H. Shah**

Director & CFO

DIN No: 02775683

**Rupali Dhiman**

Company Secretary

M.No: 54968

**CLASSIC ELECTRICALS LIMITED**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

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PARTICULARS	2019-2020		2018-2019	
<b>A. Cash Flow arising from Operating Activities:</b>				
Net Profit/(Loss) Before Taxation		18,67,197		11,43,037
Add/(less) : Profit on sale of Fixed Assets	(15,32,174)		-	
Interest Paid	3,54,333		1,08,404	
Depreciation Charge	5,26,018		5,84,106	
		(6,51,823)		6,92,510
		12,15,374		18,35,547
Less: Rent Income	24,10,000		25,20,000	
Interest received	25,44,600		22,25,861	
		49,54,600		47,45,861
Operating Profit before Working Capital Changes		(37,39,226)		(29,10,314)
<u>Adjustment for:</u>				
(Increase)/Decrease in Trade Receivables	31,08,000		(27,33,600)	
(Increase)/Decrease in Loans and Advances	(8,70,140)		(49,87,511)	
(Increase)/Decrease in Other Current/Non-Current assets	(64,459)		141	
Increase/(Decrease) in Current liabilities	1,15,130		(35,594)	
		22,88,531		(77,56,564)
		(14,50,695)		(1,06,66,877)
Less: Income Tax for the Year	4,94,460		30,53,350	
		4,94,460		30,53,350
<b>Net Cash inflow/(Outflow) in course of Operating Activities:</b>		<b>(19,45,155)</b>		<b>(1,37,20,227)</b>
<b>B. Cash Flow Arising from Investing Activities:</b>				
Adjustment for:				
Proceeds from sale of Fixed Assets	16,50,000		-	
Rent Income	24,10,000		25,20,000	
		40,60,000		25,20,000
<b>Net Cash inflow/(Outflow) in course of Investing Activities:</b>		<b>40,60,000</b>		<b>25,20,000</b>
<b>C. Cash Flow Arising from Financial Activities:</b>				
Cash Inflow				
Borrowings (Net)	(41,63,981)		89,75,830	
Interest received/Paid (net)	21,90,267		21,17,457	
		(19,73,714)		1,10,93,287
<b>Net Cash inflow/(Outflow) in course of Financial Activities:</b>		<b>(19,73,714)</b>		<b>1,10,93,287</b>
<b>Net Cash outflow (A+B+C):</b>		1,41,131		(1,06,940)
<b>Add: Balance at the beginning of the Year</b>		51,427		1,58,367
<b>Balance at the end of the Year</b>		1,92,557		51,427

Per our report of even date attached

For N. B. Purohit &amp; Co.

Chartered Accountants

Firm's registration number: 108241W

For and on behalf of the Board of Directors

Rajesh H. Shah

Managing Director

DIN No: 00475776

Dhanesh B. Parikh

Director

DIN No: 00676930

Nilkanth B. Purohit

Proprietor

M.No: 31999

Sunil H. Shah

Director &amp; CFO

DIN No: 02775683

Rupali Dhiman

Company Secretary

M.No: 54968

Place : Mumbai

Dated: 31st July, 2020



**CLASSIC ELECTRICLS LIMITED**  
Statement of Changes in Equity

**A Equity Share Capital**

<b>Particulars</b>	
<b>Balance as on April 01, 2018</b>	<b>1,48,52,100</b>
Changes during the year	-
<b>Balance as on March 31, 2019</b>	<b>1,48,52,100</b>
Changes during the year	-
<b>Balance as at March 31 ,2020</b>	<b>1,48,52,100</b>

**B Other Equity**

Particulars	Reserves and Surplus		Items of OCI		Total
	General Reserves	Retained Earnings	Equity instruments through OCI	Remeasurements of employee benefits expense	
<b>Balance as on April 01, 2018</b>	1,75,49,300	3,97,47,783	-	-	5,72,97,083
Profit for the year	-	10,42,949	-	-	10,42,949
Other comprehensive income (net of tax)	-	-	-	-	-
<b>Total comprehensive income for the year</b>	-	10,42,949	-	-	10,42,949
Dividends including tax on dividend	-	-	-	-	-
<b>Balance as on March 31, 2019</b>	1,75,49,300	4,07,90,732	-	-	5,83,40,032
Profit for the year	-	17,79,737	-	-	17,79,737
Other comprehensive income (net of tax)	-	-	-	-	-
<b>Total comprehensive income for the year</b>	-	17,79,737	-	-	17,79,737
Dividends including tax on dividend	-	-	-	-	-
<b>Balance as on March 31, 2020</b>	<b>1,75,49,300</b>	<b>4,25,70,468</b>	-	-	<b>6,01,19,768</b>

## CLASSIC ELECTRICALS LIMITED

### Notes

To the Financial Statements for the year ended March 31, 2020

#### A. GENERAL INFORMATION

Classic Electricals Limited (the company) is a public limited company incorporated under the provisions of the Companies Act, 1956 vide CIN: L25209MH1985PLC036049 and domiciled in India. The address of its registered office is 1301, 13th Floor, Peninsula Business Park, Tower B, Senapati Bapat Marg, Lower Parel(West), Mumbai -400013, Maharashtra. The Company is listed on the Bombay Stock exchange (BSE).

#### B. SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of significant accounting policies adopted in the preparation of these financial statements. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

##### B.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

###### a) Compliance with Ind AS

The financial statements of the company comply in all material aspects with Indian Accounting Standards (Ind AS) AS specified under section 133 of the Companies Act, 2013, Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

###### b) Historical cost convention

The financial statements of the company have been prepared on an accrual and going concern basis. The financial statements have been prepared on historical cost basis, except for certain assets and liabilities that is measured at fair value as states in subsequent policies.

##### B.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

###### (a) Property, plant and equipment

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Depreciation methods, estimated useful lives and residual value:

Freehold Land is not depreciated. The depreciation has been provided on the written down value basis in accordance with the requirement of the schedule-II of the companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit and loss within other expenses or other income, as applicable.

###### (b) Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable.

The Company recognizes revenue from sale of goods when:

- (a) the Company has transferred to the buyer the significant risk and reward of ownership of goods
- (b) the Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.
- (c) the amount of revenue can be reliably measured
- (d) it is probable that future economic benefits associated with the transaction will flow to the Company

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Revenue from operations includes sale of goods, services, service tax, excise duty and adjusted for discounts (net), and gain/loss on corresponding hedge contracts.

###### (c) Employee Benefit Schemes

###### (i) Short-term benefits:

Employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and exgratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employee.

###### (ii) Post -Employment Benefits:

###### Gratuity:

The Company has no defined benefit plan (the 'Gratuity Plan'). Hence the Company does not accrue for its Gratuity and it is booked on payment basis.

###### Defined Contribution Plans - Provident Fund, Employee State Insurance Plan :

The Company does not have any defined contributions plans such as contributions to provident fund and employee state insurance schemes.

**(d) Investment Property**

Investment property is property (land or a building or part of a building or both) held to earn rentals or for capital appreciation or both, rather than for: (a) use in the production or supply of goods or services or for administrative purposes or (b) sale in the ordinary course of business.

**(e) Impairment of Assets:**

An assets is treated as impaired when carrying cost of assets exceeds its recoverable value. The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. An Impairment loss is recognised in statement of Profit and Loss in the year in which an assets are identified as impaired.

**(f) Trade Receivables:**

Trade Receivables are stated at book value after making provisions for doubtful debts. Management considers that the book value approximates fair value. Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. The provision for bad and doubtful debts is based on specific risk assessment and reference to past default experience.

**(g) Provisions, Contingent Liabilities and Contingent Assets:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an out flow of resources. Provisions are not recognised for future operating losses.

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 or a reliable estimate of the amount cannot be made.

Contingent Assets are disclosed, where an inflow of economic benefits is probable.

**(h) Tax Expense**

The tax expense for the period comprises current and deferred tax. Current and deferred tax is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized in equity or other comprehensive income respectively.

**Current Tax:**

Current tax charge is based on taxable profit for the year. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**Deferred Tax:**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**(i) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the functional currency). The financial statements are presented in Indian rupee (₹), which is Company's functional and presentation currency.

**C. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES**

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and judgements are continually evaluated. The areas involving critical estimates and judgement are:

(i) Property, plant and equipment and useful life of property, plant and equipment

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

(ii) Recognition of deferred tax assets and current tax.

The calculation of the Company's tax charge necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. The final resolution of some of these items may give rise to material profits/losses and/or cash flows. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

(iii) Estimation of fair values of Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

NOTE	2 INVESTMENT PROPERTY	As At March 31, 2020	As At March 31, 2019
	<b>Gross Carrying Amount</b>		
	Opening Balance	87,71,615	87,71,615
	Addition	-	-
	Closing Balance	87,71,615	87,71,615
	<b>Less : Accumulated Depreciation</b>		
	Opening Balance	64,14,393	60,88,859
	Depreciation for the year	2,86,033	3,25,535
	Closing Balance	67,00,427	64,14,393
	<b>TOTAL</b>	<b>20,71,188</b>	<b>23,57,222</b>

Amount recognised in Statement of Profit and Loss for investment properties:

PARTICULARS	As At March 31, 2020	As At March 31, 2019
Rental Income derived from Property	24,10,000	25,20,000
Less : Depreciation charged during the year	2,86,033	3,25,535
<b>Profit/(Loss) from Investment Property</b>	<b>21,23,967</b>	<b>21,94,465</b>

NOTE	3 DEFERRED TAX ASSETS (NET)	As At March 31, 2020	As At March 31, 2019
	<b>Tax effect of items constituting deferred tax liability</b>		
	On difference between book balance and tax balance of fixed assets	-	-
	<b>Tax effect of items constituting deferred tax assets</b>		
	On difference between book balance and tax balance of fixed assets	6,85,400	5,19,610
	Brought forward business losses	10,239	2,14,580
	<b>TOTAL</b>	<b>6,95,639</b>	<b>7,34,190</b>

NOTE	4 OTHER NON-CURRENT ASSETS (Unsecured & Considered Good)	As At March 31, 2020	As At March 31, 2019
	Advance payment of taxes (Net of Provisions)	2,18,06,531	2,16,73,271
	MAT Entitlement Credit	10,60,303	7,48,012
	Balance with Revenue Authorities	65,424	398
	<b>TOTAL</b>	<b>2,29,32,258</b>	<b>2,24,21,681</b>

NOTE	5 TRADE RECEIVABLES (Unsecured & Considered Good)	As At March 31, 2020	As At March 31, 2019
	Trade Receivables	8,64,000	39,72,000
	<b>TOTAL</b>	<b>8,64,000</b>	<b>39,72,000</b>

NOTE	6 CASH & CASH EQUIVALENTS	As At March 31, 2020	As At March 31, 2019
	Cash on Hand	6,629	1,689
	Balance with Bank	1,85,928	49,738
	<b>TOTAL</b>	<b>1,92,557</b>	<b>51,427</b>

NOTE	7 Loans	As At March 31, 2020	As At March 31, 2019
	(Unsecured & Considered Good)		
	Loans Given repayable on Demand *	5,12,11,009	5,03,40,868
	<b>TOTAL</b>	<b>5,12,11,009</b>	<b>5,03,40,868</b>

(\*) The company has granted loans and advances repayable on demand to M/s. Anchor Daewoo Industries Ltd Rs.1,25,50,269/- and Chintan Lifespaces LLP Rs. 46,50,000/- However, pending disputes/litigations between the parties, the company had not provided interest in respect of the same.

NOTE	8 OTHER CURRENT ASSETS	As At March 31, 2020	As At March 31, 2019
	(Unsecured & Considered Good)		
	Other Current Assets	2,206	2,773
	<b>TOTAL</b>	<b>2,206</b>	<b>2,773</b>

NOTE	9 EQUITY SHARE CAPITAL	As At March 31, 2020		As At March 31, 2019	
		Units	Amount	Units	Amount
	<b>AUTHORISED SHARE CAPITAL</b>				
	Equity Shares of ₹ 10/- each	50,00,000	5,00,00,000	50,00,000	5,00,00,000
	<b>ISSUED SUBSCRIBED &amp; PAID-UP</b>				
	Equity Shares of ₹ 10/- each	14,85,210	1,48,52,100	14,85,210	1,48,52,100
	<b>TOTAL</b>	<b>14,85,210</b>	<b>1,48,52,100</b>	<b>14,85,210</b>	<b>1,48,52,100</b>

Details of Share Holders holding more than 5% Equity shares in the company at the end of the Year.

NAME OF SHAREHOLDERS	As At March 31, 2020		As At March 31, 2019	
	%	No of Shares	%	No of Shares
1) Jadavji Lalji Shah	14.27	2,11,950	14.27	2,11,950
2) Damji Lalji Shah	12.66	1,88,100	12.66	1,88,100
3) Shantaben Damji Shah	10.81	1,60,500	10.81	1,60,500
4) Jaywanti Jadavji Shah	8.28	1,23,000	8.28	1,23,000

**Terms/Rights attached to Equity Shares**

The Company has only one class of Equity shares having par value of ₹.10/- per shares. Each shareholders of equity shares is entitled to In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amount, in proportion to their share holding.

**Reconciliation of number of shares outstanding :**

PARTICULARS	As At March 31, 2020		As At March 31, 2019	
	No of Shares	No of Shares	No of Shares	No of Shares
Equity shares at beginning of the year	14,85,210	14,85,210	14,85,210	14,85,210
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Equity Shares at the end of the year	14,85,210	14,85,210	14,85,210	14,85,210

NOTE	10 OTHER EQUITY	As At March 31, 2020	As At March 31, 2019
	<b>General Reserve</b>		
	As per last balance sheet	1,75,49,300	1,75,49,300
	<b>Retained Earnings</b>		
	As per last balance sheet	4,07,90,732	3,97,47,783
	<b>Add: Profit / (Loss) for the year</b>	17,79,737	10,42,949
		4,25,70,468	4,07,90,732
	<b>TOTAL</b>	<b>6,01,19,768</b>	<b>5,83,40,032</b>

NOTE	11 NON-CURRENT BORROWINGS	As At March 31, 2020	As At March 31, 2019
	(Unsecured, Repayable on Demand)		
	Unsecured Loans from Bobby Corporates	62,21,849	1,03,85,830
	<b>TOTAL</b>	<b>62,21,849</b>	<b>1,03,85,830</b>

NOTE	12 OTHER CURRENT LIABILITIES	As At March 31, 2020	As At March 31, 2019
	Statutory Dues Payable	1,11,381	1,01,248
	Deposits	8,37,502	8,37,502
	Other Payables	3,52,579	2,47,582
	<b>TOTAL</b>	<b>13,01,462</b>	<b>11,86,332</b>

NOTE	13 OTHER INCOME	2019-20	2018-19
	Interest on Loans Given	25,44,600	22,08,346
	Rent Income	24,10,000	25,20,000
	Profit on sale of fixed assets	15,32,174	-
	Interest on Income Tax Refund	-	17,515
	Miscellaneous Income	21,536	3,041
	<b>TOTAL</b>	<b>65,08,310</b>	<b>47,48,902</b>

NOTE	14 EMPLOYEE BENEFIT EXPENSES	2019-20	2018-19
	Salary Bonus & other allowances	11,54,037	6,65,801
	Staff Welfare Expenses	5,857	4,663
	<b>TOTAL</b>	<b>11,59,894</b>	<b>6,70,464</b>

NOTE	15 OTHER EXPENSES	2019-20	2018-19
	Rates & Taxes	1,28,933	94,686
	Repairs & Maintenance - Others	4,41,984	6,15,636
	Payment to Auditors:		
	- Towards Audit Fee	2,00,000	2,00,000
	- Towards Certification Fees & Other Services	15,000	15,000
	Listing Fees	3,00,000	2,50,000
	Legal & Professional Expenses	12,93,500	8,70,500
	Electric Expenses	72,350	19,042
	Miscellaneous Expenses	78,035	83,217
	Advertisement Expenses	71,066	58,029
	Penalty & Fines	-	36,780
	<b>TOTAL</b>	<b>26,00,868</b>	<b>22,42,890</b>

NOTE	16 FINANCE COST	2019-20	2018-19
	Interest On Loans	3,53,799	1,06,478
	Interest Others	534	1,926
	<b>TOTAL</b>	<b>3,54,333</b>	<b>1,08,404</b>

NOTE	17 EARNING PER SHARE	2019-20	2018-19
	Net Profit/(Loss) after tax	17,79,737	10,42,949
	Weighted average No. of Shares	14,85,210	14,85,210
	Nominal value per Share (₹)	10	10
	Earnings per Share	1.20	0.70
	Diluted Earnings per Share	1.20	0.70

**NOTE 18 Contingent Liabilities:**

Claims not acknowledged by the company relating to cases contested by the company and which, in the opinion of the Management, are not likely to devolve on the company relating to the following areas

a. The disputed Income-tax demand of ₹. 188.25 lacs as under:

Assessment Year	Tax Demand	Tax Paid under
1992-93	31.57	31.57
2013-14	11.43	11.43
2014-15	145.25	145.25

Based on the decision of the Appellate authorities and the interpretations of the other relevant provision, the company has been legally advised that the demand is likely to be either deleted or substantially reduced and hence no provision is made in the books of accounts.

**NOTE 19** In the opinion of the management, Loans & Advances and trade receivables have a value on realization in the ordinary course of the business at least equal to the amount at which they are stated in the books of accounts.

**NOTE 20** Provision for accruing of liabilities for gratuity in terms of Ind AS 19 "Employee Benefits" issued by The Institute of Chartered Accounts of India has not been made in the accounts as provisions of Payment of Gratuity Act is not applicable to the company. However, any payment for the same if incurred is accounted on cash basis.

**NOTE 21** The Company is engaged in one operational Business and Hence Segment reporting is not applicable to the company.

NOTE	22 IMPORTS (VALUES ON CIF)	2019-20	2018-19
	CIF value of Imports	Nil	Nil

NOTE	23 FOB VALUE OF GOODS EXPORTED	2019-20	2018-19
	FOB value of goods exported	Nil	Nil

NOTE	24 ACTIVITY IN FOREIGN CURRENCY	2019-20	2018-19
	Earnings in Foreign currency	Nil	Nil
	Expenditure in Foreign currency	Nil	Nil

NOTE	25 REMITTANCE IN FOREIGN CURRENCY	2019-20	2018-19
	For payment of Dividend	Nil	Nil

#### Related Party Transactions

Related party disclosure in accordance with the Ind AS - 24 issued by the Institute of chartered Accountants of India is as under;

NOTE	26 RELATED PARTY TRANSACTION	2019-20	2018-19
	a) Key Managerial Personnel (KMP)		
	- Shri Rajesh Hirji Shah (Director)		
	- Shri Dhanesh V. Parikh (Director)		
	- Shri Sunil Hirji Shah (Director)		
	- Smt Julie Mehul Shah (Director)		
	- Ms. Rupali Dhiman (Company Secretary)		
	b) Persons or close relatives having significance influence		
	- Shri Jadavji Laji Shah		
	- Smt Jaywanti Jadavji Shah		
	- Shri Mehul Jadavji Shah		
	- Shri Hemang Jadavji Shah		
	- Shri Damji Lalji Shah		
	- Smt Shantaben Damji Shah		
	c) Enterprises over which persons or relatives have significant influence		
	M/s. Great White Global Pvt Ltd.		
	M/s. Good Value Financial Services Pvt Ltd		
	M/s. Avtar Securities Private Limited		
	i) Details of Transaction with Enterprises in (c) above		
	Rent Income	24,00,000	24,00,000
	Remuneration to KMP (Ms. Rupali Dhiman)	1,80,000	62,500
	Interest Paid on Loans- Avtar Securities Private Limited	3,53,799	1,06,478
	ii) Loans/Deposit Granted/ Received back		
	Granted During the year	-	-
	Received back during the year	-	-
	iii) Loans Taken/Repaid		
	Loans Taken		
	M/s. Good Value Financial Services Pvt Ltd	30,52,000	60,10,000
	M/s. Avtar Securities Private Limited	-	30,00,000
	Loans Repaid		
	M/s. Good Value Financial Services Pvt Ltd	70,13,400	-
	M/s. Avtar Securities Private Limited	5,21,000	1,30,000
	iv) <u>Balance Outstanding at the end of the Year:</u>		
	Trade Receivables	8,64,000	38,30,400
	Security Deposit	-	-
	Loans Granted(dr)	-	-
	Loans Taken (cr)		
	M/s. Good Value Financial Services Pvt Ltd	34,58,600	74,20,000
	M/s. Avtar Securities Private Limited	27,63,249	29,65,830

Notes: 1) Related party relationship is as identified by the company and relied upon by the auditor.

**NOTE 27** As the Company does not fulfill the criteria specified in section 135 of the companies Act read with rule 3 of the Companies (Corporate Social Responsibility Policy) Rule,2014 ('CSR Rules')for three consecutive Financial Years, CSR Provisions is not applicable to the company.

**NOTE 28** Balances in respect of Trade receivables, Loans & advances and Liabilities in most of the cases are subject to confirmations, reconciliations and adjustments, if any.

**NOTE 29** Leases  
A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Company as a lessee

The Company has elected not to apply the requirements of Ind AS 116 as there is no any contract in writing, further pending litigation with the lessor the company has treated the transactions as short-term leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense in the profit & loss account.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

Transition to IndAS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees

The Company has adopted IndAS 116, effective annual reporting period beginning April 1, 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the Standard, recognised on the date of initial application (April 1, 2019). Accordingly, the Company has not restated comparative information, instead, the cumulative effect (if any) of initially applying this standard has been recognised as an adjustment to the opening balance of retained earnings as on April 1, 2019.

The Company is not required to make any adjustments on transition to IndAS 116 for leases in which it acts as a lessor. The Company accounted for its leases in accordance with IndAS 116 from the date of initial application. The Company does not have any significant impact on account of lease on the application of this standard.

- NOTE 30** The Global spread of Covid-19 has led to an uncertain and unpredictable path ahead for all of us. Amidst the tumult of this unprecedented period, our priority has been to safeguard the health and well-being of our customers, employees and our communities while continuing our business operations. As the lockdown continues further, we are seeing reduced sales and services and lower footfall in our venue. reduction in variable costs will trail sales drop, abetted by higher cost of hygiene and sanitation at all our locations apart from higher absenteeism due to transport restriction. The full extent to which the pandemic will impact our future financial results will depend on upcoming developments, which are highly uncertain including any new information concerning the severity of the pandemic and the action to mitigate its spread as advised by local authorities.
- NOTE 31** "The Micro, Small and Medium Enterprises Development Act, 2006" has come into force from October 2, 2006 which has repealed the provisions of Interest on delayed payment to Small Scale and Ancillary Industrial Undertaking Act, 1993. As on the date of this Balance sheet there was no any balance payable to the suppliers/creditors and hence the provisions of the this Act is not applicable to the company for year. This has been relied upon by the Auditors.
- NOTE 32** The previous year's figures have been regrouped & recast wherever necessary to make them comparable.

**Per our report of even date**

**For N. B. Purohit & Co.**

Chartered Accountants

Firm's registration number: 108241

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

**Rajesh H. Shah**

Managing Director

Din No: 00475776

**Dhanesh B. Parikh**

Director

Din No: 00676930

**Nilkanth B. Purohit**

Proprietor

M.No: 31999

**Sunil H. Shah**

Director & CFO

DIN No: 02775683

**Rupali Dhiman**

Company Secretary

M.No: 54968

Place : Mumbai

Dated: 31st July, 2020



CLASSIC ELECTRICALS LIMITED

**NOTE 1 : PROPERTY PLANT AND EQUIPMENT**

<b>I Property Plant and Equipment</b>							
	<b>Facility land</b>	<b>Staff Quarters</b>	<b>Office Premises</b>	<b>Plant and Machinery</b>	<b>Electric Fittings</b>	<b>Furniture and fixtures</b>	<b>Total</b>
<b>A Gross Block</b>							
Deemed costs as at April 01, 2019	7,58,823	3,90,241	1,05,06,213	17,46,305	1,26,691	41,80,085	1,77,08,357
Additions							-
Disposals / adjustments		3,90,241					3,90,241
<b>As At March 31, 2020</b>	<b>7,58,823</b>	<b>-</b>	<b>1,05,06,213</b>	<b>17,46,305</b>	<b>1,26,691</b>	<b>41,80,085</b>	<b>1,73,18,116</b>
<b>B Accumulated depreciation</b>							
As at April 01, 2019	-	2,68,498	67,11,650	17,46,305	1,26,691	39,71,081	1,28,24,224
Depreciation for the year	-	3,917	2,36,068				2,39,985
Disposals / adjustments	-	2,72,414	-				2,72,414
<b>As At March 31, 2020</b>	<b>-</b>	<b>-</b>	<b>69,47,719</b>	<b>17,46,305</b>	<b>1,26,691</b>	<b>39,71,081</b>	<b>1,27,91,795</b>
<b>Net Block</b>							
As at March 31, 2019	7,58,823	1,21,743	37,94,563	-	-	2,09,004	48,84,133
<b>As at March 31, 2020</b>	<b>7,58,823</b>	<b>-</b>	<b>35,58,494</b>	<b>-</b>	<b>-</b>	<b>2,09,004</b>	<b>45,26,321</b>