



C *restchem Limited*

CIN : L24100GJ1991PLC015530

29th
ANNUAL REPORT
2020-2021

CRESTCHEM LIMITED
CIN - L24100GJ1991PLC015530

TWENTY NINETH ANNUAL REPORT
2020-2021

BOARD OF DIRECTORS

Shri Dipak Narendraprasad Patel	-	Chairman and Promoter Director (DIN – 02052080)
Shri Nitinkumar Shantilal Shah	-	Non Executive & Independent Director (DIN – 00027351)
Shri Rajesh I. Mody	-	Non Executive & Independent Director (DIN – 02054117)
Smt. Binaben Parasbhai Patel	-	Non Executive & Independent Director (DIN – 07131005) (Women Director)
Khyati Vyas	-	Company Secretary & CFO

BANKERS

BANK OF INDIA
BHUUJ MERCANTILE CO-OP. BANK
STATE BANK OF INDIA

AUDITORS

M/s. Samir M. Shah & Associates
Chartered Accountants
Ahmedabad.

FACTORY AND REGISTERED OFFICE

Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715
PHONE NUMBER 02764-278247 /09409119484
EMAIL ID info@crestchemlimited.in
WEBSITE www.crestchemlimited.in.

SHARE TRANSFER REGISTRAR

LINK INTIME INDIA PRIVATE LIMITED
506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre Near ST Xavier's College Corner Off C G Road , Ellisebridge Ahmedabad - 380006
Telefax No. : 91-79 - 26465179/86/87
Email: ahmedabad@linkintime.co.in

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NOTICE

NOTICE is hereby given that the **TWENTY NINETH ANNUAL GENERAL MEETING** of the Members of **CRESTCHEM LIMITED** will be held as scheduled below:

Date	: 23thSeptember, 2021
Day	: Thursday
Time	: 12.15 pm (Noon)
Place	: Through Video Conferencing (VC) or Other Audio Visual Means (OAVM),

to transact the following business :

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Accounts of the Company for the period (12 months) ended on 31st March 2021, and the Director's and Auditor's Reports thereon.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)

Khyati Vyas

Date : 12-08-2021

Company Secretary

ACS-25742

SPECIAL BUSINESS:**2. APPOINTMENT OF SHRI DIPAK NAREDRAPRASAD PATEL AS CHAIRMAN OF THE COMPANY**

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

“RESOLVED THAT Shri Dipak Narendraprasad Patel, director of the Company, is hereby appointed as chairman of the company in place of present Chairman Shri Nitinkumar Shantilal Shah with effect from 01/07/2021 and that the resignation of Shri Nitinkumar Shantilal Shah as chairman has been accepted w.e.f. close of business hours on 30/06/2021, and Shri Nitinkumar Shantilal Shah continues as Independent non executive director of the company”.

“RESOLVED FURTHER THAT any director of the company be and is hereby authorized to sign and filed all necessary documents/ form with the statutory Authorities to give effect to the above resolution”.

3. APPOINTMENT OF DIPAK PATEL AS MANAGING DIRECTOR

The Board of directors in its Board meeting held on 12/08/2021 appointed of Shri Dipak Narendraprasad Patel, Director of the Company as the Managing Director of the Company, to consider and if thought fit to pass with or without modification(s), the following resolution as Special Resolution:

“RESOLVED THAT pursuant to provisions of Sections 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s) thereof, for the time being in force), subject to approval of the members in the General Meeting and such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the Board of Directors be and is hereby accorded to the appointment of Shri Dipak Narendraprasad Patel as Managing Director of the Company for the period of five years from 01st October, 2021 to 30th September, 2026 and payment of remuneration by way of salary, perquisite, commission and such other terms and conditions as recommended by the Nomination & Remuneration Committee in its meeting and approved by Board of Directors for the aforesaid period.”

“RESOLVED FURTHER THAT Shri Dipak Narendraprasad Patel, Managing Director be paid a monthly salary of Rs. 75,000/- per month + Perquisites etc. w.e.f. 1st October, 2021, with authority to the board of directors to increase the salary up to Rs. 2,00,000/- per month during his tenure as Managing Director.”

“RESOLVED FURTHER THAT necessary form for the appointment of Shri Dipak Narendraprasad Patel as Managing Director to be filed with ROC.”

“FURTHER RESOLVED THAT any director be and is severally authorized to sign all deeds and documents in regards to above matter”.

4. REMUNERATION TO NON EXECUTIVE DIRECTORS

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

“RESOLVED THAT payment of remuneration to Non Executive Director (NED) and Independent Director (ID) and (2) Amended Part II of Schedule V under the heading Remuneration, to include not just Managerial person but other Directors also including NED and ID. Now NED and ID can be remunerated annually from Rs.12 lakhs (in case of negative effective capital) to 24 lakhs plus 0.01% of the effective capital in excess of Rs.250 Crores”.

“RESOLVED FURTHER THAT the above payment of remuneration is in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors and/or other meetings being paid to the non-executive Directors”.

5. APPOINTMENT OF MRS. PARUL DIPAK PATEL AS MANAGER (ADMINISTRATION)

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

“RESOLVED THAT Mrs. Parul Dipak Patel has been appointed as Manager (Administration) to handle administrative work of the company w.e.f. 01/07/2021 for a period of 5 years (upto 30/06/2026) on monthly salary of Rs. 45,000/- p.m. (Rs.45,000/- – 6000/- - Rs.75,000/- salary slab). and other perquisites, if any as per the terms and conditions of appointment, subject to approval of members in ensuing General Meeting”.

“RESOLVED FURTHER THAT appointment of Mrs. Parul Dipak Patel is considered as related party transaction as she is wife of director Shri Dipak Narendraprasad Patel hence necessary intimation/information has been given to concerned authorities' within prescribed time limit wherever required”.

NOTES :

- The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of the businesses under Item no. 2 to 5 of the accompanying notice is annexed hereto. The relevant details of the persons seeking appointment / re-appointment as Director are also annexed to this Notice.
- The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 16, 2021 to Thursday, September 23, 2021 (both days inclusive).
- In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the 5 Annual Report 2020-21 rules made thereunder on account of the threat posed by Covid-19”, Circular no. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” and Circular no. 02/2021

- dated January 13, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic" and circular no. SEBI/HO/CFD/CMD2/ CIR/ P/2021/11 dated January 15, 2021 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic" (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC/ OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
4. In line with the aforesaid MCA circulars and SEBI Circulars, the Notice of AGM alongwith Annual Report for the year 2020-21 is being sent only through electronic mode to those members whose email IDs are registered with the company/depository participant(s). Member may note that Notice and Annual Report 2020-21 has been uploaded on the website of the Company at www.crestchemlimited.in Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
 5. The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
 6. Corporate Members are encouraged to attend the AGM through their Authorized Representatives. They are requested to send by email, a certified copy of the Board Resolution/ Authorisation Letter authorizing their representatives to attend and vote on their behalf in the Meeting. The said Resolution / Authorisation letter shall be sent to the Scrutinizer by email through its registered email address to scrutinizer: mehulkraval@gmail.com or investors@crestchemlimited.in with a copy marked to helpdesk.evoting@cdslindia.com.
 7. Since the AGM is being held through VC /OAVM in accordance with the aforesaid Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-Voting.
 8. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to Link Intime India Pvt. Ltd, or Secretarial Department of the Company immediately. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
 9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
 10. The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.
 11. The Members attending the AGM through VC/OVAM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
 12. The Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at investors@crestchemlimited.in in advance atleast 7 days prior to the meeting. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
 13. The Member may also send their query in writing through investors@crestchemlimited.in atleast 5 days prior to the meeting, which would be replied by the Chairman at the time of the meeting or it will be replied to by the Company suitably by mail. For this purpose, it would not be necessary to register as speaker,
 14. The Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Wednesday, 15th September, 2021 to Saturday 18th September, 2021 through email on investors@crestchemlimited.in. The same will be replied by the Company suitably.
 15. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 16th September, 2021 to Thursday, 23rd September, 2021 (both days inclusive).
 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 1st April, 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 Secretary or Link In-time India Pvt. Ltd., Company's Registrar and Share Transfer Agents ("RTA") for assistance in this regard.
 17. Members are requested to note that SEBI, vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 7th September, 2020, has fixed 31st March, 2021 as the cut-off date for re-ldgment of physical share transfer requests and has stipulated that such transferred shares shall be issued only in demat mode.
 18. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Company's RTA in case the shares are held by them in physical form. Members attention is also invited to SEBI's circular no SEBI/HO/MIRSD/0081/CIR/P/ 2018/73 dated 20th April, 2018, pursuant to which the Company has written to shareholders requesting them to furnish details regarding their PAN as also their bank details for payment of

dividend, if any, through electronic mode. Those shareholders who are yet to respond to the Company's request in this regard are once again requested to take action in the matter at the earliest.

19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant ('DP') and holdings should be verified from time to time.
20. As per the provision of Section 72 of the Act, facility for making nomination(s) is available to Individuals holding shares in the Company. Members holding shares in single name are advised to make a nomination in respect of their shareholding in the Company. Members holding shares in physical form should file their nomination with the Company or RTA, whilst those Members holding shares in demat mode should file their nomination with their Depository Participant.
21. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Company's RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
22. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
23. In compliance with the aforesaid MCA Circulars, SEBI Circulars and other provisions of the Act, the Notice of the AGM along with the Annual Report for the Financial Year 2020-21 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the DPs or the Company/RTA, unless the Members have requested for a physical copy of the same. Members may note that the Notice of the AGM and the Annual Report for the Financial Year 2020-21 will also be available on the Company's website at www.crestchemlimited.in, websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com and on the website of RTA at <https://www.linkintime.co.in/>.
To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
24. The Company's Statutory Auditors, M/s Samir M. Shah & Associates, were appointed as Statutory Auditors of the Company for a period of five (5) consecutive years at the 25th AGM held on 17/08/2017 on the remuneration to be determined by the Board of Directors. Pursuant to the Companies (Amendment) Act, 2017, effective from 7th May, 2018, it is no longer necessary to seek the ratification of the Shareholders for continuance of the above appointment. Hence, the Company is not seeking the ratification of the Shareholders for the appointment of the Statutory Auditors.
25. Members may please note that SEBI has made PAN as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. Members may please note that SEBI has also made it mandatory for submission of PAN in the following areas:
 - a. Deletion of name of the deceased shareholder(s);
 - b. Transmission of shares to the legal heir(s); and
 - c. Transposition of shares.

Instructions for e-voting and attending the AGM through VC/OAVM are annexed to this Notice.

THE INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER.

- i. 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 aforesaid MCA Circulars and SEBI Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the Authorised e-Voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-Voting as well as e-Voting system on the date of the AGM will be provided by CDSL.
- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. September, 15, 2021, shall be entitled to avail the facility of remote e-Voting as well as e-Voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 - iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. September 15, 2021, shall be entitled to exercise his/her vote either electronically i.e. remote e-Voting or e-Voting system on the date of the AGM by following the procedure mentioned in this part.
 - iii. The remote e-Voting will commence on Monday, September 20, 2021 at 9.00 a.m. and will end on Wednesday, September 22, 2021 at 5.00 p.m. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
 - iv. Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
 - v. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date.
 - vi. The Company has appointed CS Mr. Mehul Raval, Practising Company Secretary (Membership No. A-28155; CP No: 10500), to act as the Scrutinizer for conducting the remote e-Voting process as well as the e-Voting on the date of the AGM, in a fair and transparent manner.
 - vii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below: Type of shareholders Login Method Individual Shareholders holding

securities in Demat mode with CDSL 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on Login icon and select New System Myeasi.

Type of shareholders Login Method 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

The detailed circular on procedure of E voting is being attached.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 12-08-2021

Khyati Vyas
Company Secretary
ACS-25742

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

As required by Section 102 of the Act, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 2 to 5 of the accompanying Notice dated August 12, 2021.

2. APPOINTMENT OF SHRI DIPAK NARENDRAPRASAD PATEL AS CHAIRMAN OF THE COMPANY

Due to Shri Dipak Narendraprasad Patel's vast experience in handling our Company's affairs right from inception of the company and he having put the company on sound financial footing, though he has resigned as Managing Director of the company due to his personal reasons, and hence does not draw any salary from the company w.e.f. 01/07/2021 and continue to remain on board as director. His continued guidance to the company is most essential including strategic and development work of the company. He was requested by the board to take up the position of Chairman of the Board, to satisfy companies above need which was accepted by Shri Dipak Narendraprasad Patel. Hence he was appointed as Chairman of the Board of director in the meeting held on 01/04/2021.

3. APPOINTMENT OF MANAGING DIRECTOR

Shri Dipak Narendraprasad Patel had resigned as Managing Director w.e.f. 01/07/2021 due to his personal reasons, while continuing as Promoter director of the company. He is having a degree in Chemistry with first class and he holds Master of Business Administration (M.B.A.) degree and he was the Managing Director of the company since inception having rich experience in chemical and allied industries. Under the active guidance of Shri Dipak Narendraprasad Patel the company has successfully developed two new products namely Capric / Caprylic Triglycerides and Lactose Free products, by indigenous technology, the company will benefit from this in subsequent coming years. His yeoman service to the company has put the company on sound financial footing. His resignation was accepted by the Board and necessary intimation was also given to all concerned authorities.

However, the board in its meeting held on 12/08/2021 had sincerely requested Shri Dipak Narendraprasad Patel to rejoin

once again as Managing Director of the company since the company has so far not being able to find a suitable candidate to take his place, who may be having technical and non-technical experience and business acumen like Shri Dipak Narendraprasad Patel. Further Shri Dipak Narendraprasad Patel's overall contribution has resulted into company being debt free till date and negligible finance leverage. Hence the board of directors hereby request the members to consider his appointment as Managing Director once again. Shri Dipak Narendraprasad Patel has accepted the request of the board to rejoin as Managing Director and as gesture of goodwill, he being the promoter director of the company, has agreed to draw reduced salary due to recessionary trend prevailing in the market and Covid-19 Pandemic of Rs. 75,000/- pm + Perquisites, voluntarily, (at the time of his resignation the salary drawn by him was to Rs.. 2,00,000/- p.m. + perquisites) Upon rejoining as Managing director Shri Dipak Narendraprasad Patel also agreed not to draw any retirement benefits i.e. Gratuity, Leave encashment etc which will be benefited to the company in terms of conserving funds for future developments of the company, as also the resultant benefit will be to esteemed shareholders. Further in view of the continued adverse covid-19, scenario the voluntary reduction in salary, has been considered appropriate by the board to reduce expenditure of the company to the extent possible. The board of directors has expressed their sincere thanks to Shri Dipak Narendraprasad Patel for rejoin as Managing Director to satisfy the needs of the company.

Accordingly the board of directors in their meeting held on 12/08/2021 has subject to approval of the members appointed Shri Dipak Narendraprasad Patel as Managing Director for period of 5 years i.e. from 1st October, 2021, to 30th September, 2026. The salary has been kept at Rs. 75,000/- per month + Perquisites etc.. w.e.f. 1st October, 2021, with authority to the board of directors to increase the salary up to Rs. 2,00,000/- per month during his tenure as Managing Director. The remuneration committee, at its meeting held on 12/08/2021 has recommended to the board, the appointment of Shri Dipak Narendraprasad Patel, Managing Director for a period of 5 years and has recommended the terms of his appointment and remuneration. This was also approved by the board in its meeting held on 12/08/2021.

The major terms and conditions of his appointment are as under:

PERIOD: For a period of 5 years from 1st October, 2021 to 30th September, 2026.

REMUNERATION:

- A. SALARY : "Shri Dipak Narendraprasad Patel, Managing Director be paid a monthly salary of Rs. 75,000/- per month + perquisites etc. w.e.f. 1st October, 2021, with authority to the board of directors to increase the salary up to Rs. 2,00,000/- per month during his tenure as Managing Director."
- B. PERQUISITES :
1. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or put together are not taxable under the income-tax Act, 1961.
 2. Reimbursement of medical expenses up to Rs. 15000 p.a.
 3. Free use of Company's car for Company's business and free telephone facility at residence. If the MD is using his own car for company's business and / or his own telephone at residence, the expenditure for the same shall be reimbursed to him as per the actual

Cash memos / fuel bills of the car and the actual telephone bills.

4. Leave travel concession for him and his family will be available on 2 roundtrip journeys in one block of 4 years within India by A/C first class (for railways) or economy class (for air travel) subject to production of actual expenditure details which has been incurred for travelling anywhere in India.

C. COMMISSION :

The Managing Director shall be entitled to commission at the rate of 1% of the Net Profit of the Company with the overall ceiling laid down under Companies Act, 2013.

- The Managing Director shall not, so long as he function as such, become interested or otherwise concerned directly or through his wife and/or minor children in any selling agency of the Company without the prior approval of the Central Government.

- DUTIES:** Subject to the superintendence, direction and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.
- TERMINATION:** The managing Director may be removed from his office for gross negligence, breach of duty or trust if a Special Resolution to that effect is passed by the Company in its General Meeting. The Managing Director may resign from his office by giving 90 days notice to the Company.

COMPENSATION: In the event of termination of office of Managing Director takes place before the expiration of tenure thereof. Managing Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under Companies Act, 2013.

Brief resume of directors, who are proposed to be appointed as Managing Director / Executive at this meeting are given below :

Name of Director	Shri Dipak Narendraprasad Patel
DIN	02052080
Date of birth	26/02/1955
Qualification	B.Sc and M.B.A.
Brief resume and Nature of Experience in specific areas	Having rich experience of more than 3 decades, in chemical and allied industries. He is promoter Director of the company
List of Directorship	Nil
Chairman/ Member of the Committees of the Board of the Companies	Nil
Terms and conditions of appointment	Mentioned in explanatory statement point no. 3
Disclosure of relationship between Director Inter-se	No related to any director
Shareholding in the company	449975 Shares
No. of Board meetings attended during FY 2020-21	6

4. REMUNERATION TO NON EXECUTIVE DIRECTORS:

Non-executive director including independent director does not engage in the day-to-day management of the organization but is involved in policy making and planning exercises, accordingly it is justified and a welcome step to give remuneration to them, non-executive directors, including independent directors, devote their valuable time and have experience to give critical advice to the company. Therefore, they should be appropriately compensated for the same. Any non-executive director of such company, including an independent director, may be paid remuneration in accordance with Schedule V of the Act.

Under the latest MCA move, the annual limit of remuneration for a non executive director or an independent director has been linked to the effective capital of the firm. In the case of firms with an effective capital that is either 'negative' or less than 5 crore, the maximum annual remuneration has been pegged at 12 lakh per non executive director;

On 18th March 2021 two amendments were notified (1) As per CAA 2020 section 149 and 197 were made effective amending payment of remuneration to NED and ID and (2) Amended Part II of Schedule V under the heading REMUNERATION, to include not just Managerial person but other Directors also including NED and ID.

Now NED and ID can be remunerated annually from Rs.12 lakhs (in case of negative effective capital) to 24 lakhs plus 0.01% of the effective capital in excess of Rs.250 Crores.

5. APPOINTMENT OF MRS. PARUL DIPAK PATEL AS MANAGER (ADMINISTRATION)

As the business of the company is expanding well and commensurate with the increase work load it was necessary to have a dedicated person to handle such day to day administrative work of the company, which may also include documentation work related to exports - imports, that may come up in future. Hence the matter was discussed in the respective Meeting of Board of Directors held on 24/06/2021 and thereafter Mrs. Parul Dipak Patel wife of the promoter director Shri Dipak N Patel, being most suitable for the said work, as she has been all the time informally assisting Shri Dipak Narendraprasad Patel in his work and hence she is well versed with the affairs of the company, was recommend to be appointed as Manager (Administration) of the company w.e.f. 01/07/2021 for a period of 5 years (upto 30/06/2026) on monthly salary of Rs. 45,000/- p.m. (45,000/- – 6000/- -Rs.75,000/- salary slab). and other perquisites, if any as per the terms and conditions of appointment, subject to approval of members in Next General Meeting,

Appointment of Mrs. Parul Dipak Patel is considered as related party transaction as she is wife of director Dipak Narendraprasad Patel hence necessary intimation/information has been given to concerned authorities' within prescribed time limit wherever required.

By Order of the Board of Directors
Sd/-

Place : Indrad (Kadi)
Date : 12-08-2021

Khyati Vyas
Company Secretary
ACS- 25742

CIRCULAR ON PROCEDURE OF E-VOTING

INSTRUCTIONS FOR E-VOTING AND ATTENDING THE AGM THROUGH VC / OAVM ARE AS FOLLOWS: EVSN : 210820029

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.crestchemlimited.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

6. The 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 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the **General Circular No. 20/2020** as per MCA circular no. 02/2021 dated January, 13, 2021.

The instructions for Members for remote e- voting through electronic means are as under: EVSN : 210820029

- (i) The voting period begins on 20th September, 2021 (9:00 am) and ends on 22nd September, 2021 (5:00 pm) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off (record date) of date 15th September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

	<p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies. Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- a. The shareholders should log on to the e-voting website www.evotingindia.com.
 - b. Click on “Shareholders” module.
 - c. Now enter your User ID
- (ii) Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iii) Next enter the Image Verification as displayed and Click on Login.
- (iv) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (v) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot/ Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Crestchem Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@crestchemlimited.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(xvi) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

- a. For Physical shareholders, please provide necessary details like folio number, 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@crestchemlimited.in
- b. For Demat shareholders, please provide demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), name, client master or copy of Consolidated Account statement, PAN (selfattestedscanned copy of PAN card), AADHAR (selfattestedscanned copy of Aadhar Card) to info@crestchemlimited.in.

B. Instructions for Members attending the AGM through VC / OAVM are as under:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

The Company has appointed CS Mehul Raval, Practising Company Secretary (Membership No: A28155; CP No: 10500), to act as the Scrutiniser for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

If you have any queries or issues regarding attending AGM and e-voting from the e-voting system, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Shri Nitin Kunder (022-23058738) or Shri Mehboob Lakhani (022-23058543) or Shri Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS

- i) The remote e-Voting period commences on 20th September, 2021 (9:00 am) and ends on 22nd September, 2021 (5:00 pm) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cutoff date (record date) of 15th September, 2021 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii.) The voting rights of shareholders shall be in proportion to their shares of the Paid up Equity Share Capital of the Company.
- iii.) CS Mehul Raval, Practising Company Secretary (Membership No: A28155; CP No: 10500) has been appointed as the Scrutinizer to scrutinize the e-Voting process.
- iv.) The Chairman shall, at the AGM, at the end of discussion on the resolution on which voting is to be held, allow voting with the Assistants of Scrutinizer, by use of Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote Evoting facility.
- v.) The Scrutinizer shall immediately after the conclusion of voting at AGM first count the votes and cast the meeting, there after unblock the votes cast through E voting in the presence of at least two witness not in employment of the Company and make, not later than three days from the conclusion of the meeting a consolidated Scrutinizer’s report of the Total votes cast in favours or against if any, to the chairman or person authorized by him in writing who shall counter sign the same. Thereafter, the chairman or person authorised by him in writing shall declare the result of voting forthwith. The result will be hosted and declared will be communicated to the relevant authorities and to the Stock Exchange etc.
- vi.) The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of sufficient votes.
- vii.) For Members holding shares in physical form, the password and default number can be used only for e-Voting on the resolutions given in the notice.
- viii.) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate, link their account which they wish to vote on and then cast their vote. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. They should also upload a scanned copy of the Board Resolution / Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the vote.
- ix.) You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-Voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
- x.) In case you have any queries or issues regarding e-Voting, you may refer the Frequently Asked Questions (“FAQs”) and e-Voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board of Directors

Sd/-

Khyati Vyas
Company Secretary
ACS- 25742

Place : Indrad (Kadi)
Date : 12-08-2021

DIRECTOR'S REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the TWENTY NINETH ANNUAL REPORT together with the Audited Accounts of the Company for the period of 12 months ended on 31st March, 2021.

1. FINANCIAL RESULTS

	(` In Lacs)	
	As at 31-03-2021 (12 Months)	As at 31-03-2020 (12 Months)
Operating Profit / (Loss) (before interest and depreciation)	71.33	59.49
Less : Interest	1.61	00.49
Profit / (Loss) before depreciation	69.72	59.00
Less : Depreciation	02.39	02.04
Profit / (Loss) before Tax	67.33	59.96
Less : Current Tax.	10.51	08.96
Deferred Tax	(00.59)	03.89
Profit/(Loss) after Tax	57.41	44.38

2. TRANSFER TO RESERVES:

The Company has transferred the above profit amount to the General Reserves during the period under review.

3. DIVIDEND

Your directors regret their inability to recommend any dividend on the equity shares during the period under review.

4. MATERIAL CHANGES AND COMMITMENTS:

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

5. OPERATIONS

The Operations of the company continued to improve, on the back of new, successful, introduction of Caprylic/ Capric Triglyceride products in the domestic markets, with positive impact on the profitability of the Company. The Company is making all efforts to expand the customer base.

6. DIRECTORS

Shri Dipak Narendraprasad Patel Managing Director of the Company, has resigned from the post of Managing Director w.e.f. 01/07/2021 before completion of tenure of 5 years, due to his personal reasons, after completion of his resignation notice period of 3 months started from 01/04/2021 to 30/06/2021. Which amount to change of designation, as he continues to remain Promoter Director of the Company. The board of Directors has expressed their deep sense of thanks to him for handling the day to day affairs of the company since all these years and has put the Company on a sound financial footing. Further the board of Directors has appointed Shri Dipak Narendraprasad Patel as Promoter Chairman of the company in place of present Chairman Shri Nitinkumar Shantilal Shah with effect from 01/07/2021 and that the resignation of Shri Nitinkumar Shantilal Shah as chairman was accepted w.e.f. close of business hours on 30/06/2021 and Shri Nitinkumar Shantilal Shah continue as Independent non-executive director of the company. However, the board in its meeting held on 12/08/2021 had sincerely requested Shri Dipak Narendraprasad Patel to rejoin once again as Managing Director of the company since the company has so far not being able to find a suitable candidate to take his place, who may be having

technical and non-technical experience and business acumen like Shri Dipak Narendraprasad Patel. Further Shri Dipak Narendraprasad Patel's overall contribution has resulted into company being debt free till date and negligible finance leverage. Hence the board of directors hereby request the members to consider his appointment as Managing Director once again. Shri Dipak Narendraprasad Patel has accepted the request of the board to rejoin as Managing Director

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchanges is enclosed as Annexure A.

8. SECRETARIAL AUDIT REPORT

Pursuant to Section 204 of the Companies Act, 2013, the Secretarial Audit report for the financial year ended 31st March, 2021 given by Jignesh Shah, Practicing Company Secretary is annexed as Annexure B to this report.

9. NUMBER OF BOARD MEETINGS

During the year the Board of Directors met six times. The details of the Board meetings are provided in the Corporate Governance Report.

10. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- (b) Appropriate accounting policies have been selected and applied so as to give a true and fair view of the state of affairs of the Company as at March, 31st 2021 and of the profit of the Company for that period.
- (c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The annual accounts have been prepared on a going concern basis.
- (e) The Directors have devised proper systems to ensure compliances with the provisions of applicable laws and such systems are adequate and operating effectively.

11. COVID-19

During the Financial Year 2020-21, the prolonged ill effect of covid-19 continued till the date of this report. However keen efforts of the company, continuous to maintain the business of the company without significant ill effects arising due to Covid unprecedented situation

The implication of Covid-19 are not consistent among the different parts of India hence making it difficult to project an outlook, as such it may not be possible at this point of time to provide business outlook for our Company and Industry in general in the post lockdown situation in the country.

12. DECLARATION BY INDEPENDENT DIRECTORS

The Following Directors are independent in terms of section 149(6) of the Act and under SEBI (LODR) Regulation, 2015:

- 1) Shri Rajesh I. Mody
- 2) Smt. Binaben Parasbhai Patel
- 3) Shri Nitinkumar Shantilal Shah

The Company has received requisite declarations/ confirmations from all the above Directors confirming their independence.

13. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Statement containing Particulars of Employees pursuant to section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report. However, as per the provisions of section 134 and 136 of the Companies Act, 2013, the Report and financial statement are being sent to the members and others entitled thereto, excluding the statements containing Particulars of Employees, which is available for inspection by the members at the Registered office of the Company during business hours on all working days (except Saturdays), up to the date of ensuing Annual General Meeting. Any member interested in obtaining a copy of such statement may write to the Company at the registered office of the Company.

14. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to section 135 of the Companies Act, 2013, which is not applicable to the company for the period under review, hence, no committee in this regard has been constituted.

15. EXTRACT OF THE ANNUAL RETURN

Pursuant to Section 134(3)(a) and Section 92(3) of the Act, the Copy of Annual return of the company for the Financial Year ended on 31st March, 2021 will be placed on the Company's website at www.crestchemlimited.in

16. RELATED PARTY TRANSACTIONS

Details of Contracts/arrangement with the Related Parties are appearing under Note no. 27 and form part of this report. All related party transactions that were entered into during the year under report were on arm's length basis and were in the ordinary course of business. The related party transactions made by the Company with erstwhile promoter companies have no potential conflict with the interest of the Company at large.

Related Party Transactions are placed before the Audit Committee as also before the Board, wherever required, for approval. The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website. The Company's management ensures total adherence to the approved Policy on Related Party Transactions to establish Arm's Length Basis without any compromise. Pursuant to the provisions of Section 188(1) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, particulars of material contracts and arrangements entered between the Company and the Related Parties are annexed herewith as Annexure A.

17. DEPOSITS

No Public deposits were accepted or matured during the period under review.

18. FINANCE

The company may have obtained overdraft (OD) facilities from the bank against Company Fixed Deposit (FD) with bank in the routine course of business, The company has returned / paid the OD as and when need fulfilled. There are no outstanding interest payments on above. Our Company is debt free. The Company has adopted Indian Accounting Standards (Ind AS) from 1st April, 2016.

19. AUDITORS

M/S Samir M. Shah & Associate, Chartered Accountants, will hold office for the period of five consecutive years till the conclusion of 30th Annual General meeting to be held in 2022.

20. COST AUDIT

The Central Government of India has not prescribed the maintenance of Cost Accounting Records under sub Section (1) of Section 148 of the Companies Act, 2013 and hence this clause is not applicable to the company.

21. INTERNAL FINANCIAL CONTROLS:

During the previous financial year the Company had in place internal financial control systems as per the general understanding, for smooth functioning. The company has appointed internal auditor and he has reviewed and updated financial matter from time to time.

22. INFORMATION REGARDING CONSERVATION OF ENERGY ETC.

Information required u/s. 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, form part of this report. However, as per the provisions of section 134, the reports and accounts are being sent to all shareholders of the Company excluding the information relating to conservation of energy, foreign exchange earnings and outgo, and the statement of particulars of employees. Any shareholder interested in obtaining such particulars may write to the Director / Company Secretary at the Registered Office of the Company.

23. CORPORATE GOVERNANCE REPORT

During the year under Report Securities & Exchange Board of India (SEBI) introduced new listing Regulation, SEBI (LODR) Regulation, 2015 effective from December 1, 2015. The Corporate Governance Report & practices followed by the Company are indicated separately in the Annexure D forming part of this report. A certificate from the Practicing Company Secretary of the Company, regarding the conditions of corporate governance.

The Company had received a notice of penalty of Rs. 28320/- from Bombay Stock Exchange for the late submission of Share Holding Pattern vide email dated 02/06/2020. The same was suitably replied with the penalty / fees levied, penalty paid vide RTGS dated 05/09/2020 Rs. 28320/-. And later on BSE has waive off the same vide mail dated 22/09/2020.

The company had applied for reclassification of certain 4 shareholders from Promoter category to Public category as they were never involved in any affairs of the company neither they are interested in the same in future. However the same was not considered favorably by BSE.

The Company has received ALF (Annual Listing fees) from BSE for F.Y. 2021-22 Rs. 3,54,000/- (Rs.3,00,000 basic + Gst Rs. 54,000/-) The company received mail from BSE to waive of Previously paid penalty and same should be adjusted against ALF, accordingly The company has paid Alf Rs. 2,83,880/- (2 penalty waived of mail received from BSE i) One mail was received dated 17/02/2021 for Rs. 11800 (Rs. 10000 basic + 1800 GST)

and another mail was received dated 22/09/2020 Rs.28320/- (Rs. 24000 basic + 4320 GST)= Total waive of Rs. 34000/-
Rs. 3,00,000 +54000 GST = Rs. 3,54,000/- ALF
Calculation of adjustment of waive of penalty mail :

Rs. 3,00,000/-

(-) Rs. 34000/-

Rs. 2,66,000/-

(+) GST Rs. 47, 880/-

Rs.313880/-

(-) TDS Rs. 30,000/-

Rs. 2,83,880/- Payment done to BSE towards full and final ALF for F.Y. 2021-22

24. WHISTLE BLOWER POLICY

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the listing agreement, includes an Ethics & Compliance Task Force comprising senior executives of the Company, is in place with the Company. Available on company's website (<https://www.dropbox.com/s/ckuqt7lv6skvcmi/WHISTLE%20BLOWER.pdf?dl=0>).

25. INDUSTRIAL RELATIONS, SAFETY AND ENVIRONMENT

During the year under review, the industrial relations remained harmonious and cordial.

26. DETAILS OF DIRECTORS/KMP WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

During the financial year 2020-21 following directors appointed.

Name	Designation	Appointment/Resignation	Date of Appointment/Resignation
Dipak Narendraprasad Patel	Managing Director	Appointed	01/10/2021

27. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND FORMAL ANNUAL EVALUATION

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy, inter alia, for nomination and appointment (including remuneration) of Directors, senior management and key managerial personnel of the Company. The details of Nomination and Remuneration Policy is stated in the Corporate Governance Report and uploaded on website of the company at <https://www.crestchemlimited.in/download/cd/remuneration-policy.pdf>

The Board of Directors of the Company follows the criteria for determining qualification, positive attributes, independence of Directors as per Nomination and Remuneration Policy and the Board Diversity Policy and other applicable policies of the Company.

Directors are appointed /re-appointed with the approval of the Members for a term in accordance with the provisions of the law and the Articles of Association of the Company. All Directors, other than Independent Directors, are liable to retire by rotation, unless otherwise specifically provided under the Articles of Association or under any statute or terms of appointment. One third of the Directors who are liable to retire by rotation, retire at every annual general Meeting and are eligible for re-appointment.

Further details on election process, appointment of Directors and the details of remuneration paid to Directors and Managerial Personnel forms part of the Corporate Governance Report.

28. ACKNOWLEDGEMENT

The Directors extend their sincere thanks to the Bankers, Central and State Government Authorities, Customers, Shareholders and all other who have been associated with the Company, for their co-operation, continued support and for the confidence placed in the management of the Company.

29. Disclosure under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

There is no other permanent employees on the rolls of the Company as on 31st March, 2021. except Shri Dipak Narendraprasad Patel who is Managing Director of the Company, so ratio/ Mean remuneration compliance is not applicable to the Company.

30. GENERAL INFORMATION

1. The Company has taken an advantage of CFSS Scheme which is announced by MCA
2. AGM held during the financial year 2020-21: 24th December, 2020.
3. Stock Exchange where the shares of the company are listed: BSE Ltd.
4. Scrip Code of the Company: 526269.
5. The Company has now appointed CDSL for monitoring of foreign investments and the System Driven Disclosures in Securities Market as per SEBI circular SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020 regarding Automation of Continual Disclosures under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
6. Business responsibilities report Annexure-C to Director report.

For and on behalf of the Board

Sd/-

Dipak N. Patel
Chairman / Director
(DIN – 02052080)

Place : Indrad (Kadi)
Date : 12-08-2021

ANNEXURE A
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

Your Company is engaged in the field of Processing / Manufacturing/trading and marketing , of specialty chemical ingredients, the Companies products Caprylic / Capric Triglycerides in oil form and powder form and its downstream products also finds uses in Industrial fields and such other uses in health food industry etc.like personal care products.

Opportunities, Threats, Risk and Concerns:

This is a developing field with an opportunity of growth. But currently the cost of manufacturing and marketing is high, as volume of business is low, since the concept has yet to catch-up In India, as compared to certain countries abroad, which is a kind of threat to the viability, at least for the time being. The risk is that the “off-the shelf ready to use packaged products” which are costly and targeted to the modern life, depends on how fast the purchasing power of Indian Mass Public improves. However, considering all factors the Company has indentified two new products, namely Caprylic / Capric Triglycerides and Lactose Free products by indigenous technology efforts which seem promising in generating revenues and profits growth. The Company is making all efforts to expand the customer base. The product namely Caprylic / Capric Triglycerides is introduce by the Company in both oil and powder form offering wider choice to the customer in all industrial fields.

Financial Performance With Respect To Operational Performance:

The Operations have now stabilized during the financial year 2020-21 has resulted into improved financial performance and company's products are well accepted in domestic markets.

Internal Control Systems and their adequacy:

Your Company has adequate internal controls for its business across departments to ensure efficiency of operations, compliances with internal policies and applicable laws and regulations, protection of resources and assets and accurate reporting of financial transactions.

The internal control system is supplemented by extensive internal checking system, regular reviews by management and standard policies and guidelines to ensure the reliability of financial and all other records.

Human Resource / Industrial Relations:

Your Company strives to maintain a professional work environment and emphasis the qualities of devotion and accuracy in caring out all activities of the Company.

Business Outlook:

The growth of our Companies business depends upon several factors as discussed above. Management is reasonably optimistic however, it is difficult to predict the market demand and its trend, due to critical economic conditions created by Covid -19.

The implication of Covid- 19 are not consistent among the different parts of India hence making it difficult to project an outlook, as such it may not be possible at this point of time to provide business outlook for our Company and Industry in general in the post lockdown situation in the country

Cautionary Statement:

Certain statements in this report may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local, political or economic developments, technological risks i.e. that of Covid - 19 effect and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements.

The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

ANNEXURE – B

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31-03-2021

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

To,
The Members,
CRESTCHEM LIMITED
CIN : L24100GJ1991PLC015530

I/We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CRESTCHEM LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the **CRESTCHEM LIMITED** 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, I/We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31/03/2021 mostly/largely complied with the statutory provisions listed hereunder and also that the Company has by enlarge and in general proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by **CRESTCHEM LIMITED** ("the Company") for the financial year ended on **31/03/2021** according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under.
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder.
- III. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(The Company does not have ECB)**
- 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, 1992; and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 notified with effect from May 15, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period);**
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 notified with effect from December 1, 2015.
- VI. Other laws as may be applicable specifically to the company as per **ANNEXURE I**

I HAVE ALSO EXAMINED COMPLIANCE WITH THE APPLICABLE CLAUSES OF THE FOLLOWING:

- a. Secretarial Standards issued by The Institute of Company Secretaries of India (Which is notified w.e.f. 1st July 2015)*.
- b. The Listing Agreements entered by the Company with Bombay Stock Exchange(s) as per revised norms till date,

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that The Board of Directors of the Company is constituted with Executive Directors, Non-Executive Directors and Independent Directors. The Company has 3 Non-Executive Directors and 1 Executive Director Shri DIPAK NARENDRAPRASAD PATEL **

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

During the year there has been no change in the Directorship.

w.e.f. 01/04/2020, the Company has appointed Ms. KHYATI DIPAKKUMAR VYAS as The Company Secretary and CFO.

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

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

The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

Based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, in my opinion, adequate systems and processes and control mechanism exist in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, standards and guidelines and general laws like various labour laws, and other laws as stated.

The Stake Holders are advised to go through the Detailed observations carried out at Annexure II.

CS Jignesh A. Shah
Company Secretary

Place : Ahmedabad

Date : 24/06/2021

M. No ACS 21389
COP No. 12140

ANNEXURE I

Management has identified and confirmed the following laws as specifically applicable to the Company.

- Contract Labour Laws
- Taxation Laws
- GST
- Negotiable Instrument Act
- Indian Contract Act
- Indian Trademarks Act-1999
- And other laws as may be applicable from time to time

During the period under review the Company has generally complied with the material aspects of applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

*As per Information obtained The Secretarial Standards as issued by The Institute of Company Secretaries of India made applicable with effect from 1st July 2015 and the same is implemented.

** As per information provided to us and as per information available on the portal of MCA the Board of the Company has been constituted with following Directors.

DIN/PAN	Name	Begin date	Designation
00027351	NITINKUMAR SHANTILAL SHAH	14/11/2016	Non-Executive (Independent Director)
02052080	DIPAK NARENDRAPRASAD PATEL	01/02/2008	Managing Director
02054117	RAJESH ISHWARLAL MODY	24/08/2004	Non-Executive (Independent Director)
07131005	BINABEN PARASBHAI PATEL	25/03/2015	Non-Executive (Independent Director)

As per MCA Records none of the Director is disqualified under Section 164(2) of CA-2013. The Board is comprised with optimum combination of Executive and Non-Executive Directors.

CS Jignesh A. Shah
Company Secretary
M. No ACS 21389
COP No. 12140

PLACE :- AHMEDABAD

ANNEXURE II

To,
The Members
Crestchem Limited

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

- 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.
- 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.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 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.
- The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

CS Jignesh A. Shah
Company Secretary
M. No ACS 21389
COP No. 12140

PLACE :- AHMEDABAD
Date :- 24/06/2021

UDIN :- A021389B000498173

ANNEXURE III

Observations**Website of the Company**

- 1) There is a website of the Company i.e. <https://www.crestchemlimited.in/contact.html> We have not made detailed study of the same but as per our prima facie observation the same is reflecting the needed information for the benefit of the shareholders at large and the Company has on its website investor relations corner.

Compliance of Clause 6 of LODR Vis-a- Vis Section 203 of CA-2013

- 2) The Company has appointed Mrs. Khyati Dipakkumar Vyas as Company Secretary and Compliance Officer Cum Chief Financial Officer.

MCA Compliances

- 3) The Company can take benefit of the CLFS Scheme and the Company has uploaded form MGT-14, MR-1, MGT-15 on the portal of ROC under the said Scheme and filed Active tagging form after appointment of Company Secretary and Chief Financial Officer.
- 4) The Company has filed the necessary annual filings with office of Registrar of Companies-Gujarat.

CSR

- 5) The Company is not under the purview of CSR.

Notice Received from Bombay Stock Exchange.

- 6) The Company had received a notice from Bombay Stock Exchange for the late submission of Share Holding Pattern. The same was suitably replied with the penalty /fees levied.

Charge In favour of Bank/Financial Institution.

- 7) As per information there has been no secured loan obtained from any Bank and Financial Institution and none of the property of the Company has been mortgaged or hypothecated in favour of Banks and Financial Institutions. The said information is confirmed through the portal of MCA.

Applicability of Corporate Governance

- 8) As per Clause 15 of SEBI LODR The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply, in respect of - a listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year.
- 9) Considering the above provisions, The Company has as per details available on MCA, the paid-up Share Capital is Rs. 30000000=00 and the Net worth as calculated under the definition of net worth as per latest audited balance sheet as at 31/03/2021 is less than Rs. 25 Crs. So CG norms are not applicable.

Re-classification of Shares

- 10) At an Annual General Meeting dated 24/12/2020, the Company has obtained approval of members for reclassification of Shares as per Regulation 31A.

Declaration of Dividend

- 11) As at FY Ended on 31/03/2021, the Company has not declared the Dividend to the Equity Share Holders.

CS Jignesh A. Shah
Company Secretary
M. No ACS 21389
COP No. 12140

PLACE :- AHMEDABAD
Date :- 24/06/2021

ANNEXURE C TO DIRECTOR REPORT

1.	CIN	L24100GJ1991PLC015530
2.	Registration Date	26/04/1991
3.	Name of the Company	CRESTCHEM LIMITED
4.	Category/Sub-category of the Company	Public Company Limited by Shares
5.	Address of the Registered office & contact details	Sr. No.550/1, Sub Plot No. 12, Village – Indrad, Taluka – Kadi, District – Mehsana, Pin code – 382715, Gujarat Ph. 02764-278247 / 9409119484 Email : info@crestchemlimited.in Website: www.crestchemlimited.in
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	LINK INTIME INDIA PRIVATE LIMITED 506-508, Amarnath Business Centre-1(ABC-1), Besides Gala Business Centre, Near ST Xavier's College Corner, Off C G Road , Ellisbridge, Ahmedabad - 380006. Tele fax No : 91-79-26465179 Email: Ahmedabad@linkintime.co.in
8.	Name and Description of main products / services	Speciality chemical products (Caprylic/ Capric Triglyceride Oils and powders)
9.	NIC Code of the Product/service	20299
10.	% to total turnover of the company of main product	100%
11.	Paid-up Capital (Rs.)	3 Crore
12.	Total turnover	Rs. 769.58 Lac
13.	Total Profit after taxes	Rs.57.41 Lac
14.	Total spending on Corporate Social Responsibility as percentage of Profit after tax	N.A

ANNEXURE - D CORPORATE GOVERNANCE

[Pursuant to clause 49 of the listing agreement with the Stock Exchange. / Pursuant to Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. **COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:**

The Company's philosophy on Corporate Governance envisages following of fair business and corporate practices, whereby ensuring better satisfaction of grievances, if any, of all its stakeholders including customers, shareholders and employees, guided by commitment towards efficiency and excellence in every aspect of its business, with due concern for social responsibility.

2. **BOARD OF DIRECTORS:**

(a) Composition of Board : The Board of directors of the Company consists of 4 directors out of which there is one Managing Director and 3 Non Executive Independent directors, who are eminent personnel with wide range of skills and experience in business, finance and law. The Board comprises of 3 independent directors, out of three Independent Director 1 is women Independent Director. The Board normally meets once in a quarter, and additional meetings are held as and when required.

(b) Details of attendance of each director at the Board Meetings and the last Annual General Meeting (AGM), with particulars of their other directorship, and chairmanship / Memberships of board / committees :

	Directors	Category	Attendance Particulars		No. of other Directorships and other committee memberships / chairmanships held in other public Ltd. Companies.		
			Board Meeting	Last AGM	Directorships	Committee Memberships	Committee Chairmanship
1	Mr. Dipak Patel	Managing Director	6	Yes	-	-	-
2	Mr. Rajesh I. Mody	Non-executive Independent Director	6	Yes	-	-	-
3	Mr. Nitin Shantilal Shah	Non-executive Independent Director	6	Yes	-	-	-
4	Mrs. Binaben Parasbhai Patel	Non-executive Independent Director	6	No	-	-	-

(c) No. of Board meeting held and dates on which held :

Four Board Meetings were held during the year ended March, 2021 viz. on 26-05-2020, 24-07-2020, 07-09-2020, 23-09-2020, 10-11-2020 and 10-02-2021.

BOARD COMMITTEES

3. **AUDIT COMMITTEE:**

The Audit Committee was constituted on 15-03-2003 consisting of three directors. The quorum is 2 members. The terms of the reference of the Audit committee include approving and implementing the audit procedures and techniques, reviewing the financial reporting system, internal control systems, ensuring compliance with the regulatory guidelines, and reviewing the risk management policies of the Company. The Audit committee met prior to the finalization and approval of accounts for the year ended on 31st March, 2021. The committee has full access to all accounting records of the company.

The present composition of the audit committee, meetings and attendance is as follows:

Name of the Members	Designation and Category	Profession	Attendance at the Audit Committee meeting held on					
			26 th May, 2020	24 th July, 2020	7 th Sept., 2020	23 rd Sept., 2020	10 th Nov., 2020	10 th Feb., 2021
Mr. Rajesh I. Mody	Chairman /Member of the committee and non-executive Independent Director	Graduate in Science and experienced businessman	Yes	Yes	Yes	Yes	Yes	Yes
Mrs. Binaben Paraskumar Patel	Member of the committee and non-executive Independent Director	Post graduate	No	No	No	No	No	No
Mr. Nitinkumar Shantilal Shah	Member of the committee	Company Secretary	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Dipak Narendraprasad Patel	Member of the committee	Graduate in Science and MBA having Sr. Management experience.	Yes	Yes	Yes	Yes	Yes	Yes

The Audit Committee invites such of the executives and directors as it considers appropriate to be present at the meetings. The manager/ Accountant / Auditors etc are normally invited to these meetings. The minutes of Audit Committee meetings are noted by the Board of Directors at the Board Meeting.

4. **NOMINATION AND REMUNERATION COMMITTEE :**

The present composition of remuneration committee, its meetings and attendance is as follows:

Name of the Members	Designation and Category	Attendance at the Remuneration Committee meeting held on 10 th February, 2021
Mr. Rajesh I. Mody	Chairman of the Committee and Non-executive Independent Director	Yes
Mr. Nitin Shantilal Shah	Member and Non-executive Independent Director	Yes
Mrs. Binaben Parasbhai Patel	Member and Non-executive Independent Director	No

One Remuneration Committee meeting was held during the year. The quorum was two members.

The Non Executive Directors are not entitled to remuneration, as on date, for attending committee meetings, except the sitting fees for attending board meetings. The broad terms of reference of remuneration committee are to review remuneration practices including those payable to directors/managing directors, subject to the approval of the board/shareholders.

5. **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Committee looks into redressal of Stakeholders Relationship Committee, if any, like transfer / transmission / demat of shares, loss of share certificate, non-receipt of Annual Report etc. The quorum was 2 members. The present composition of the committee, its meetings and attendance is as follows:

Name of the Members	Designation and Category	Attendance at the Shareholders Relationship Committee meeting held on					
		26 th May, 2020	24 th July, 2020	7 th Sept., 2020	23 rd Sept., 2020	10 th Nov., 2020	10 th Feb., 2021
Mr. Rajesh I. Mody	Chairman of the committee and non-executive Independent Director	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Nitin Shantilal Shah	Member of the committee and non-executive Independent Director	No	No	No	No	Yes	Yes
Mr. Dipak Narendraprasad Patel	Member of the committee and executive director	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Binaben Paraskumar Patel	Member of the committee and non-executive Independent Director	No	No	No	No	No	No

No Complaints were pending during the year ended on 31st March, 2021 and necessary actions are taken. Shri Dipak Narendraprasad Patel, Managing Director of the Company Khyati Vyas who is appointed as Compliance Officer and Chief Financial Officer of the Company.

5. **INDEPENDENT DIRECTORS MEETING**

Schedule IV to the Act, inter alia, prescribed that the Independent directors of the Company shall hold atleast one meeting in a year, without attendance of the management. During the year one meeting of independent director was held on 10th February, 2021. Shri Rajesh I. Mody was unanimously elected as the chairman of the meeting of the independent directors. At the meetings, the independent directors also review the performance of the non-independent directors (including chairperson).

6. **GENERAL BODY MEETINGS:**

Location, time and date where last three Annual General Meetings of the Company were held are given below:

Financial Year	Date	Time	Location of the Meeting	Any Special Resolution Passed
2017-2018 (12 Months Period)	29/08/2018	05.00 p.m	TWENTY SIXTH AGM at CBanquet Hall, Hotel Gangotri Palace, Opp. Swastik Ceramic, Beside Sardar Patel Cotton Market, Kadi-Chhatral Road, Kadi-382715, Gujarat	Yes
2018-2019 (12 Months Period)	26/09/2019	05.00 p.m	TWENTY SEVENTH AGM at CBanquet Hall, Hotel Gangotri Palace, Opp. Swastik Ceramic, Beside Sardar Patel Cotton Market, Kadi-Chhatral Road, Kadi-382715, Gujarat	No
2019-2020 (12 Months Period)	24/12/2020	12.00 Noon	TWENTY EIGHT AGM at VC/OAVM	Yes

7. MEANS OF COMMUNICATION:

- a) The quarterly, half yearly and full year results are prepared. Audited – annual reports are sent to the shareholders.
- b) Pursuant to the requirement of the Listing Agreement and LODR, the company has also created email address for making investor's grievance directly i.e. info@crestchemlimited.in
- c) The management discussion and analysis report forms part of Directors Report.
- d) Quarterly and annual results are published in Gujarati and English News papers.
- e) The data and information relating to the Company can be accessed from the following websites : www.crestchemlimited.in.

8. GENERAL SHAREHOLDER INFORMATION:**(i) Annual General Meeting**

Day, Date & Time : Thursday, 23rd September, 2021 at 12.15 pm (Noon)
 Venue : Video Conferencing (VC) or Other Audio Visual Means (QAVM)

(ii) Financial Calendar period : 01-04-2020 to 31-03-2021

(iii) Date of Book Closure : 16th September, 2021 to 23rd September, 2021 (Both days inclusive)

(iv) Listing on Stock Exchange :

(a) The Stock Exchange Mumbai (BSE)

All Annual listing fees to BSE have been paid up to the Financial Year 2020-21. Bombay Stock Exchange (BSE) has granted permission to commence Trading of Shares of CRESTCHEM LIMITED with effect from 01st October, 2012, on BSE Platform and Trading has also commenced in due course thereafter.

(v) Stock Code / Symbol :

Bombay Stock Exchange, (BSE) 526269

(vi) ISIN No. INE 293 N 01016 was granted by CDSL.

(vii) Market Price Data :**BSE (BOMBAY STOCK EXCHANGE)**

Month	Highest Price	Lowest Price	BSE Sensex Highest	BSE Sensex Lowest	Close	Number of shares traded
Apr-20	10.5	10.5	33887.25	27500.79	33717.62	100
May,20	15.6	15.45	40124.96	36956.1	39714.2	3600
Jun-20	10.5	10.5	32845.48	29968.45	32424.1	100
Jul-20	11.57	10.47	35706.55	32348.1	34915.8	248
Aug-20	16.98	10.99	38617.03	34927.2	37606.89	2210
Sep-20	28.85	17.8	40010.17	36911.23	38628.29	10250
Oct-20	56.8	29	39359.51	36495.98	38067.93	18172
Nov-20	74.75	41.95	41048.05	38410.2	39614.07	59425
Dec-20	65.5	42.65	44825.37	39334.92	44149.72	30393
Jan-21	53.25	34.2	47896.97	44118.1	47751.33	16513
Feb-21	37.4	27.1	50184.01	46160.46	46285.77	22848
Mar-21	31.35	23.8	52516.76	46433.65	49099.99	33650

(viii) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments

(ix) Registrar & Share transfer Agents :

The Company has appointed a Registrar and Share Transfer Agent (RTA), to handle Physical and Dematerialized shares. For Share Transfer, Demat & any other Communications relating to Share Certificates, Change of address, Investor Grievances etc. to be sent to:

LINK INTIME INDIA PRIVATE LIMITED

506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near ST Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad - 380006.

Telefax No. : 91-79 - 26465179 Email: ahmedabad@linkintime.co.in

(x) Share Transfer System :

All the share related work is being undertaken by R & T Agent, LINK INTIME INDIA PRIVATE LIMITED. Ahmedabad whose address is given above. The Share Transfers are registered and returned within 15 days from the date of receipt if relevant document are complete in all respects/ The shareholders/ Investor' grievances are also taken up by our R & T Agent.

(xi) Share-Distribution Schedule as on 31-03-2021:

No. of Equity Shares	No. of Share holders	% of share holders	No. of Share held	% of share holding
1 - 500	10658	95.75	1498526	49.95
5001 - 1000	297	2.6682	248897	8.2966
1001 - 2000	93	0.8355	141042	4.7014
2001 - 3000	50	0.4492	128402	4.2801
3001 - 4000	6	0.0539	21100	0.7033
4001 - 5000	5	0.0449	25000	0.8333
5001 - 10000	10	0.0898	85196	2.8399
10001 - *****	12	0.1078	851837	28.3946
Total	11131	100.0000	3000000	100.0000

(xii) Shareholding Pattern as on 31st March, 2021:

Category	No. of Shares	% of holding
Non-Resident Indians	26200	0.87
Nationalized Banks	3900	0.13
Bodies Corporate	10101	0.40
Directors	425587	14.18
Relatives of Directors	454800	15.16
Others	2079412	69.31
TOTAL	30,00,000	100.00

617700 shares are in Demat Mode and the rest are in Physical Mode.

(xiii) Dematerialization of equity shares:

The Company has got permission for dematerialization of shares on 24th September, 2012 and ISIN Number was allotted to the Company. The Dematerialization process started thereafter and 61,77,00 shares are in dematerialized form, as on date.

For Dematerialization of their shares the share holders are requested to contact the Depository Participants / R & T Agent whose address is mentioned above.

(xiv) Plant Location :

Survey No. : 550/1, Sub Plot Number 12
 Village : INDRAD
 Taluka : Kadi
 District : Mehsana – 382 715 (NORTH GUJARAT)
 Phone : 02764 – 278247/09409119484

(xv) Address for Correspondence:

Besides the address of R & T Agent mentioned above, If required, the Share Holders are requested to contact the following address:

Name of the Company : **CRESTCHEM LIMITED**
 Survey No. : 550/1, Sub Plot Number 12
 Village : INDRAD
 Taluka : Kadi
 District : Mehsana – 382 715 (NORTH GUJARAT)
 Phone : 02764 – 278247/09409119484
 Email : info@crestchemlimited.in
 Website : www.crestchemlimited.in.

9. DISCLOSURES:
(A) Related party transactions

There were no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, directors or the management, their subsidiaries or relatives and KMP etc. that may have potential conflict with interests of the Company at large. The related party transactions are duly disclosed in the Note 27 to the Financial Statements.

(B) Disclosure of accounting treatment

The Company has followed all applicable Accounting Standards while preparing the financial statements subject to notes thereon. No treatment different from the Accounting Standards, prescribed by the Institute of Chartered Accountants of India, has been followed in the preparation of Financial Statements.

The Company has adopted Indian Accounting Standards (Ind AS) from 1st April, 2016. The figures for the Quarter and Year ended 31st March, 2021 are Ind AS compliant.

(C) Proceeds from public issues, right issues, preferential issues etc.

During the year, the Company has not raised funds through public issues, right issues or preferential issue.

(D) Management

The Management Discussion and Analysis Report, published as a separate section of this report is prepared in accordance with the requirements laid out in the Listing Agreement and forms part of the Annual Report. The Company has complied with the mandatory requirements of the Listing Agreement. The risk management policies of the company are periodically reviewed by the Audit Committee of the Board of Directors of the company and by the Board. The risk management issues are mentioned in the Management Discussion and Analysis Report.

(E) Disclosure of Directors seeking appointment / reappointment

The details pertaining to Directors seeking appointment / reappointment are furnished as Annexure to Notice convening the Annual General Meeting.

(F) Statutory Compliance

Bombay Stock Exchange (BSE) has granted permission to commence Trading of Shares of CRESTCHEM LIMITED with effect from 01st October, 2012, on BSE Platform.

No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or other Statutory Authority, on any matter related to capital market.

(G) Whistle Blower Policy and affirmation that personnel have been denied access to the audit committee.

At present the Company has whistle-blower policy. However, no personnel have been denied access to the audit committee or the Managing Director of the Company.

(H) None of the Shares of the Company are pledged or encumbered.**(I) CEO/CFO Certification**

A certificate from the CEO (MD) of the Company, on the financial statement and other matters of the Company for the financial year ended March 31, 2021, was placed before Board at its the meeting held on 24-06-2021.

(J) Auditor's/ Practicing Company Secretaries Report on Corporate Governance

Certificate from the Statutory Auditors or Practicing Company Secretaries confirming compliance with the conditions of Corporate Governance, as stipulated in the Listing Agreement of the Bombay Stock Exchange in India, forms part of this report.

9. SECRETARIAL AUDIT FOR RECONCILIATION OF CAPITAL:

A qualified practicing Company Secretary carried out quarterly secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirmed that the total issued / paid-up capital was in agreement with the aggregate of the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

10. CEO/CFO CERTIFICATION :

Managing Director (CEO) AND Chief Financial Officer (CFO) Certification

We Dipak Narendraprasad Patel, Chairman and Managing Director and Khyati Vyas, Company Secretary & CFO (Finance) of Crestchem Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the balance sheet as at 31st March 2021 and Profit & Loss account, and all its schedules and Notes on accounts, as well as the cash flow statement and the Director's Report for the year ended on that date.
2. Based on our knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact or do not contain any statement that might be misleading;
3. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as on, and for the year presented in this report and are in compliance with the existing accounting standards and / or applicable laws and regulations;
4. To the best of our knowledge and belief, no transaction entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct;
5. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company, and we have;
 - a. evaluated the effectiveness of the Company's disclosure, controls and procedures pertaining to financial reporting;
 - b. disclosed in this report any change in the Company's internal controls over financial reporting that occurred during the Company's most recent accounting year that may have materially affected, or is reasonably likely to affect, the Company's internal control pertaining to financial reporting.
6. We have disclosed based on our most recent evaluation, wherever applicable, to the Company's auditors and the audit committee of the Company's Board of Directors;

- a. Deficiencies in the design or operation of internal controls, which could adversely affect the Company's ability to record, process, summarize and report financial data and have identified for the Company's auditors, any material weakness in internal control over financial reporting including any corrective actions with regard to such deficiencies, if any;
 - b. Significant changes in internal controls during the year covered by this report, if any;
 - c. All significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statements;
 - d. No instances of significant fraud of which we are aware, involving management or other employees who have significant role in the Company's internal control system;
7. We further declare that all the Board Members and senior management personnel have affirmed compliance with the code of conduct during the year.

Place : Indrad (Kadi)
Date : 12-08-2021

Dipak N. Patel
Director/CEO

Khyati Vyas
Chief Financial Officer (CFO)

11. COMPLIANCE CERTIFICATE FROM THE PRACTISING COMPANY SECRETARY OF THE COMPANY:

Certificate from Shri Jignesh Shah, Company Secretary, confirming compliance with the conditions of Corporate Governance stipulated in the Listing Agreement, is annexed to this report forming part of the Annual Report.

12. DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT :

The Board Members and the Senior Management personnel have confirmed compliance with the code of conduct for the financial year ended 31st March, 2021.

For and on behalf of the Board

Sd/-

Dipak N. Patel
Director
(DIN – 02052080)

Place : Indrad (Kadi)
Date : 12-08-2021

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
CRESTCHEM LIMITED

We have examined the compliance of conditions of Corporate Governance by CRESTCHEM LIMITED for the year ended March 31, 2021, as stipulated in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24 A 25, 26, 27 clauses (b) to (i) of sub-regulation (2) of regulation 46, para C, D and E of Schedule V and Part E of Schedule II of LODR of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as 'SEBI Listing Regulations, 2015').

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and as per the representation given by the Managing Director and the Board of the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

During the Year under the review the Company had no Company Secretary and Chief Financial Officer However w.e.f. 1st April 2020 i.e. before the date of certification the Company has appointed Company Secretary and Chief Financial Officer.

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

Place : Ahmedabad
Date : 24/06/2021

For, JIGNESH SHAH
Company Secretary
C. P. No. : 12140
UDIN :- A021389B000683215

INDEPENDENT AUDITORS' REPORT

To the Members of
CRESTCHEM LIMITED
Indrad (Kadi)

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Crestchem Limited** ("the Company"), which comprise the balance sheet as at **31st March, 2021**, the statement of profit and loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year 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, 2021, 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 specified under section 143(10) of the Act (SAs). 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 independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. However, we have no such matters to be reported under this para.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the preparation of 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 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, total 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 is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone 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 controls 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 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 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 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 the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
 - 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the 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, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- B. 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 has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

- C. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

Place : Ahmedabad
Date : 24th June, 2021

For SAMIR M. SHAH & ASSOCIATES
Chartered Accountants
FIRM REG. No.: 122377W
SAMIR M. SHAH
(PARTNER)
MEMBERSHIP No.: 111052
UDIN: 21111052AAAAQP1471

ANNEXURE-A TO INDEPENDENT AUDITOR'S REPORT :

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the period ended **31st March, 2021**, we report that:

- (i) Fixed assets :
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets. In accordance with this programme, certain fixed assets were verified during the period. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) There was no material discrepancies were noticed on such physical verification by us.
- (ii) Inventories :
- (a) The inventories have been physically verified during the year by the management in our opinion, the frequency of verification is reasonable.
- (b) The Procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) On the basis of our examination of the records of inventory, we are of opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and books records were not material.
- (iii) According to the information and explanations given to us, the Company has not granted secured or unsecured loans to the companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act') so this clause is not applicable.
- (iv) According to the information and explanations given to us, there were no transactions made in respect of loans, investments, guarantees, and security in respect to section 185 and 186 of the Companies Act, 2013 so this clause is not applicable.
- (v) According to the information and explanations given to us, the company has not accepted deposits and hence no question arises on compliance of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed thereunder, where applicable.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) In respect of Statutory Dues :
- (a) According to the records provided by the Company, the company has been regular in depositing undisputed statutory dues, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to 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 arrears of any outstanding statutory dues as at 31st March, 2021 for a period of more than six months from the date they became payable.
- (c) According to the information and explanations provided to us, there were no undisputed demands payable in respect of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax and no amount has been deposited on account of any dispute.
- (viii) According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks. The Company did not have any outstanding loans or borrowings from financial institutions or Government and there are no dues to debenture holders during the year
- (ix) According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and also has no term loan during the period so this clause is not applicable.
- (x) To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud by the Company or no material fraud on the Company by its officers or employees was noticed or reported during the period.
- (xi) According to the information and explanations given to us, the Company has paid or provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review so this clause is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 so this clause is not applicable.

For SAMIR M. SHAH & ASSOCIATES
Chartered Accountants
FIRM REG. No.: 122377W

SAMIR M. SHAH
(PARTNER)

MEMBERSHIP No.: 111052
UDIN: 21111052AAAAQP1471

Place : Ahmedabad
Date : 24th June, 2021

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT**Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")****Opinion**

We have audited the internal financial controls over financial reporting of Crestchem Limited ("the Company") as of 31 March, 2021 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to standalone financial statements 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 "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and 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. 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 based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 judgment, 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Limitations of Internal Financial Controls over Financial Reporting

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

For SAMIR M. SHAH & ASSOCIATES
Chartered Accountants
FIRM REG. No.: 122377W

Place : Ahmedabad
Date : 24th June, 2021

SAMIR M. SHAH
(PARTNER)
MEMBERSHIP No.: 111052
UDIN: 21111052AAAAQP1471

BALANCE SHEET AS AT 31ST MARCH 2021

Amount in ₹

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
I. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	4	1,369,845	1,022,571
(b) Financial assets			
(i) Others	5	878,626	511,741
(c) Deferred Tax Assets (Net)	6	-	-
(d) Other non-current assets	7	7,50,550	7,50,550
(2) Current assets			
(a) Inventories	8	31,207	62,940
(b) Financial assets			
(i) Trade receivables	9	14,113,820	12,085,147
(ii) Cash and cash equivalents	10	345,256	481,664
(iii) Bank balances other than (ii) above	11	9,400,000	5,900,000
(c) Other current assets	12	3,092,459	2,091,812
Total Assets		29,981,763	22,906,425
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	13	3,00,00,000	3,00,00,000
(b) Other equity	14	(15,075,010)	(20,816,489)
LIABILITIES			
(1) Non-current liabilities			
(a) Provisions	14A	434,294	-
(b) Deferred tax liabilities (Net)	6A	61,615	120,501
(2) Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	15	6,273,431	152,602
(ii) Trade payables	16		
1. Total outstanding dues of micro enterprises and small enterprises		-	-
2. Total outstanding dues of creditors other than micro enterprises and small enterprises		3,769,876	12,171,526
(b) Other current liabilities	17	874,042	389,513
(c) Provisions	18	3,643,515	888,772
Total Equity and Liabilities		29,981,763	22,906,425

The accompanying Notes 1 to 30 are integral part of these Financial Statements.

As per our report of even date attached.

For Samir M Shah & Associates

Chartered Accountants

Firm Regn No. 122377W

Samir Shah

Partner

Membership No. 111052

Place : Ahmedabad

Date : 24th June, 2021

For and on behalf of the Board of Directors

sd/-

Dipak N. Patel

Director

(DIN – 02052080)

sd/-

Rajesh Mody

Director

(DIN - 02054117)

Khyati Vyas

(Company Secretary)

Place : INDRAD (Kadi)

Date : 24th June, 2021

STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31st March 2021

Particulars	Note No.	Amount in ₹	
		Year ended 31st March, 2021	Year ended 31st March, 2020
I. Revenue From Operations	19	76,416,575	6,20,44,736
II Other Income	20	542,276	2,50,297
III Total Income (I +II)		76,958,851	6,22,95,033
IV Expenses			
Cost of Materials Consumed	21	58,152,449	4,88,77,300
Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress	22	31,733	(18,370)
Employee Benefits Expense	23	4,654,043	12,92,457
Finance Costs	24	160,621	49,232
Depreciation and Amortization Expense	4	238,801	2,03,942
Other Expenses	25	6,988,106	61,94,704
Total Expenses (IV)		70,225,753	5,65,99,265
V Profit before tax (III- IV)		6,733,098	56,95,768
VI Tax expense			
Current Tax (a)		1,768,127	868,772
MAT Credit (b)		(717,622)	-
(1) Current Tax (a-b)		1,050,505	868,772
(2) Deferred Tax	6	(58,886)	3,88,885
VII Profit for the period (V -VI)		5,741,479	44,38,111
VIII Other Comprehensive Income		-	-
IX Total Comprehensive Income for the period (VII + VIII) (Comprising Profit and Other Comprehensive Income for the period)		5,741,479	44,38,111
X Paid-up Equity Share Capital (Face Value of ` 10/- each)		3,00,00,000	3,00,00,000
XI Earnings per equity share (EPS) in `			
Basic & Diluted	26	19.91	1.48

The accompanying Notes 1 to 30 are integral part of these Financial Statements.

As per our report of even date attached.

For Samir M Shah & Associates
Chartered Accountants
Firm Regn No. 122377W

Samir Shah
Partner
Membership No. 111052

Place : Ahmedabad
Date : 24th June, 2021

For and on behalf of the Board of Directors

sd/-
Dipak N. Patel
Director
(DIN – 02052080)

sd/-
Rajesh Mody
Director
(DIN - 02054117)

Khyati Vyas
(Company Secretary)

Place : INDRAD (Kadi)
Date : 24th June, 2021

STATEMENT OF CHANGES IN EQUITY

A. EQUITY SHARE CAPITAL

(Amount in `)

Particulars	Amount
Balance as at 1st April, 2020	3,00,00,000
Changes during the year	-
Balance as at 31st March, 2021	3,00,00,000

B. OTHER EQUITY

(Amount in `)

Particulars	Retained Earnings	Other Comprehensive Income	Total
Balance as at 1st April, 2020	(2,08,16,489)	-	(2,08,16,489)
Profit for the year	57,41,479	-	57,41,479
Balance as at 31st March, 2021	(1,50,75,010)		(1,50,75,010)

As per our report of even date attached.

For Samir M Shah & Associates

Chartered Accountants

Firm Regn No. 122377W

Samir Shah

Partner

Membership No. 111052

Place : Ahmedabad

Date : 24th June, 2021

For and on behalf of the Board of Directors

sd/-

Dipak N. Patel

Director

(DIN – 02052080)

sd/-

Rajesh Mody

Director

(DIN - 02054117)

Khyati Vyas

(Company Secretary)

Place : INDRAD (Kadi)

Date : 24th June, 2021

Company Overview & Significant Accounting Policies**NOTE : 1****Reporting Entity**

Crestchem Limited (the 'Company') is a company domiciled in India with its registered office situated at 550/1, Sub Plot No. 12, Village-Indrad, Taluka- Kadi, Mahesana- 382715, Gujarat, India. The Company has been incorporated under the provisions of Companies Act applicable in India and its equity shares are listed on the Bombay Stock Exchange (BSE) in India. The Company is primarily involved in manufacturing of Nutrition- Chemical Products.

NOTE : 2**Basis of preparation****Statement of compliance with Ind AS**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under section 133 of Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The financial statements were authorized for issue in accordance with a resolution of the directors on 24th June, 2021. Details of Significant accounting policies are included in the Note 3

(a) Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the functional currency.

(b) Basis of Measurement

The financial statements have been prepared on the historical cost basis.

(c) Use of Estimates and Judgements:

In preparing these financial statements, management has made judgements, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes and expenses. Actual results may differ from these estimates.

Estimates: Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized prospectively.

Judgements: There are no significant judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements.

Assumptions and estimation uncertainties: Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year, if any are included in the respective note.

(d) Measurement of fair value:

The Company has established policies with respect to the measurement of fair values. The Company regularly reviews significant valuation adjustments. Significant valuation issues are reported to the Company's Board of Directors.

NOTE : 3.**Significant Accounting Policies****(a) Financial instruments****1. Financial Assets:****i) Classification**

The Company classifies its financial assets in the following measurement categories:

- Those measured at 'Amortized cost' and
- Those to be measured subsequently at either 'Fair value through other comprehensive income' (FVTOCI) or 'Fair value through profit or loss' (FVTPL).

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

- A financial asset is measured at amortized cost if it meets both following conditions and is not designated as at FVTPL:
 - the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
 - the contractual terms of a financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- A debt investment is measured at FVOCI if it meets both following conditions and is not designated as at FVTPL:
 - the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
 - the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Financial assets are not reclassified after their initial recognition except if and in the period the Company changes its business model for managing financial assets.

- ii) Measurement : At initial recognition, the company measures a financial asset when it becomes a party to the contractual provisions of the instruments and measures at its fair value except trade receivables which are initially measured at transaction price. Transaction costs are incremental costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. A regular way purchase and sale of financial assets are accounted for at trade date.

iii) Subsequent measurement and gains and losses

Financial assets at FVTPL These assets are subsequently measured at fair value. Net gains including any interest or dividend income, are recognized in profit or loss.

Financial assets at amortized method These assets are subsequently measured at amortized cost using the effective interest method.

The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss.

iv) De-recognition : The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset is transferred or in which the Company neither transfers nor retains substantially all the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all the risks and rewards of the transferred assets, the transferred assets are not derecognized.

2. Financial liabilities:

i) Classification, subsequent measurement and gains and losses : Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

ii) De-recognition : The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expired.

The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in the profit or loss.

3. Offsetting : Financial assets and financial liabilities are off set and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(b) Property, plant and equipment

1. Recognition and measurement : Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

2. Transition to Ind AS : On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognized as at 1st April, 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

3. Subsequent expenditure : Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

4. Depreciation : Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognized in the statement of profit and loss. Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions / disposals is provided on a pro-rata basis i.e. from /upto the date on which asset is ready for use / disposed off.

(c) Inventories : Inventories are measured at the lower of cost and net realizable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The net realizable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

Related items or items of the similar nature are grouped for comparison of cost and net realizable value.

(d) Impairment of assets**1. Impairment of financial assets**

The Company recognizes loss allowances for financial assets measured at amortized cost using expected credit loss model.

At each reporting date, the Company assesses whether financial assets carried at amortized cost is credit- impaired. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset, have occurred.

For trade receivables, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

For all other financial assets, the Company measures loss allowances at an amount equal to twelve months expected credit losses unless there has been a significant increase in credit risk from initial recognition in which those are measured at life time expected credit risk.

Life time expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial asset. Twelve months expected credit losses are the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the twelve months after the reporting date (or a shorter period if the expected life of the instrument is less than twelve months)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 360 days past due. The Company considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations to the Company in full.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

2. Impairment of non-financial assets : The Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

An impairment loss is recognized if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

In respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(e) Employee benefits Salary Gratuity PF Cliams settled**1. Short term employee benefits :** Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.**2. Defined contribution plan :** A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to State plans and will have no legal or constructive obligation to pay further amounts. The Company makes contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

3. Defined benefit plan : A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's obligation in respect of defined benefit plans is calculated by estimating the amount of benefit that employees have earned in the current and prior periods.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in profit or loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

- (f) **Provisions (other than employee benefits), Contingent Liabilities and Contingent Assets** : A provision is recognized when the Company has a present legal obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the Current best estimates.

Contingent liabilities are not recognized but are disclosed in the notes to the Financial Statements. A contingent asset is neither recognized nor disclosed if inflow of economic benefit is probable.

(g) **Revenue Recognition**

1. **Sale of goods**: Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. This inter alia involves discounting of the consideration due to the present value if payment extends beyond normal credit terms. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably.

The timing of transfers of risks and rewards varies depending on the individual terms of sale. For sale of Chemical and Nutrition products, usually such transfer occurs when the product is received at the customer's warehouse. Generally, for such products buyer has no right to return.

2. **Rendering of services**: Revenue from services rendered is recognized in profit or loss in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to surveys of work performed. Under this method, revenue is recognized in the accounting periods in which the services are rendered.

(h) **Recognition of dividend income, interest income**

Dividend on Financial Instruments is recognized as and when realized. Interest is recognized on accrual basis.

- (i) **Income tax** : Income tax comprises current and deferred tax. It is recognized in profit or loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income.

1. **Current tax** : Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

2. **Deferred tax** : Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets - unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the way the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets or liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different taxable entities, but they intend to settle current tax liabilities and assets on net basis or their tax assets and liabilities will be realized simultaneously.

- (j) **Cash and Cash Equivalents** : Cash and Cash equivalents include cash and cheques in hand, bank balances, demand deposits with banks and other short term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value where original maturity is three months or less.

- (k) **Borrowing cost** : Borrowing cost are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of cost of asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

- (l) **Earnings per share** : Basic earnings per share is calculated by dividing the net profit after tax for the year attributable to Equity Shareholders of the Company by the weighted average number of Equity Shares outstanding during the year.

Diluted earnings per Share is calculated by dividing net profit attributable to equity Shareholders (after adjustment for diluted earnings) by average number of weighted equity shares outstanding during the year plus potential equity shares.

- (m) **Cash Flow Statement** : Cash flows are reported using the indirect method whereby the profit before tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

Note - 4 Property, Plant and Equipment

(Amount in `)

Sr. No.	Particulars	Plant and Equipments	Furniture and Fixtures	Office Equipments	Electrical Installations	Vehicles	Software	Land	TOTAL
1	Cost of Assets								
	As at 1st April, 2020	5,361,286	497,482	61,232	309,625	747,204	16,949	160,000	7,153,778
	Addition	-	-	-	-	586,075	-	-	586,075
	Disposal / Adjustments	-	-	-	-	-	-	-	-
	As at 31st March, 2021	5,361,286	497,482	61,232	309,625	1,333,279	16,949	160,000	7,739,853
2	Depreciation								
	As at 1st April, 2020	5,015,904	444,716	36,340	295,603	326,808	11,836	-	6,131,207
	Charge for the year	-	7,630	4,132	-	223,808	3,231	-	238,801
	Disposal / Adjustments	-	-	-	-	-	-	-	-
	As at 31st March, 2021	5,015,904	452,346	40,472	295,603	550,616	15,067	-	6,370,008
3	Net Block								
	As at 31st March, 2020	345,382	52,766	24,892	14,022	420,396	5,113	160,000	1,022,571
	As at 31st March, 2021	345,382	45,136	20,760	14,022	782,663	1,882	160,000	1,369,845

	As at 31st March, 2021	As at 31st March, 2020
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Note - 5 Other Financial Assets

1	Fixed Deposit with maturity of more than 12 Months	878,626	5,11,741
	Total	878,626	5,11,741

Note - 6 Deferred Tax Assets (NET)

1	Deferred Tax Liabilities		
	Temporary Difference of Depreciation as per Income Tax	-	-
2	Deferred Tax Assets		
	Temporary Difference of carry forward of losses as per Income Tax	-	-
	Total	-	-

Note - 6A Deferred Tax liability (NET)

1	Deferred Tax Liabilities		
	Temporary Difference of Depreciation as per Income Tax	61,615	1,20,501
2	Deferred Tax Assets		
	Temporary Difference of carry forward of losses as per Income Tax	-	-
	Total	61,615	1,20,501

Note - 7 Other Non-Current Assets

1	Advance given for purchase of Land	7,50,550	7,50,550
	Total	7,50,550	7,50,550

Note - 8 Inventories (As taken, valued & certified by the Management)

(At lower of Cost or Net Realisable Value)

1	Raw Materials	25,000	25,000
2	Finished Goods	6,207	37,940
	Total	31,207	62,940

Note - 9 Trade Receivables

1	Unsecured , Considered Good		
	(a) Outstanding for more than six months	14,000	-
	(b) Others	14,099,820	12,085,147
	Total	14,113,820	12,085,147

Note - 10 Cash & Cash Equivalents

1	Cash on Hand	189,015	393,554
2	Others		
	(a) In Fixed Deposit	-	-
3	In Current Accounts	156,241	88,110
	Total	345,256	481,664

Amount in ₹

	As at 31st March, 2021	As at 31st March, 2020
Note - 11 Other Bank Balances		
1 Fixed Deposits with Banks		
(a) More than 3 months but less than 12 months	9,400,000	5,900,000
(b) More than 12 months	878,626	511,741
	10,278,626	6,411,741
Less : Bank FD for more than 12 months transferred to Other Financial Assets	(878,626)	(511,741)
Total	9,400,000	5,900,000

Note - 12 Other Current Assets		
1 Advances other than capital advances		
(a) Security Deposits	-	-
(b) Other Advances		
(i) Balance with Government Authorities	-	-
(ii) Advances to Suppliers	1,130,000	1,100,000
(iii) Advance tax (AY 2020-21)	900,000	900,000
(iv) Advance tax (AY 2021-22)	850,000	-
(v) TDS Receivable	167,668	71,521
(vi) TCS Receivable	24,500	-
2 Others		
UGVCL	20,291	20,291
Vat @ 1%	-	-
Vat @ 4%	-	-
Total	3,092,459	2,091,812

Note - 13 Equity Share Capital		
1 AUTHORIZED SHARE CAPITAL		
4000000 Equity Shares of ₹ 10/- each (Previous Year 4000000 Equity Shares of ₹ 10/- each)	4,00,00,000	4,00,00,000
Total	4,00,00,000	4,00,00,000
2 ISSUED, SUBSCRIBED & FULLY PAID UP CAPITAL		
3000000 Equity Shares of ₹ 10/- each fully paid up (Previous Year 3000000 Equity Shares of ₹ 10/- each fully paid up)	3,00,00,000	3,00,00,000
Total	3,00,00,000	3,00,00,000

13.1 The reconciliation of the number of Equity Shares outstanding as at 31st March 2021 is set out below :

Particulars	As at 31st March, 2021	
	No. of shares	₹
Shares outstanding at the beginning of the year	30,00,000	3,00,00,000
Add: Shares issued during the year	-	-
Shares outstanding at the end of the year	30,00,000	3,00,00,000
Particulars	As at 31st March, 2020	
	No. of shares	₹
Shares outstanding at the beginning of the year	30,00,000	3,00,00,000
Add: Shares issued during the year	-	-
Shares outstanding at the end of the year	30,00,000	3,00,00,000

13.2 Rights, preferences and restrictions attached to Equity Shares

The company has one class of equity shares having a par value of Rs.10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

13.3 The details of shareholders holding more than 5% shares are set out below

Name of the shareholders	As at 31st March, 2021	
	No. of Shares	% of holding
1 Narendraprasad C. Patel	3,03,900	10.13%
2 Dipak N. Patel	449,975	15.00%
Name of the shareholders	As at 31st March, 2020	
	No. of Shares	% of holding
1 Narendraprasad C. Patel	3,03,900	10.13%
2 Dipak N. Patel	4,40,987	14.70%

	Amount in ₹	
	As at 31st March, 2021	As at 31st March, 2020
Note - 14 Other Equity		
A Retained Earnings		
Balance as per last Financial year	(20,816,489)	(25,254,600)
Add : Profit for the year	5,741,479	4,438,111
Less: Appropriations		
B Other Comprehensive Income	-	-
Total	(15,075,010)	(20,816,489)
Note - 14A Provisions (Non-Current Liabilities)		
1 Provision for employee benefits		
Provision for Gratuity	434,294	-
Total	434,294	-
Note - 15 Borrowings		
1 Loans repayable on demand (Secured)		
(a) From Banks *		
Secured against Immovable and movable properties		
Secured against Fixed Deposits	6,273,431	152,602
(b) From other parties	-	-
2. Loans repayable on demand (Unsecured)		
(a) From Bank	-	-
(b) From other parties	-	-
Total	6,273,431	152,602
*Secured against Fixed Deposits		
Note - 16 Trade Payables		
1 Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,769,876	12,171,526
Total	3,769,876	12,171,526
* The Company has not received information from the Suppliers regarding their status under The Micro, Small and Medium Enterprises Development Act, 2006. Hence, disclosures, if any relating to amounts unpaid as at the balance sheet date together with interest paid or payable as per the requirement under the said Act, have not been made.		
Note - 17 Other Current Liabilities		
1 Revenue received in Advance	-	-
2 Other Advances		
(a) Advance for sale of assets	-	-
3 Creditors for expenses	-	-
4 Others*	-	-
5 Statutory dues		
- taxes payable (other than income taxes)	874,042	389,513
- Employee Recoveries and Employer Contributions	-	-
Total	874,042	389,513
* This also includes Statutory Dues		
Note - 18 Provisions (Current Liabilities)		
1 Provision for employee benefits		
Provision for Gratuity	1,446,238	-
Provision for Leave Encashment	278,000	-
2 Others		
Provision for Income tax	1,919,277	868,772
Provision for Expense	-	20,000
Total	3,643,515	888,772
Note - 19 Revenue from Operations		
1 Sale of Products	75,064,175	61,044,736
2 Other Operating revenue		
(a) Commission	1,352,400	1,000,000
Total	76,416,575	62,044,736
Note - 20 Other Income		
1 Interest Income	541,824	248,571
2 Other Non Operating Income		
(a) Interest received on Income Tax Refund	-	1,703
(b) Miscellaneous Income	452	23
Total	542,276	250,297

ANNUAL REPORT 2020-2021



Particulars	Year ended 31st March, 2021 ₹	Year ended 31st March, 2020 ₹
Note - 21 Cost of Materials Consumed		
Opening Stock	25,000	47,170
Add : Purchases	58,152,449	48,855,130
Sub Total	58,177,449	48,902,300
Less: Closing Stock	25,000	25,000
Total	58,152,449	48,877,300
Note - 22 Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress		
Finished Goods		
Opening Stock	37,940	19,570
Less: Closing Stock	6,207	37,940
Total	31,733	(18,370)
Note - 23 Employee Benefits Expense		
1 Salaries and Wages	4,654,043	1,292,457
Total	4,654,043	1,292,457
Note - 24 Finance Costs		
1 Interest Expense		
Interest Charges	147,061	44,813
Bank Charges	13560	4,419
Total	160,621	49,232
Note - 25 Other Expenses		
1 Travelling and Conveyance	242,571	4,75,748
2 Telephone Expense	8,737	17,186
3 Electricity & Power Expense	7,643	10,297
4 Stationery and Printing Expense	44,002	64,887
5 Payment to Auditors		
As Auditor:		
Statutory Auditor	35,000	30,000
In other capacity:		
For Other Services	-	93,502
	35,000	1,23,502
6 Listing Fees	350,000	3,00,000
7 ROC Fees	34,400	12,200
8 Director's Sitting Fees	7,000	4,500
9 Rent Expense	252,000	90,000
10 Computer Charges	17,050	-
11 professional Charges	57,125	84,100
12 Legal Fees & Professional Fees	192,599	370,717
13 Miscellaneous Expenses	1,055,799	90,896
14 TDS Interest & Penalty	909	-
15 Account Fees	35,500	18,000
16 Insurance Expense	49,857	15,150
17 Advertisement, Promotion & Selling Expenses	36,060	27,820
18 Courier Charges	18,377	13,435
Cash Discount Exp.	230,100	
19 Freight Ex	810,735	812,446
20 Factory Exp	96,370	29,320
21 ROC Late Fees & Other Penalty	-	14,000
22 Commission Exp	3,350,000	2,877,000
23 Excess Of VAT/ST/Others	-	505,495
24 Postage Expense	46,021	131,371
25 Reimbursement of Exp	-	93,280
26 Vera Samadhan Yojna	-	3,104
27 Web Site Exp	10,250	10,250
Total	6,988,106	6,194,704
Note - 26 Earning Per Share		
1 Net Profit attributable to the Equity Shareholders	5,741,479	4,438,111
2 Weighted average number of Equity Shares outstanding during the period	30,00,000	30,00,000
3 Nominal value of Equity Shares (₹)	10	10
4 Basic/Diluted Earnings per Share (₹)	1.91	1.48

Note - 27 Related party disclosures
(A) Key management personnel:

Sr. No.	Name	Designation
1	Mr. Dipak N. Patel	Managing Director

(B) Other related parties:

Sr. No.	Particulars	Nature of relationship
1	Mrs. Parul D. Patel	Relatives of key management personnel
2	Mr. Nirmal D. Patel	
3	Mrs. Kusum N Patel	

27.1 Disclosures of Transactions between the Company and Related Parties and the status of outstanding balances as on 31st March, 2021 :

Sr. No.	Nature of Transaction	Key management personnel ‘	Other related parties ‘
1	Directors' Remuneration and perquisites (FY 2020-21)	2,168,011	-
	Directors' Remuneration and perquisites (PY 2019-20)	1,256,957	-
	Amount receivable at the year end (As at 31st March, 2021)	-	-
	(As at 1st April, 2020)	-	-
	Amount payable at the year end (As at 31st March, 2021)	228,300	-
	(As at 1st April, 2020)	146,957	-

27.2 Disclosures in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year:

Sr. No.	Description	Year ended 31st March,2021	Year ended 31st March,2020
1	Directors' Remuneration and perquisites (Mr Dipak N Patel)	2,168,011	1,256,957

Note - 28 Operating Segment
(a) Information about Reportable segment:

The Company operates mainly in manufacturing of Nutrition Chemical products. Hence there are no separate reportable Segment.

(b) Major customers

The details of the major customers generating more than or equal to 10% of the total revenue for the year are given in the following table.

Sr. No.	Amount of revenue ‘	Percentage of total revenue%
1	75,000,000	99.91
Total	75,000,000	99.91

Note - 29
(A) Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, comprise loans and borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and ensures that Company's financial risks are identified, measured and governed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below.

(i) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk that affects the Company comprises of one element: Interest rate risk. Financial instruments affected by market risk include loans, borrowings and deposits.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to short term debt obligations with fixed interest rates.

(ii) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities and from its financing activities including deposits with banks and other financial instruments.

Trade Receivables

Customer credit risk is managed by the Company's policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial asset disclosed in respective note. The Company does not hold collateral as security.

Cash deposits

Credit risk from balances with banks is managed by the Company in accordance with its policies. These policies are set to minimize concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(iii) Liquidity Risk

The Company manages its liquidity risk by using liquidity planning and balancing funds requirement vis a vis funds available. Various lines of credit available are used to optimize funding cost and ensuring that adequate funds are available for business operations.

(B) Capital Risk Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to equity shareholders.

The Company monitors capital using a ratio of adjusted net debt to equity. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Equity comprises all components of equity.

The Company's policy is to keep the ratio below 2.00. The Company's adjusted net debt to equity ratio at 31st March, 2021 was as follows:

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Total liabilities	14,560,864	13,602,413
Less: cash and cash equivalents	(345,256)	(481,664)
Adjusted net debt	14,215,608	13,120,749
Equity	14,924,990	9,183,511
Equity	14,924,990	9,183,511
Adjusted net debt to equity ratio	0.95	1.43

Note - 30

Previous Year's figures have been regrouped / reclassified wherever necessary to confirm to current year presentation.

The accompanying Notes 1 to 30 are integral part of these Financial Statements.

As per our report of even date attached.

For Samir M Shah & Associates

Chartered Accountants

Firm Regn No. 122377W

Samir Shah

Partner

Membership No. 111052

Place : Ahmedabad

Date : 24th June, 2021

For and on behalf of the Board of Directors

sd/-

Dipak N. Patel

Director

(DIN – 02052080)

sd/-

Rajesh Mody

Director

(DIN - 02054117)

Khyati Vyas

(Company Secretary)

Place : INDRAD (Kadi)

Date : 24th June, 2021

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

PARTICULARS	Year ended 31st March, 2021	Year ended 31st March, 2020
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit for the year	6,733,098	5,695,768
Adjustment for :		
Interest and Finance Charges	147,061	44,813
Depreciation (Including adjusted to General Reserve)	238,801	203,942
Interest Income	(541,824)	(248,571)
	6,577,136	5,695,952
Working Capital Adjustments :		
(Increase) in trade receivables	(2,028,673)	407,508
(Increase) / decrease in inventories	31,733	3,800
(Increase) / decrease in other current asset	(1,000,647)	289,319
Increase / (decrease) in trade payables	(8,401,650)	315,087
Increase / (decrease) in Short term borrowings	6,120,828	(2,685,310)
Increase / (decrease) in other current liability	484,529	358,107
Increase / (decrease) in provisions (current)	2,754,743	(193,768)
Increase / (decrease) in provisions (non current)	434,294	-
Cash Generated From operating activities	4,972,293	4,190,695
Income tax paid (net)	(1,050,505)	(868,772)
Net cash used in operating activities (A)	3,921,788	3,321,923
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Interest Received	541,824	248,571
Advance given for purchase of Fixed Assets	-	-
Proceeds on maturity of Fixed Deposits	(3,500,000)	(3,600,000)
Investment in Fixed Deposits	(366,884)	(82,815)
Capital expenditure on fixed assets, including capital advances	(586,075)	(54,937)
Net cash from investing activities (B)	(3,911,135)	(3,489,181)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Interest and Finance Charges paid	(147,061)	(44,813)
Net cash flow from Financing Activities (C)	(147,061)	(44,813)
Net Increase/ (Decrease) In Cash & Cash Equivalents Total (A+B+C)	(136,408)	(212,072)
Add: Cash and Cash Equivalents Opening Balance	481,664	693,736
Cash and Cash Equivalents Closing Balance	345,256	481,664

The accompanying Notes 1 to 30 are integral part of these Financial Statements.

The Company has used profit or loss after tax as the starting point for presenting operating cash flows using the indirect method. In our view, the statement can also be prepared with profit or loss before tax as the starting point.

As per our report of even date attached.

For Samir M Shah & Associates
Chartered Accountants
Firm Regn No. 122377W

Samir Shah
Partner
Membership No. 111052

Place : Ahmedabad
Date : 24th June, 2021

For and on behalf of the Board of Directors

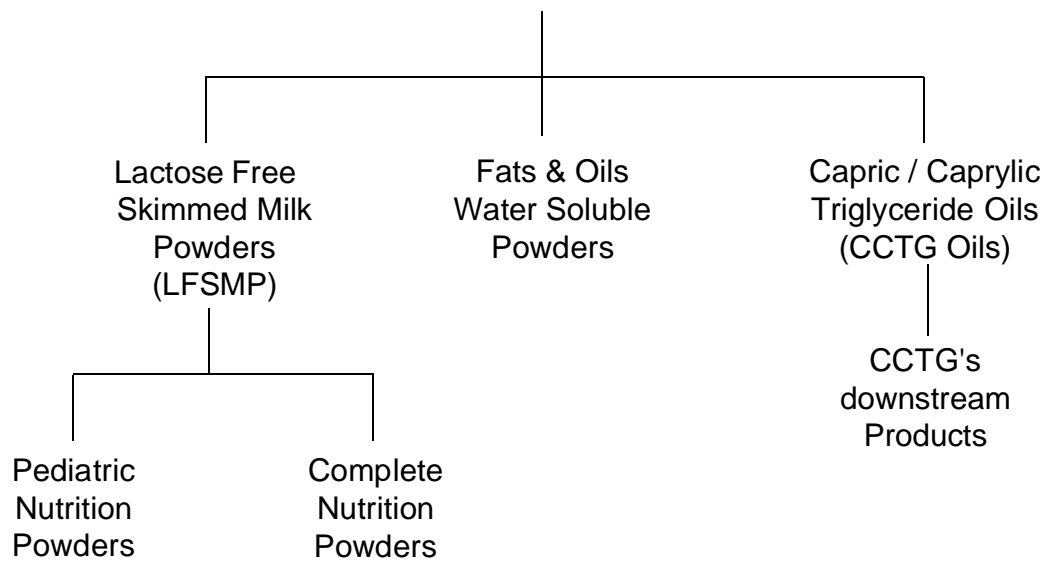
sd/-
Dipak N. Patel
Director
(DIN – 02052080)

sd/-
Rajesh Mody
Director
(DIN - 02054117)

Khyati Vyas
(Company Secretary)

Place : INDRAD (Kadi)
Date : 24th June, 2021

OUTLINES OF THE EXISTING AND FUTURE PRODUCTS & PROJECTS ENVISAGED BY THE COMPANY



CRESTCHEM LIMITED
CIN : L24100GJ1991PLC015530

Registered Office : Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi, District – Mehsana,
Pin Code – 382 715 Tel : (0264) – 278247/09409119484 E-mail : info@crestchemlimited.in
Website : www.crestchemlimited.com

***This Request your immediate attention and action. Please do not ignore
Please Contact for any help : +91-9409119484 Email Id : info@crestchemlimited.in***

Dear Shareholder (s),

**Sub : Updation of PAN, Bank Account, Email and Contact Number in respect of shares held by
you in Crestchem Limited, in Physical / Demat form.**

As per SEBI has mandated that the PAN and Bank account details to be collected by the Company/RTA. Also as per Section 88 of Companies Act, 2013, The register members is also to be updated with details and in terms of Rule 18 of the Companies (Management & Administration) Rules, 2014, the share holders are to be provided with opportunity to register their email ids and opt for receipts of all communication electronically.

Further, As per the amended provision of SEBI (LODR) Regulation 2015, The Shares are to be traded compulsorily in demat form effective from 05th December, 2018, except in case of transmission and transposition of securities, requests for effecting transfer of securities shall not processed unless the securities are held in dematerialized form. **Kindly take steps for dematerializing the shares at an early date.**

For and on behalf of the Board

Sd/-

Dipak N. Patel

Chairman / Managing Director
(DIN – 02052080)

Place : Indrad (Kadi)
Date : 30th July, 2018

CUT HERE

TO BE FILLED IN BY THE SHARE HOLDER AND RETURNED TO US
PAN DETAILS – PLEASE PROVIDE AND ENCLOSED SELF ATTESTED PAN CARD COPY.

Folio Number/DPID :		Name of the Company : Crestchem Limited									
NAME OF THE HOLDER(s)		INCOME TAX PAN NUMBER									
FIRST											
SECOND											
THIRD											
EMAIL ID :											
CONTACT NUMBER :											
NAME OF THE BANK:											
ADDRESS :											
BANK ACCOUNT NUMBER :											
IFSC CODE :											
MICR/ECS CODE:											

The Above details true to be best of my knowledge and belief. Give my consent to receive the communications from the Company/ RTA electronically through Specified Email ID.

Please post to our registered office address i.e : Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715 or sent on our **Email ID i.e info@crestchemlimited.in**

Signature of the Sole/First Shareholder

**BOOK-POST
PRINTED MATTER**

To,

If undelivered, please return to :



CIN : L24100GJ1991PLC015530

REGISTERED OFFICE

Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi,
District – Mehsana, Pin Code – 382 715

Tel : (0264) – 278247 / 9409119484 E-mail : info@crestchemlimited.in

Website : www.crestchemlimited.com