

# **AKM CREATIONS LIMITED**

**Annual Report:-2023-2024**

# 15<sup>TH</sup> ANNUAL REPORT

BOARD OF DIRECTORS	Maulik Rajendrabhai Shah Piyush Parmar Pradipbhai Rathod Mahavir Rameshchandra Chudasama	(Managing Director) (Non-Executive Director) (Independent Director) (Independent Director)
COMPANY SECRETARY	Pankaj Kumar Rawat (Appointed w.e.f. 24 <sup>th</sup> January, 2024)	
CHIEF FINANCIAL OFFICER	Ms. Shalvi Rajan Shah (Resigned w.e.f. 15 <sup>th</sup> March, 2024)	
AUDITORS	Kapish Jain and Associates (Chartered Accountants) 504, B Wing , Statesman House, 148, Barakhamba Road, Connaught Place, New Delhi-110001	
BANKERS	HDFC Bank Limited	
REGISTERED OFFICE & WORK	C-110 G/F Bhola Nath Nagar, Shahdara, East Delhi, Delhi-110032, India.	
E-MAIL CIN	akmlace@gmail.com L74110DL2009PLC196375	
REGISTRARS & SHARE TRANSFER AGENTS	Skyline Financial Services Pvt. Ltd D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi, Delhi,110020	
STOCK EXCHANGE	BSE Limited	
ISIN	INE777X01017	
SECRETARIAL AUDITOR	Vikas Verma & Associates, Company Secretaries, B-502, Statesman House, 148, Barakhamba Road, New Delhi- 110001	

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# **AKM CREATIONS LTD**

(Formerly known as AKM Lace and Embrotex Limited)

Registered Office: C-110, G/F, Bhola Nath Nagar, Shahdara, East Delhi – 110032  
Corporate Office: Block D 1206 Prahladnagar Trade, Centre BH Titanium City Centre,  
Polytechnic (Ahmedabad), Ahmedabad, Ahmadabad City, Gujarat, India, 380015  
CIN: L17291DL2009PLC196375,

Email: [akmlace@gmail.com](mailto:akmlace@gmail.com), website: [www.akmlace.com](http://www.akmlace.com)

## **NOTICE**

**NOTICE** is hereby given that the 15<sup>th</sup> Annual General Meeting of the members of **AKM Creations Limited** will be held on **Saturday, 29<sup>th</sup> June, 2024 at 03:00 P.M. (IST)** through Video Conferencing (“VC”)/Other Audio- Visual means (“OAVM”) to transact the following business:

### **ORDINARY BUSINESS:**

**ITEM 1: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

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

“**RESOLVED THAT** the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the reports of the Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted.”

**ITEM 2. APPOINTMENT OF MR. PIYUSH PARMAR (DIN: 09634827), WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

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

To appoint a Director in Place of Mr. Piyush Parmar (DIN: 09634827) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

**ITEM 03: APPOINTMENT OF M/S KAPISH JAIN & ASSOCIATES CHARTERED ACCOUNTANTS AS STATUTORY AUDITOR OF THE COMPANY AND TO AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION.**

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

“**RESOLVED THAT**, pursuant to the Provisions of Section 139 and other applicable provisions of the Companies Act, 2013, if any read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment(s) thereof for the time being in force) and Pursuant to the recommendation of the Audit Committee & Board of Directors of the Company, M/s. Kapish Jain & Associates Chartered Accountants, (Firm Registration Number : 022743N) be and is hereby appointed as the Statutory Auditors of the company, to hold office for a consecutive period of five years from conclusion of this Annual General Meeting till the Conclusion of the 20<sup>th</sup> Annual General Meeting to be held in the year 2029 at such

remuneration and expenses incurred for the purpose of audit as may be determined by the Board of Directors of the Company (or any committee thereof) in consultation with Auditors.

**“RESOLVED FURTHER THAT**, the board of Directors of the Company be and is hereby authorized to take all such steps and to do all acts, deeds, matters and things, which may deem necessary in this behalf. “

## **SPECIAL BUSINESS**

### **ITEM NO. 04: ISSUE OF 23,00,000 FULLY CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS TO THE PROMOTER AND NON-PROMOTER OF THE COMPANY.**

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

**“RESOLVED THAT** in accordance with the provisions of Section 23, 42, 62(1)(c) and other applicable provisions of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules and regulations made thereunder (including any amendments, modifications and/ or re-enactments thereof for the time being in force) (**“the Act”**) and subject to the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018, as amended, (**“SEBI ICDR Regulations”**), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (**“SEBI Takeover Regulations”**) and other applicable rules, regulations and guidelines of Securities and Exchange Board of India (**“SEBI”**) and/or BSE Limited (**“BSE”**) (**“Stock Exchange(s)”**), where the equity shares of the Company are listed, applicable provisions of the Memorandum and Articles of Association of the Company and any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India, the Ministry of Corporate Affairs (**“MCA”**), the SEBI or any other statutory or regulatory authority (hereinafter collectively referred to as **“applicable laws”**) in each case to the extent applicable and including any amendments, modifications or re-enactments thereof for the time being in force, and subject to the approvals, consents, permissions and sanctions of the SEBI, Stock Exchange(s) and any other concerned authorities, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by any of the aforementioned authorities while granting such approvals, consents, permissions and sanctions (hereinafter collectively referred to as **“necessary approvals”**) which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”** which term shall be deemed to include any Committee of Directors duly constituted or to be constituted to exercise powers conferred on the Board by this resolution), the consent and approval of the Members of the Company be and is hereby accorded to the Board to create, offer, issue and allot, by way of preferential issue on a private placement basis, in one or more tranches, in compliance with Chapter V of the SEBI ICDR Regulations, up-to a maximum of 23,00,000 (Twenty Three Lakh) numbers of Fully Convertible Equity Warrants (**“Warrants”**) at an exercise price of Rs. 112.60/- (One Hundred Rupees and Sixty Paise only) per underlying Equity Share having a face value of Rs. 10/- (Rupees ten each) per Equity Share not being less than the price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, each convertible into 1 (One) Equity Share of face value of Rs.10/- (Rupees Ten Only) each (**“the Equity Shares”**), aggregating up-to Rs. 25,89,80,000 /- (Rupees Twenty Five Crore Eighty Nine Lakh Eighty Thousand Only) for cash to Promoter and No-Promoter (**“Proposed Warrant Allottees”**) as more particularly set out in the explanatory statement, in accordance with the SEBI ICDR Regulations and other applicable laws and on such terms and conditions as mentioned hereunder.

**RESOLVED FURTHER THAT** the Relevant Date, as per the SEBI ICDR Regulations, as amended up to date, for the determination of issue price of Warrants is taken to be **Thursday, May 30, 2023 (“Relevant Date”)** being the date which is 30 days prior to the last date for approval of Members in the Annual General Meeting i.e. Saturday, June 29, 2023.

**RESOLVED FURTHER THAT** aforesaid issue of Warrants shall be subject to the conditions prescribed under the Act and the SEBI ICDR Regulations including the following:

- i) the Proposed Warrant Allottee shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the price fixed per Warrant/Resulting Equity Share in terms of the SEBI ICDR Regulations and the balance 75% at the time of exercising the conversion option attached to the Warrant.
- ii) the consideration for allotment of Warrants and/or Equity Shares arising out of conversion of such Warrants shall be paid to the Company from the Bank account of the Proposed Warrant Allottee.
- iii) the Warrants shall be issued and allotted by the Company only in Dematerialized form within a period of 15 days from the date of passing a Special Resolution by the Members, provided that where the issue and allotment of said Warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and/or Regulatory Authorities etc.
- iv) the Warrants shall be convertible into Equity Shares, in one or more tranches, within a period of **18 (eighteen) months** from the date of their allotment.
- v) in case the Warrant holder does not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within the said 18 (eighteen) months from the date of allotment of the Warrants, then the amount paid on each of the said outstanding Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically.
- vi) the Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the SEBI Listing Regulations and the Securities Contracts (Regulation) Rules, 1957.
- vii) upon exercise of the option to convert the Warrants within the tenure specified above, the Company shall ensure that the allotment of Equity Shares pursuant to exercise of the Warrants is completed within 15 days from the date of such exercise by the allottee of such Warrants.
- viii) the resulting Equity Shares shall rank pari-passu with the then existing fully paid-up equity shares of the Company including as to Dividend, Voting Rights etc.
- ix) the resulting Equity Shares will be listed and traded on the Stock Exchange(s), where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permission(s) and approval(s), as the case may be. Warrants shall not be listed.
- x) the entire pre-preferential equity shareholding of the Proposed Warrant Allottee, if any, shall be subject to lock in as per Regulation 167(6) of the SEBI ICDR Regulations.
- xi) the Warrants and/or equity shares to be offered/issued and allotted pursuant to the option attached to the Warrants shall be subject to lock in for such period as provided under the provisions of Chapter V of SEBI ICDR Regulations.
- xii) Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- xiii) the Warrants by themselves until converted into Equity Shares, does not give to the Warrant Holder any rights (including any dividend or voting rights) in the Company in respect of such Warrants;

**RESOLVED FURTHER THAT** subject to the receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to record the name and details of the Proposed Warrant Allottee in Form PAS-5, and issue a private placement offer cum application letter in **Form**

**PAS-4**, to the Proposed Warrant Allottee inviting him to subscribe to the Warrants in accordance with the provisions of the Act.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors/ Committee(s) of the Board, Chief Financial Officer and the Company Secretary be and are hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient to the issue and allotment of the Warrants/ Resulting equity shares including but not limited to making application to Stock Exchange(s) for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in relation to the proposed preferential issue, offer and allotment of said Warrants/ Resulting equity shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** the Common Seal of the Company, if required be affixed on any agreement, undertaking, deed or other documents, in accordance with the provisions of Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any Committee of the Board or any one or more Director(s)/Chief Financial Officer/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or a Committee of the Board, any other Director(s) or Officer(s) of the Company or any other authorized persons in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

**ITEM No. 05: SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM NCT OF DELHI TO STATE OF GUJARAT AND CONSEQUENT CHANGE IN MEMORANDUM OF ASSOCIATIONS OF THE COMPANY.**

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

“**RESOLVED THAT** subject to the provisions of section 12, 13(4) and all other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and subject to the approval of the Regional Director and other regulatory authorities, government(s), judicial/quasi-judicial authorities, court(s), consent of the Company be and is hereby accorded for shifting of the Registered Office of the Company from the NCT of Delhi to State of Gujarat.

**RESOLVED FURTHER THAT** subject to the aforementioned approval and pursuant to section 13 and all other applicable provisions, if any of the Companies Act, 2013, the existing clause II of Memorandum of Association of the Company be and is hereby substituted with the following clause II:

“II. The Registered Office of the Company is situated in the State of Gujarat”

**RESOLVED FURTHER THAT** upon the approval of the Regional Director, the registered office of the Company be shifted from the NCT of Delhi to State of Gujarat.

**RESOLVED FURTHER THAT** any of the Director of the Company be and is hereby severally authorized to sign the petition, application, affidavits, undertakings and such other documents as may be necessary in relation to the shifting of registered office of the Company and complete all requisite acts, deeds, things including but not limited to filing of e-forms with the concerned Registrar of the Companies, as may be required in this regard.”

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors of the company, be and is hereby authorized to do all such acts, deeds, filings, matters and things and execute all such deeds, documents, instruments and writings as may be required, with powers on behalf of the Company to settle all questions, difficulties or doubts that may arise in this regard. Mr. Maulik Rajendrabhai Shah, Managing Director may in his sole and absolute discretion deem fit and delegate all or any of its powers herein conferred to any Director(s), Officer(s) and/or the Consultant of the Company, if required, as it may in its absolute discretion deem it necessary or desirable.”

**ITEM NO. 06: TO INCREASE THE BORROWING LIMIT OF THE COMPANY UPTO INR 200 CRORES (RUPEES HUNDRED CRORES ONLY) OVER AND ABOVE THE LIMITS SPECIFIED UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013**

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

**“RESOLVED THAT** in pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force, the consent of the members be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time as they may think fit, any sum or sums of money up to INR 200 Crore (Indian Rupees Two Hundred Crores Only) on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether by way of mortgage, charge or hypothecation, pledge or otherwise in any way whatsoever, or in any other respect, or against any of the Company’s assets and/or properties whether moveable or immovable, including stock-in-trade, notwithstanding that the money to be borrowed together with the money already borrowed by the Company and remaining undischarged at any given time, exceed the aggregate, for the time being, of the paid-up capital of the company and its free reserve.

**“RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and are hereby jointly or severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**ITEM No. 07. TO CREATE MORTGAGE / CHARGE UNDER SECTION 180(1)(A) UPTO INR 200 CRORE (RUPEES TWO HUNDRED CRORES ONLY).**

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

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to create, mortgage/charge on the assets of the Company or for securing loan in favour of the lender(s), debenture holders against loan/debt to be obtained by the Company from time to time as they may think fit, any sum or sums of money up to INR 200 Crore (Indian Rupees Two Crores Only) on such terms and conditions as the Board may deem fit.

**“RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and are hereby jointly or severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**ITEM NO. 08: TO MAKE INVESTMENT, GIVE LOANS, GUARANTEES AND SECURITY UPTO INR 200 CRORES (RUPEES TWO HUNDRED CRORES ONLY) OVER AND ABOVE THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

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



**“RESOLVED THAT** pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or reenactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 200 Crores (Rupees Two Hundred Crores only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, Directors and Company Secretary of the Company, be and are hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**By Order of the Board of Directors  
For AKM Creations Limited**

**Sd  
Pankaj Kumar Rawat  
Company Secretary  
Date: 07.06.2024  
Place: Delhi**

## NOTES:

1.The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”) has permitted the holding of the annual general meeting through Video Conferencing (“VC”) or through other audio-visual means (“OAVM”), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the 15<sup>th</sup> Annual General Meeting (“Meeting” or “AGM”) of the Company is being held through VC / OAVM on Saturday, June 29, 2024, at 03:00 P.M. (IST). The proceedings of the AGM deemed to be conducted at the Registered Office of the Company situated at C-110 G/F Bhola Nath Nagar, Shahdara, East Delhi, Delhi-110032 India.

2.PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH.

ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

3.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 September 25, 2023 December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized 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 NSDL.

4.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. Pursuant to Regulation 44(6) of Listing Regulations, the Company is also providing a live webcast of the proceedings of the AGM. The Members will be able to view the proceedings on National Securities Depository Limited (NSDL)’s (‘NSDL’) e-Voting website at <https://nsdl.co.in/>. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.

5.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.

6.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.akmlace.com](http://www.akmlace.com) The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

7. In case of joint holders, 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.
8. Listing Regulations has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The companies and the registrar and share transfer agents are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. It is also mandatory to print the bank details on the physical instrument if the payment is made in physical mode. Accordingly, shareholders are requested to provide or update (as the case may be) their bank details with the respective depository participant for the shares held in dematerialised form and with the registrar and share transfer agent in respect of shares held in physical form. For further details about registration process, please contact your depository/ R&TA of the Company.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
10. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.
11. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [akmlace@gmail.com](mailto:akmlace@gmail.com)
12. Members are requested to notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
13. Non-Resident Indian members are requested to inform RTA/respective DPs, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
14. The Board of Directors of the Company has appointed M/s Vikas Verma & Associates, New Delhi as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
15. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday 22<sup>nd</sup> June 2023 to Saturday 29<sup>th</sup> June 2023 (both day inclusive).

16. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 02 working days of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
17. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at [www.akmlace.com](http://www.akmlace.com) and the website of NSDL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**19. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

- (i)The voting period begins on 26<sup>th</sup> June, 2024 at 9:00 A.M. and ends on 28<sup>th</sup> June, 2024 at 5:00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 21<sup>st</sup> June, 2023 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii)Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii)Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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:

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

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

### Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="537 711 1468 1205">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li data-bbox="537 1215 1468 1671">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li data-bbox="537 1682 1468 1787">3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

NSDL Mobile App is available on



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 users to login Easi /Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
- 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](http://www.cdslindia.com) home page. 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

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



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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [Service@vanda.com](mailto:Service@vanda.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.



3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [akmlace@gmail.com](mailto:akmlace@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [akmlace@gmail.com](mailto:akmlace@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board of Directors  
For AKM Creations Limited**

Sd/-  
**Pankaj Kumar Rawat**  
Company Secretary  
Date: 07.06.2024  
Place: Delhi

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**Item No. 04**

**A. Particulars of the Offer:**

Based on the recommendations of the Audit Committee and Board of Directors of the Company (“Board”) at its meeting held on 30<sup>th</sup> day of June 2024, subject to the approval of the Members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, approved to create, offer, issue and allot, by way of preferential issue on a private placement basis, in one or more tranches, in compliance with the provisions of Sections 23, 42 and 62(1)(c) of the Companies Act, 2013 (“the Act”) and Rules made there under and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, (“SEBI ICDR Regulations”), of the following securities to the proposed allottees (“Proposed Allottees”):

Upto an aggregate of 23,00,000 (Twenty-Three Lakhs) numbers of Fully Convertible Equity Warrants (“Warrants”), convertible into equivalent nos. of Equity Shares (i.e. one fully paid up Equity Share upon conversion of every one Warrant held) of a face value of Rs.10/- (Rupees Ten only) each of the Company, at an exercise price of Rs. 112.60/- (One Hundred Twelve Rupees and Sixty Paise Only) (including a premium of Rs. 102.60/- (One Hundred Two Rupees and Sixty Paise Only) which is higher than the price as determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations.

**The relevant disclosures as required under Regulation 163(1) of Chapter V of the SEBI ICDR Regulations are set out below:**

**B. The Objects of the issue through preferential offer:**

To raise further capital in order to meet the funding and business requirements of the Company including in relation to, and for [funding the business growth, capital expenditure, expansion plans including investments in Companies, exploring new initiatives, working capital, and other general corporate purposes] by way of fresh issue for cash.

**C. Maximum Number of specified securities to be issued:**

These Special Resolutions authorize the Board to issue and allot, by way of preferential issue on a private placement basis, in one or more tranches, in compliance with SEBI ICDR Regulations, up to an aggregate of 23,00,000 (Twenty-Three Lakhs Only) numbers of Warrants, convertible into equivalent nos. of Equity Shares (i.e. one fully paid up Equity Share upon conversion of every one Warrant held) of a face value of Rs. 10 (Rupees Ten only) each of the Company.

**D.** The allotment of Warrants and Equity Shares is subject to the Proposed Allottees, Non- Promoters not having sold any equity shares of the Company during the 90 Trading Days preceding the Relevant Date. The Proposed Allottees have represented that they have not sold any equity shares of the Company during 90 Trading Days preceding the Relevant Date.

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Sr. No.	Name of the Proposed Allottee	Category	No of Fully Convertible Warrants to be issued	PAN No.	% of the post issue offer capital
1	Arhat Touch Private Limited	Promoter	14,00,000	AAWCA4909M	12.40
2	Mr. Maulik Rajendrabhai Shah	Non-Promoter	9,00,000	BVQPS2058L	4.91
	<b>Total</b>		<b>23,00,000</b>		<b>17.31</b>

of the Proposed Allottees and the percentage of post preferential offer shareholding that may be held by them along with the Current and Proposed status are given below: Issue of Warrants to following person(s):

*(Note: Post percentage holding also includes effect of Conversion of 30,00,000 Warrants to Non-Promoters issued through shareholders meeting dated 30.09.2022).*

**E. Intent of the Promoters, Directors or Key Managerial Personnel (KMP) of the issuer to subscribe to the offer:**

Except Arhat Touch Private Limited Promoter and Mr. Maulik Rajendrabhai Shah Managing Director None of Promoters, Directors or Key Managerial Personnel (KMP) intend to subscribe in the proposed issue of Equity Shares.

**F. Relevant Date:**

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, the Relevant Date for the determination of issue price of Warrants is Thursday, May 30, 2023 (“**Relevant Date**”), being the date, which is 30 days prior to the last date from the date of approval of shareholder of the Company through Extra Ordinary General Meeting dated 29.06.2024

**G. Pending preferential issue:**

Presently there has been no preferential issue pending or in process except as proposed in this Notice.

**H. Basis on which the price has been arrived and Valuation Report:**

Equity Shares of the Company are listed on BSE Limited (“BSE”). The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations with higher trading volumes for the preceding ninety trading days prior to the Relevant Date, has been considered for determining the price in accordance with the SEBI ICDR Regulations.

Also, the proposed allotment is more than 5% of the post issue fully diluted Equity Share Capital of the Company to the Proposed Allottees therefore Valuation has been made as per regulation 166A of SEBI (ICDR) Regulations, 2018.

*The Valuation report obtained from Hitesh Jhamb (IBBI Registered Valuer) Registration No. IBBI/RV/11/2019/12355.*

**I. Re-computation of Issue Price:**

The Company shall re-compute the issue price of the Warrants, in terms of the provision of the SEBI ICDR Regulations, where it is required to do so; and that if any amount payable on account of the re-computation of issue price is not paid within the time stipulated in the SEBI ICDR Regulations, the Warrants allotted under preferential issue shall continue to be locked- in till the time such amount is paid by the allottees.

**J. Payment of Consideration:**

**For Warrants:** In terms of the provisions of Regulation 169(2) of the SEBI ICDR Regulations, an amount equivalent to at least 25% (twenty five percent) of the total consideration for the Warrants will be payable at the time of subscription to the Warrants, which will be kept by the Company to be adjusted and appropriated against the issue price of the Resulting Equity Shares.

A Warrant balance exercise price equivalent to the 75% of the issue price shall be payable by the Proposed Allottees at the time of exercising the Warrant.

In case the Warrant holder does not apply for the conversion of the outstanding Warrants into equity shares of the Company within **18 (eighteen) months** from the date of allotment of the Warrants, then the consideration paid upon each of the said outstanding Warrants shall be forfeited and all the rights attached to the Warrants shall lapse automatically.

The consideration for the Warrants shall be payable in cash and has to be paid by the Proposed Allottees from their respective bank accounts and in case of joint holders, shall be received from the bank account of the person whose

name appears first in the application.

**K. Dues toward SEBI, Stock Exchanges or Depositories:**

There are no outstanding dues of the Company payable towards SEBI, Stock Exchanges or Depositories as on the date of this Notice.

**L. Change in control, if any, upon preferential issue:**

Consequent to the proposed preferential issue of Warrants/ Resulting Equity Shares; there is no change in control or change in management of the Company. The preferential issue does not attract an obligation to make an open offer for shares of the Company under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

**M. The shareholding pattern of the issuer Company before and after the preferential issue:**

The shareholding pattern before and after the proposed preferential issue to Promoter, Promoter Group and Non-promoters are as follows:

Sr. No.	Category	Pre -Issue		Proposed Issue	Post Issue	
		No. of Shares held	% of Share holding	Equity Shares	No. of Shares held	% of Share holding
A	<b>Promoters ' holding</b>					
1	Indian:	-	-	-	-	-
	Individual	-	-			-
	Bodies Corporate	870175	6.69	14,00000	2270175	14.83
	<b>Sub-Total</b>					
2	Foreign Promoters					
	<b>Sub-Total (A)</b>	<b>8,70,175</b>	<b>6.68</b>	<b>1400000</b>	<b>2270175</b>	<b>14.83</b>
B	<b>Non-Promoters ' holding:</b>					
1	Institutional Investors	-	-	-	-	-
	Foreign portfolio Investor Category I	-	-	-	-	-
	Foreign portfolio Investor Category II	-	-	-	-	-
	Banks	-	-	-	-	-
2	Non-Institutions :					
	Resident Individuals	4308000	33.11	-	4308000	28.13
	Directors and	-	-	900000	900000	5.87

	Relatives					
	Non-Resident Indian	-	-	-	-	-
	Bodies Corporate	7798000	59.93	-	7798000	50.93
	<b>Any Others</b>			-	-	
	Resident Individual HUF	18000	0.14	-	18000	0.12
	Clearing Members	-	-	-	-	
	Firm	18000	0.14	-	18000	0.12
	<b>Sub-Total (B)</b>	<b>1,21,42,000</b>	<b>93.32</b>	<b>9,00,000</b>	<b>1,30,42,000</b>	<b>85.17</b>
	<b>GRAND TOTAL</b>	<b>1,30,12,175</b>	<b>100</b>	<b>23,00,000</b>	<b>1,53,12,175</b>	<b>100</b>

**N. Time frame within which the preferential issue shall be completed:**

In terms of Regulation 170(1) of the SEBI ICDR Regulations, preferential allotment of Warrants Shares to Proposed Allottees pursuant to the special resolution will be completed within a period of 15 (fifteen) days from the date of passing of special resolutions.

Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, Stock Exchanges or other concerned authorities.

Proposed Allottee of Warrants shall be entitled to convert the same into equal number of Equity Shares, in one or more tranches, within a period of eighteen (18) months from the date of allotment of Warrants.

Upon exercise of the option to convert the Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to exercise of the Warrants is completed within 15 days from the date of such exercise by the allottees of such Warrants.

**O. Particulars of the Proposed Allottee(s) and the identity of the natural persons who are the ultimate beneficial owners of the Warrants proposed to be allotted and/or who ultimately control the Proposed Allottee(s), the percentage of post preferential issue capital that may be held by them and change in control, if any, in the Issuer consequent to the preferential issue:**

<b>Name of the Proposed Allottee</b>	<b>Category (Promoter/ Non - Promoter)</b>	<b>Permanent Account Number (PAN)</b>	<b>If allottee is not a natural person, identity of the natural person who are the ultimate beneficial owner of the shares proposed to be issued, if applicable</b>	<b>Permanent Account Number (PAN) of the beneficial owners of proposed allottee</b>	<b>No. of securities to be allotted</b>	<b>Allottee is: *QIB/ Non QIB</b>	<b>Post issue % of capital that allottee will hold</b>
Arhat Touch Private Limited	Promoter	AAWCA4909M	Mr. Maulik Rajendrabhai Shah	BVQPS2058L	14,00,000	-	9.14
Mr. Maulik Rajendrabhai Shah	Non-Promoter	BVQPS2058L		-	9,00,000	-	5.88

#### **P. Lock in Requirement**

The Pre-preferential holding of proposed allottees who are also proposed shareholder of the Company shall be locked in for such period as specified under regulation 167 and 168 and other applicable regulations of SEBI ICDR Regulations.

Further, the equity warrants and equity shares allotted on account of exercise of option by the warrant holder shall be locked in for such period as specified under Regulation 167, 168 and other applicable regulations of SEBI ICDR Regulations.

#### **Q. Undertaking**

- A. Neither the Company nor its Directors or Promoter have been declared as wilful defaulter or a fraudulent borrower as defined under the SEBI ICDR Regulations.
- B. As per the information available with the Company and confirmed by the Directors/Promoter/KMPs; none of the Directors or Promoter or KMPs who are proposed to be allotted Warrants in terms of this Notice, are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- C. The Company is eligible to make the preferential Issue to Promoter and Non- Promoter under Chapter V of the SEBI ICDR Regulations.
- D. In terms of SEBI ICDR Regulations, the Company shall re-compute the price of the Warrant/ Resulting Equity Shares, in terms of the provision of the SEBI ICDR Regulations, where it is required to do so; and that if any amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations the Convertible Warrants allotted under preferential issue shall continue to be locked-in till the time such amount is paid by the allottee.
- E. The Company is and post preferential issue, would be in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchanges, where the equity shares of the issuer are listed and the SEBI Listing Regulations, as amended, and any circular or notification issued by SEBI.

## **R. Practicing Company Secretary's Certificate:**

The certificate obtained from M/s Vikas Verma and Associates, Company Secretaries, FRN F009192E001297963 certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations and certificate confirming the pricing as per 164(1) and certificate as per 163(2), shall be available for inspection on the website of the Company at [www.akmlace.com](http://www.akmlace.com) upto June 29, 2024 (Date of annual general meeting). In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the Warrants to persons belonging to the Promoter and Non-Promoter Category, is being sought by way of a "Special Resolution" as set out in the said item no. 2 of the Notice.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolutions at Item nos. 2 of the accompanying Notice for approval by the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding, is in any way concerned or interested, financially or otherwise in the Special Resolution as set out at Item No. 4 of this Notice.

## **Item No. 05:**

As per provisions of Section 12(5) of the Companies Act, 2013 shifting of registered office of the company outside the local limits of any city, town or village requires approval of shareholders by way of **Special Resolution**.

With a view to operational convenience and ease, the Board of Directors considered and subject to approval of shareholders, approved the proposal for shifting the registered office from NCT of Delhi to State of Gujarat. The proposed location is outside the local limits of states where the registered office of the Company is situated and therefore requires approval of shareholders by way of special resolution. If approved, the registered office will be shifted to Gujarat.

The Documents related to this item shall be open for inspection at the registered office of the Company during working hours.

None of the Directors or key managerial personnel of the company and their respective relatives is concerned or interested, financially or otherwise, in the resolution.

**The Directors recommend the approval as the special resolution.**

## **Item No.06 & 7**

Keeping in view the existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Hence it is proposed to fix its borrowing limits upto Rs. 200 Crores (Rupees Two Hundred Crores) for the Company. Pursuant to Section 180(1) (A) & 180(1) (c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting. In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General

Meeting, which authorization is also proposed upto Rs. 200 Crores (Rupees Two Hundred Crores) for the Company.

Hence, the Special Resolution at Item No. 6 of the Notice is being proposed, since the same exceeds the limits provided under Section 180(1)(a) & 180(1)(c) of the Act.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.

**The Board recommends that the resolution set out at these items be passed as Special Resolution.**

#### **Item No. 08**

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013 ('Act'), the Company shall not directly or indirectly: - (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher. Pursuant to the provisions of Section 186(3) of the 'Act', where the giving of any loan or guarantee or providing any security or the acquisition of securities exceeds the limits specified in Section 186(2) of the 'Act', prior approval by means of a Special Resolution passed at a General Meeting is necessary. In terms of Rule No.11(1) of the Companies (Meeting of Board and its Powers) Rules ('Rules'), where a loan or guarantee is given or security has been provided by a company to its wholly-owned subsidiary or a joint venture, or acquisition is made by a holding company, by way of subscription of securities of its wholly-owned subsidiary, the requirement of Section 186(3) of the 'Act' shall not apply, however it will be included for the purpose of overall limit. In the normal course of business, the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186(2) of the 'Act'.

Accordingly, it is proposed to seek prior approval of Members vide an enabling Resolution to provide loans, guarantees and make investments up to a sum of Rs. 200 crores (Two Hundred crores) over and above the aggregate of free reserves and securities premium account of the Company at any point of time.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution.

**The Board recommends that the resolution set out at these items be passed as Special Resolution.**

**By Order of the Board of Directors  
For AKM Creations Limited**

**Sd  
Pankaj Kumar Rawat  
Company Secretary  
Date: 07.06.2024  
Place: Delhi**



## **DIRECTORS' REPORT**

To,  
The Members of  
AKM Creations Limited

Your Directors have pleasure in presenting the 15<sup>th</sup> Directors' Report on the business and operations of **AKM Creations Limited** (The Company) together with the Audited Financial Statements of Accounts of the Company for the Financial Year ended March 31, 2024

### **Financial Result:**

Particular	(Amount in Lakhs)	
	FY 2023-24	FY 2022-23
<b>Total Income</b>	774.40	1363.91
<b>Total Expenditure</b>	751.23	1325.65
<b>Profit / (Loss) Before Tax</b>	23.17	38.26
<b>Less: Current Tax/Provision for Tax</b>	(3.06)	10.14
<b>Profit / (Loss) After Tax</b>	26.23	26.40

### **1. STATE OF COMPANY AFFAIRS AND REVIEW OF OPERATIONS:**

During the Financial Year ended 31<sup>st</sup> March, 2024, the Company has recorded total revenue of INR 774.40 Lakhs/- (Indian Rupees Seven Hundred Seventy Four Lakh Forty Thousand Only) as against INR 1363.91 Lakhs /-(Indian Rupees Thirteen Hundred Sixty Three Lakh Ninety One Thousand Only) in the previous year, During the reporting period the Company has earned Net Profit of INR 26.23 /-Lakhs (Indian Rupees Twenty Six Lakh Twenty Three) as against INR 26.40/- Lakhs (Indian Rupees Twenty Six Lakh Forty Thousand Only) in the previous year.

During the year under review, Arhat Touch Private Limited made an open offer on 07.02.2024 to acquire 22,39,166 Equity Shares of face value of Rs. 10/- each of AKM Creations Limited at a price of Rs. 15/- each equity share representing 26% of total outstanding, issued and fully paid up equity share capital on fully diluted basis.

Pursuant to the open offer M/s. Arhat Touch Private Limited became the promoter of AKM Creations Limited.

## 2. SHARE CAPITAL:

### Changes in the Capital Structure:

The Authorized Share Capital of the Company increased from existing INR 70,000,000 (Indian Rupees Seven Crore Only) divided into 70,00,000 (Seventy Lakh Only) Equity Shares of INR 10 (Ten) each to INR 17,00,00,000 (Indian Rupees Seventeen Crore only) divided into 1,70,00,000 (One Crore Seventy Lakh Only) Equity Shares of Rs. 10 each by inserting 1,00,00,000 Equity Shares of INR 10 each vide resolution passed on 15<sup>th</sup> November, 2023 through postal ballot.

During the year under review the Company has issued and allotted 1,00,00,000 (One Crore) equity Warrant of face value of INR 10/- vide shareholder resolutions dated 15<sup>th</sup> November 2023 on preferential basis.

During the year under review the Company has converted 94,00,000 warrant into equity shares as follows:

S. No.	No. of Shares	Date of Board Resolution
1	56,00,000	23.23.2023
2	38,00,000	22.03.2024
Total	<b>94,00,000</b>	

As on 31st March 2023 The issued, Subscribed and paid up share capital stood at INR 124121750/- divided into 1,24,12,175 Equity Shares of INR 10/- each.

## 3. DEPOSITS:

During the reporting period, your Company has not accepted any deposits, falling within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014

## 4. DIVIDEND

The Board of Directors did not recommend any dividend for the year.

## 5. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

## 6. AMOUNTS, IF ANY, WHICH IT PROPOSES TO CARRY TO ANY RESERVES:

We do not propose to transfer any amount to general reserve.

## 7. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the financial year under review, there was no change in the nature of the business of the Company.

## 8. REVISION OF FINANCIAL STATEMENT, IF ANY:

There was no revision in the financial statements of the Company.

## 9. DIRECTORS & KEY MANAGERIAL PERSONNEL:

The Board of the Company was duly constituted in accordance with the provisions of the Companies Act, 2013. As on the date of the report, your company has the following Directors and Key Managerial Personnel:

S. No	Name of Director	Designation	DIN	Date of Appointment	Date of Appointment at Current designation	Date of Resignation
1	Mr. Maulik Rajendrabhai Shah	Managing Director	07578813	13.03.2024	16.03.2024	-
2	Mr. Piyush Parmar	Director	09634827	13.03.2024	13.03.2024	-
3	Mr. Mahavir Rameshchandra Chudasama	Director	10429758	28.03.2024	28.03.2024	-
4	Mr. Pradipbhai Rathod	Director	10429763	28.03.2024	28.03.2024	-
5.	Mr. Pankaj Kumar Rawat	Company Secretary & Compliance Officer	AVMPR0513N	24.01.2024	24.01.2024	-
6.	Ms. Shalvi Sagar Patwa	Managing Director	08869050	16/02/2022	16/02/2022	15/03/2024
7.	Mr. Shatrudhan	Director	09486626	16/02/2022	16/02/2022	15/03/2024
8.	Mr. Farmeen Salim Lala	Director	09505852	16/02/2022	16/02/2022	15/03/2024
9	Mr. Sagar Amar Patwa	Director	06818710	13/06/2022	13/06/2022	15/03/2024
10	Ms. Shalvi Sagar Patwa	CFO	08869050	20/12/2021	20/12/2021	15/03/2024
11	Mr. Ayush Abhay Dolani	Company Secretary & Compliance Officer	FXKPD3273A	17.08.2022	17.08.2022	30.06.2023
12	Mr. Hirwani Jayantibhai Vaghela	Director	10168242	20/11/2023	20/11/2023	04.04.2024
13	Ms. Jagrutiben Deepakbhai Parmar	Director	09588467	20/11/2023	20/11/2023	04.04.2024
14	Ms. Sonia Jain	Company Secretary & Compliance Officer	ACS26403	02.09.2023	02.09.2023	06.11.2023

**During the year under review following Changes were made in Board of Directors and KMP of the Company**

- Mr. Maulik Rajendrabhai Shah appointed as Additional Director on 13.03.2024 and Designated as Managing Directors on 16.03.2024
- Mr. Piyush Parmar appointed as Additional Director in the category of Non-executive director and regularized by shareholder approval through postal ballot on 04.05.2024
- Mr. Mahavir Rameshchandra Chudasama Additional Director in the category of Independent Director and regularized by shareholder approval through postal ballot on 04.05.2024
- Mr. Pradipbhai Rathod Additional Director in the category of Independent Director and regularized by shareholder approval through postal ballot on 04.05.2024.
- Mr. Pankaj Kumar Rawat appointed as Company Secretary and Compliance Officer of the Company on 24.01.2024
- Ms. Shalvi Sagar Patwa resigned from the post of Managing Director on 15.03.2024
- Mr. Shatrudhan resigned from the post of Independent Director on 15.03.2024
- Mr. Farmeen Salim Lala resigned from the post of Independent Director on 15.03.2024
- Mr. Sagar Amar Patwa resigned from the post of Non-Executive Director on 15.03.2024
- Ms. Shalvi Sagar Patwa resigned from the post of CFO of the Company on 15.03.2024
- Mr. Ayush Abhay Dolani resigned from the post of Company Secretary and Compliance Officer of the Company 30.06.2023
- Mr. Hirwani Jayantibhai Vaghela appointed as Additional Director in the category of executive director on 20.11.2023 and regularized as executive director vide shareholder approval through postal ballot dated 18.01.2024 and resigned from the post of director on 04.04.2024
- Ms. Jagrutiben Deepakbhai Parmar appointed as Additional Director in the category of Non-executive director on 20.11.2023 and regularized as Non-executive director vide shareholder approval through postal ballot dated 18.01.2024 and resigned from the post of director on 04.04.2024
- Ms. Sonia Jain appointed as Company Secretary and Compliance Officer of the Company on 02.09.2023 and resigned from the post of Company Secretary and Compliance Officer on 06.11.2023

**10. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

During the Financial Year under review 15 (Fifteen) meetings of the Board of Directors were held. The dates on which the said meetings were held:

- 30.05.2023
- 02.09.2023
- 07.09.2023
- 14.10.2023
- 31.10.2023
- 07.11.2023
- 20.11.2023
- 05.12.2023
- 23.12.2023
- 24.01.2024
- 13.03.2024
- 16.03.2024
- 22.03.2024
- 23.03.2024
- 28.03.2024

The intervening gap between any two Meetings was within the period prescribed under the SEBI (LODR) Regulations, 2015 and Companies Act, 2013.

**Board Committees:**

the Board has following committees: Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee.

**Audit Committees:**

The Audit Committee of the Company is constituted/re-constituted in line with the provisions of Section 177 of the Companies Act, 2013. The Audit Committee is constituted in line to monitor and provide effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity, and quality of Financial Reporting.

S. No	Name of the Members	Designation
1.	Sagar Amar Patwa	Non-Executive Non-Independent Director
2.	Shatrudhan	Non-Executive Independent Director
3.	Farmeen Salim Lala	Non-Executive Independent Director

During the Year the Audit Committee is reconstitute as under

S. No	Name of the Members	Designation
1.	Mahavir Rameshchandra Chudasama	Chairperson
2.	Pradipbhai Rathod	Member
3.	Piyush Parmar	Member

**Meeting of Audit Committee**

During the Financial Year under review 03 (Three) meetings of the Members of Audit Committee were held.

The dates on which the said meetings were held:

- 30.05.2023
- 31.10.2023
- 07.11.2023

### **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee of the Company is constituted/re-constituted in line with the provisions of Section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee recommends the appointment of Directors and remuneration of such Directors. The level and structure of appointment and remuneration of all Key Managerial personnel and Senior Management Personnel of the Company, as per the Remuneration Policy, is also overseen by this Committee.

<b>S. No</b>	<b>Name of the Members</b>	<b>Designation</b>
1.	Sagar Amar Patwa	Non-Executive Non-Independent Director
2.	Shatrudhan	Non-Executive Independent Director
3.	Farmeen Salim Lala	Non-Executive Independent Director

During the Year the Nomination and Remuneration Committee is reconstitute as under

<b>S. No</b>	<b>Name of the Members</b>	<b>Designation</b>
1.	Mahavir Rameshchandra Chudasama	Chairperson
2.	Pradipbhai Rathod	Member
3.	Piyush Parmar	Member

### **Meeting of Nomination and Remuneration Committee:**

During the Financial Year under review 03 (Three) meetings of the Members of Audit Committee were held.

The dates on which the said meetings were held:

- 02.09.2023
- 20.11.2023
- 13.03.2024

### **Stakeholders Relationship Committee:**

The Company has a Stakeholder Relationship Committee of Directors in compliance with provisions of the Companies Act, 2013 to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/notices /annual reports, etc.

<b>S. No</b>	<b>Name of the Members</b>	<b>Designation</b>
1.	Sagar Amar Patwa	Non-Executive Non-Independent Director
2.	Shatrudhan	Non-Executive Independent Director

3.	Farmeem Salim Lala	Non-Executive Independent Director
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During the Year the Stakeholder Relationship Committee is reconstitute as under

S. No	Name of the Members	Designation
1.	Mahavir Rameshchandra Chudasama	Chairperson
2.	Pradipbhai Rathod	Member
3.	Piyush Parmar	Member

#### **Meeting of Stakeholders Relationship Committee:**

During the Financial Year under review 01 (One) meetings of the Members of Audit Committee were held.

The dates on which the said meetings were held:

- 13.03.2024

#### **11. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY:**

There were no material changes and commitments accrued from the end of financial year upto this report that may affect financial position of the Company.

#### **12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013:**

Particulars of loan given, investment made, guarantees given and security provided under Section 186 of the Companies Act, 2013, if any, are provided in the notes of financial statement.

#### **13. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

According to Section 134(5) (e) of the Companies Act, 2013, the term “Internal Financial Control (IFC)” means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The company has a well-placed,

proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from the top management to executive level.

The compliance relating to Internal Financial controls have been duly certified by the statutory auditors.

**14. CORPORATE SOCIAL RESPONSIBILITY:**

Provisions of Corporate Social Responsibility are not applicable on the Company. Therefore, Company has not developed and implemented any Corporate Social Responsibility Initiatives as provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014.

**15. CORPORATE GOVERNANCE:**

Provisions of Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 are not applicable to the Company. Hence, report on Corporate Governance is not annexed.

**16. HUMAN RESOURCES:**

The Management has a healthy relationship with the officers and the Employee.

**17. BOARD EVALUATION:**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“SEBI Listing Regulations”).

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual

director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

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

The Board evaluated the performance of Independent Directors and Individual Directors considering various parameters such as their familiarity with the Company's vision, policies, values, code of conduct, their attendance at Board and Committee Meetings, whether they participate in the meetings constructively by providing inputs and provide suggestions to the



Management/Board in areas of domain expertise, whether they seek clarifications by raising appropriate issues on the presentations made by the Management/reports placed before the Board, practice confidentiality, etc. It was observed that the Directors discharged their responsibilities in an effective manner. The Directors possess integrity, expertise and experience in their respective fields.

**18. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:**

Disclosure pertaining to remuneration and other details as required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in “Annexure–III” to this Report.

The Statement containing the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and other applicable rules (if any) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

**19. RATIO OF REMUNERATION TO EACH DIRECTOR:**

During the year Company has given remuneration to Director of the Company, mentioned below:

S. No	Name of the Director	Designation	Amount in Lakhs
1	Mr. Hirwani Jayantibhai Vaghela	Executive Director	2.6
2	Ms. Jagrutiben Deepakbhai Parmar	Non-Executive Director	2.6

**20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

During the year, there is no transaction entered with related parties referred to in Section 188(1) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014. Therefore there is no requirement to attached Form AOC-2 in Annexure ‘I’ Related party transactions if any, are disclosed in the notes to financial statements.

**21. NO FRAUDS REPORTED BY STATUTORY AUDITORS**

During the Financial Year 2023-24, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

**22. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

During the reporting period, the Company has no subsidiary/associates/Joint Venture. Hence, provisions of Section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

**23. VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism

provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases.

**24. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

During the period under review no material orders have been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**25. DIRECTORS' RESPONSIBILITY STATEMENT:**

- (a) Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed:
- (b) That in the preparation of the annual accounts for the financial year ended 31st March, 2024 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (c) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the year review;
- (d) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (e) That the directors had prepared the annual accounts for the financial year ended 31st March, 2024 on a going concern basis;
- (f) That the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and
- (g) That the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**26. AUDITORS & AUDITOR'S REPORT:**

**a) Statutory Auditor:**

During the year under review, M/S Kapish Jain & Associates, Chartered Accountants, having FRN 022743N appointed as a statutory auditor of the company to fill casual vacancy caused due to resignation of M/S RKJS & Co. LLP, Chartered Accountants.

### ***Auditor's Report***

The Auditor's Report for financial year ended March 31, 2024, does not contain any qualification, reservation or adverse remarks. All Observations made in the Independent Auditors' Report and Notes forming part of the Financial Statements are self-explanatory and do not call for any further comments and also, there is no incident of fraud requiring reporting by the auditors under section 143(12) of the Companies Act, 2013 during the year. The Auditor's report is enclosed with the financial statements in this Auditor's Report.

#### **b) Secretarial Auditor:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Vikas Verma & Associates, Practicing Company Secretaries, to undertake the secretarial audit of the Company for the Financial Year 2023-2024.

### ***Secretarial Audit Report***

The Secretarial Audit Report for the financial year ended 31st March, 2024 does not contain any qualification, reservation or adverse remark. A copy of the Secretarial Audit Report (Form MR-3) as provided by the Company Secretary in Practice has been annexed to the Report. ***(Annexure-IV)***

#### **c) Cost auditors:**

The Company has not appointed the Cost Auditor as pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit is not applicable to the Company.

#### **d) Internal auditors**

The Company has complied with the requirement of the section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions of the Act.

## **27. EXTRACT OF THE ANNUAL RETURN**

The extract of annual return under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the Company at [www.akmlace.com](http://www.akmlace.com)

## **28. FAMILIARISATION PROGRAMMES**

The Company familiarises its Independent Directors on their appointment as such on the Board with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through familiarizations programme. The Company also conducts orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis. The familiarization programme for Independent Director is disclosed on the Company's website [www.akmlace.com](http://www.akmlace.com)

## **29. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is annexed to this Annual Report as "Annexure – VI".

## **30. CODE OF CONDUCT:**

Commitment to ethical professional conduct is a must for every employee, including Board Members and Senior Management Personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. All Board Members and Senior Management Personnel affirm compliance with the Code of Conduct annually.

## **31. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

## **32. DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

During the reporting period, no application made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

## **33. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH REASONS THEREOF:**

During the reporting period, no such valuation has been conducted in the financial year.

## **34. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars as prescribed under sub-section (3)(m) of Section 134 of the Companies Act, 2014 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at “Annexure-II”.

### **35. RISK MANAGEMENT POLICY**

The Board of Directors of the Company are of the view that currently no significant risk factors are present which may threaten the existence of the company. During the year, your Director's have an adequate risk management infrastructure in place capable of addressing those risks. The company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Audit Committee and Board of Directors review these procedures periodically. The company's management systems, organizational structures, processes, standards, code of conduct and behaviour together form a complete and effective Risk Management System (RMS).

### **36. PREVENTION OF INSIDER TRADING**

The Company has a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

### **37. DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTOR INTER –SE**

None of the Directors are related to each other.

### **38. SECRETARIAL STANDARDS**

Your Company complies with the Secretarial Standard on Meetings of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) whenever it has applicable. Your Company will comply with the other Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) as and when they are made mandatory.

### **39. CAUTIONARY NOTE**

The statements forming part of the Board's Report may contain certain forward looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

### **40. STATEMENT ON OTHER COMPLIANCES**

Your Director's state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items During the reporting period:

- a. Details relating to deposits covered under Chapter V of the Act.
- b. Issue of equity shares with differential voting rights as to dividend, voting or otherwise;
- c. Issue of shares (including sweat equity shares) to employees of the Company.
- d. Neither the Managing Director nor any of the Whole-time Directors of the Company receive any remuneration or commission.;

**42. WEBSITE OF THE COMPANY:**

Your Company maintains a website [www.healthylifeagritec.com](http://www.healthylifeagritec.com) where detailed information of the Company and specified details in terms of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 have been provided.

**ACKNOWLEDGEMENT:**

The Directors regret the loss of life are deeply grateful and have immense respect for every person. The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the shareholders, employee unions, customers, dealers, suppliers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management.

**Date: 07.06.2024**  
**Place: Delhi**

**For & on behalf of the Board**  
**AKM Creations Limited**

**Sd/-**  
**Maulik Rajendrabhai Shah**  
**Managing Director**  
**DIN: 07578813**

**Sd/-**  
**Piyush Parmar**  
**Director**  
**DIN: 09634827**

**FORM NO. AOC-2**

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

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

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

**M/s AKM Creations Limited** has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length basis during financial year 2023-24.

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

**M/s AKM Creations Limited** has not entered into contract or arrangement or transaction with its related parties which is at arm's length basis during financial year 2023-24 are as follows:

<b>Name of Related Party and Nature of Relationship</b>	<b>Nature of contracts/ arrangement/ transactions</b>	<b>Duration of contracts/ arrangement/ transactions</b>	<b>Salient terms of contracts/ arrangements/ transactions including the value, if any</b>	<b>Date(s) of approval by the board, if any</b>	<b>Amount paid as advance, if any</b>
NIL	NIL	NIL	NIL	NIL	NIL

Date: 07.06.2024

Place: Delhi

For & on behalf of the Board  
AKM Creations Limited

Sd/-

**Maulik Rajendrabhai Shah**  
Managing Director  
DIN: 07578813

Sd/-

**Piyush Parmar**  
Director  
DIN: 09634827

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

[Pursuant to Section 134 (3)(m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]

**(A) Conservation of Energy**

(i)	The steps taken or impact on conservation of energy;	Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible saving of energy is achieved. As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.
(ii)	The steps taken by the company for utilizing alternate sources of energy;	NIL
(iii)	The capital investment on energy conservation equipments.	Nil

**(B) Technology absorption**

(i)	The efforts made towards technology absorption;	Company's products are manufactured by using in-house know how and no outside technology is being used for manufacturing activities. Therefore no technology absorption is required.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	The Company constantly strives for maintenance and improvement on quality of its products and entire research & Development activities are directed to achieve the aforesaid goal.
(iii)	In case of imported technology (imported	The Company has not imported any technology during last 3 years



	during the last three years reckoned from the beginning of the financial year)-	
	(a) The details of technology imported; (b) The year of import; (c) Whether the technology been fully absorbed; (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A. N.A. N.A. N.A.
(iv)	The expenditure incurred on Research and Development.	NIL

**(C) Foreign exchange Earnings and Outgo-**

(i)	The Foreign Exchange earned in the terms of actual inflows during the year;	Nil
(ii)	Foreign Exchange outgo during the year in terms of actual outflow.	Nil

**For & on behalf of the Board  
AKM Creations Limited**

**Sd/-  
Maulik Rajendrabhai Shah  
Managing Director  
DIN: 07578813  
Date: 07.06.2024  
Place: Delhi**

**Sd/  
Piyush Parmar  
Director  
DIN: 09634827  
Date: 07.06.2024  
Place: Delhi**

**Annexure- III**

Information of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

<b>S.N o.</b>	<b>PARTICULARS</b>	<b>REMARKS</b>
1.	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.	Mr. Hirwani Jayantibhai Vaghela – 2.6 Lakh Ms. Jagrutiben Deepakbhai Parmar – 2.6 Lakh
2	The percentage increase in the median remuneration of employees in the financial year.	
4	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	-
6	Affirmation that the remuneration is as per the remuneration policy of the Company	The Directors affirm that the remuneration paid to Directors, KMPs and employees is as per the Remuneration Policy of the Company.

**For & on behalf of the Board  
AKM Creations Limited**

**Sd/-  
Maulik Rajendrabhai Shah  
Managing Director  
DIN: 07578813  
Date: 07.06.2024  
Place: Delhi**

**Sd/  
Piyush Parmar  
Director  
DIN: 09634827  
Date: 07.06.2024  
Place: Delhi**

**FORM MR-3 SECRETARIAL AUDIT REPORT**

**(For the financial year ended 31<sup>st</sup> March, 2024)**

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

**To,**

**The Board of Director AKM Creations Limited  
C-110 G/F Bhola Nath Nagar, Shahdara,  
East Delhi, Delhi, India, 110032**

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

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and as produced before us, and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> day of March, 2024, (the audit period) complied with the statutory provisions listed hereunder and also that the Company has a Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by AKM Creations Limited ("The Company") and as produced before us for the financial year ended on 31<sup>st</sup> Day of March, 2024 (audit period) according to the provisions of:

- I.** The Companies Act, 2013 (the Act) including any amendment thereto and the Rules made there under;
- II.** The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- III.** The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV.** Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V.** The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company: -
  - 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 including any amendment thereto.
  - c.** The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d.** The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - e.** The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- 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, 2021;
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof and other applicable rules, regulations, and other communications issued from time to time.

#### **VI. Other laws applicable to the Company:-**

The Factories Act, 1948, Industrial Disputes Act, 1947, The Payment of Wages Act, 1936, The Minimum Wages Act, 1948, Employee State Insurance Act, 1948, The Employees Provident Fund and Miscellaneous Provisions Act, 1952, The Payment of Bonus Act, 1965, The Payment of Gratuity Act, 1972, The Contract Labour (Regulation and Abolition) Act, 1970, The Maternity Benefits Act, 1961, The Income Tax Act, 1961, Weekly Holiday Act, 1942, Goods and Services Tax (GST), The Sexual Harassment of Women at workplace (Prevention Prohibition and Redressal) Act, 2013 & amendments thereunder and other laws applicable to the Company as per the representations made by the Company, if any.

However, as per the explanations given to us and the representations made by the Management, there was no action/event occurred in pursuance of:

- j. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- b. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
- c. 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; Requiring compliance thereof by the company and were not applicable during the financial year ended, 31<sup>st</sup> March, 2024 under review.

#### **We have also examined compliance with the applicable provisions of the following:**

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereto.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

#### **We further report that:**

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

Adequate notice to schedule the Board Meetings, agenda and detailed notes on agenda were sent to all directors at least seven days in advance or within prescribed time as the case may be, 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.

Decisions at the Board Meetings, as represented by the management and explanations given to us, were taken unanimously/requisite majority. As per the minutes of the meetings, duly recorded and signed by the Chairman, the decisions of the Board were unanimous/with requisite majority and no dissenting views have been recorded.

We further report that, as representation made by the Management of the company and based on the information received and records maintained by the Company, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Vikas Verma & Associates (Company Secretaries)**

**Sd/-**

**Vikas Kumar Verma  
(Managing Partner)**

**Place: New Delhi**

**M. No- F9192**

**C.O.P.: 10786**

**Date: 05.06.2024**

**UDIN-F009192F000534961**

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

**‘ANNEXURE A’**

**To,**

**The Board of Director  
AKM Creations Limited  
C-110 G/F Bhola Nath Nagar,  
Shahdara, East Delhi, Delhi, India-110032**

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

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

**For Vikas Verma & Associates (Company Secretaries)**

**Sd/-  
Vikas Kumar Verma  
(Managing Partner)  
Place: New Delhi  
M. No- F9192  
C.O.P.: 10786  
Date: 05.06.2024**

## Annexure-VI

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### **Overview**

Your Director's are pleased to present the Management Discussion and Analysis Report for the year ended 31<sup>st</sup> March, 2024.

Our Company was originally incorporated on 26th November, 2009 as a private limited company under the provisions of the Companies Act, 1956 as "AKM Lace and Embrotex Private Limited". On 04th May, 2017 our company was converted into a public limited company and is called "AKM Lace and Embrotex Limited". On 29th September, 2017, our company was listed on the BSE SME platform through an Initial Public Offering (IPO). It has listed its equity shares on the BSE SME platform.

The main business of the Company is trading in textile products primarily fabrics. We act as an intermediary between buyer and seller buying goods on cash basis and providing credit to cash-strapped businessmen in this field.

#### **Industry Structure & Development**

**Global Jewellery Industry** The global jewellery market is expected to witness substantial growth. This growth is primarily driven by evolving consumer preferences towards distinctive jewellery styles, including oversized hoops and geometric shapes like rectangles, spheres, and squares. The rising popularity of personalised and environmentally sustainable jewellery further fuels this trend. The global gold jewellery market will grow during the forecasted period due to rising GDP per capita, increasing consumer disposable income, and the appeal of gold as a long-term investment.

#### **Indian Gold Business:**

Overview India's formidable position as the second-largest gold market, where an impressive 70% of the demand is attributed to exquisite Jewellery, underscores the immense growth opportunities awaiting the organized retail segment. It is also the third-highest component of retail consumption in India. Moreover, gold Jewellery demand has experienced a steady and consistent upward trend for several reasons. Firstly, most of the demand can be attributed to weddings, where gold holds great cultural and sentimental value. As weddings remain an integral part of many societies, the demand for gold Jewellery continues to rise. Secondly, gold is considered a reliable store of value, especially in times of economic uncertainty, making it an attractive investment option for individuals. The growth in disposable income across various regions has also played a crucial role in boosting demand, as people have more financial capacity to invest in gold Jewellery. Thirdly, gold Jewellery holds strong linkages to traditions and customs, further driving its popularity. Lastly, evolving fashion trends and styles have increased the demand for gold Jewellery as consumers seek innovative and contemporary designs. The jewellery market in India is a sizeable and attractive industry, propelled by several favourable factors. These include shifting customer behaviours, superior organizational capabilities, and supportive regulatory and legislative changes. These combined elements create significant tailwinds for the growth and prosperity of the Jewellery sector in India.

#### **Opportunities and Threats**

- The market for organised jewellery retailing in India is projected to grow at 14%.
- AKM Creations Limited intends to aggressively foray into the non-South Indian markets and Middle Eastern countries by unveiling capital-efficient franchised showrooms to enhance the profile of the business.
- AKM Creations Limited will utilize omnichannel retailing to improve customer conversion rates and drive revenue growth.
- AKM Creations Limited will employ analytics for driving customer footfall and engagement.

- Volatile gold prices impact consumer demand, resulting in short-term fluctuations, which can get pushed to the succeeding quarters.
- Disrupted retail operations due to the pandemic, among others.

### **Risk and Concerns**

The rapid growth of Indian e-commerce has profoundly impacted various industries, including the gold jewellery sector. Traditionally, Indians have purchased their favourite gold jewellery items, such as necklaces, bangles, earrings, and more, from local jewellery shops. However, the landscape is evolving. This shift reflects the changing preferences and convenience-seeking behaviour of Indian consumers in the digital age.

### **Adequacy of Internal Control System**

To provide reasonable assurance that assets are safeguarded against loss or damage and that accounting records are reliable for preparing financial statements, management maintains a system of accounting and controls including an internal audit process. Internal controls are supported by management reviews.

The Board of Directors have an Audit Committee that is chaired by an Independent Director. The Committee meets periodically with Management, Internal Auditor, Statutory Auditors to review the Company's program of internal controls, audit plans and results, recommendations of the auditors and managements responses to those recommendations.

### **Human Resources Development/Industrial Relations**

Human resources are valuable assets for any organization. The employees of the Company have extended a very productive cooperation in the efforts of the management to carrying the Company to greater heights. The Company is giving emphasis to upgrade the skills of its human resources and continuous training down the line is a normal feature in the Company to upgradethe skills and knowledge of the employees of the Company.

### **Cautionary Statement**

The Statement in this Management Discussion and Analysis report, describing the Company's outlook, projections, estimates, expectations or predictions may be "Forward looking Statements" within the meaning of applicable securities laws or regulations. Actual results could differ materially from those expressed or implied

**For & on behalf of the Board  
AKM Creations Limited**

**Sd/-  
Maulik Rajendrabhai Shah  
Managing Director  
DIN: 07578813  
Date: 07.06.2024  
Place: Delhi**

**Sd/  
Piyush Parmar  
Director  
DIN: 09634827  
Date: 07.06.2024  
Place: Delhi**



**Chairman's Declaration on Code of Conduct**

To,

**The Members of  
AKM Creations Limited  
C-110 G/F Bhola Nath Nagar, Shahdara, East Delhi,  
Delhi, India, 110032**

This is to certify that the Company has laid down a Code of Conduct (the Code) for all Board Members and Senior Management Personnel of the Company and a copy of the Code is put on the website of the Company viz [www.akmlace.com](http://www.akmlace.com)

It is further confirmed that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Board of Directors and Senior Management Personnel, as approved by the Board, for the financial year ended on March 31, 2024.

**For & on behalf of the Board  
AKM Creations Limited**

**Sd/-  
Maulik Rajendrabhai Shah  
Managing Director  
DIN: 07578813  
Date: 07.06.2024  
Place: Delhi**



F.R.N. 022743N

# KAPISH JAIN & ASSOCIATES

## CHARTERED ACCOUNTANTS

Head Office: 504, B-Wing, Statesman House, 148, Barakhamba Road, New Delhi - 110001 | Phone : +91-11-43708987  
Mobile : +91 9971 921466 | Email : ca.kapish@gmail.com | Website : www.kapishjainassociates.com; www.cakja.com

### INDEPENDENT AUDITOR'S REPORT

To the Members of **AKM Creations Limited**  
(Formerly known as AKM Lace and Embrotex Limited)  
**Report on the Audit of the Standalone Financial Statements**

#### Opinion

We have audited the accompanying standalone financial statements of **AKM Creation Limited** (Formerly known as AKM Lace and Embrotex Limited) ("**the Company**") which comprises the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and notes to the financial statements, including 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024 and profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 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. We have determined that there are no key audit matters to be communicated in our report.

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

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 in the audit or otherwise appears to be materially misstated.

When we read the Company's annual report, If we conclude that there is a material misstatement therein, we are required to communicate the matters to those charged with governance and take necessary actions, as applicable under the relevant law and regulations.

### **Management's and Board of Director's Responsibilities for the Standalone Financial Statements**

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (IND AS) prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate of 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 statement 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, the management and Board of Directors are 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 also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibilities for the Audit of Standalone IND AS Financial Statement**

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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of change in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (IND AS) specified under Section 133 of the Act.
  - (e) On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 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 Control with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in the "**Annexure B**".
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There has no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
    - iv.
      - The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

- The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
  - Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (a) and (b) above contain any material mis-statement.
- v. The Company has not declared or paid any dividend during the year ended 31 March 2024.
- (h) 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 to the best of our information and according to the 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.

For **Kapish Jain & Associates**,  
Chartered Accountants  
Firm’s Registration No.: 022743N

Sd/-

**Amit Kumar Madheshia**  
Partner  
Membership No.: 521888  
UDIN: 24521888BKCERE2428

**Place:** New Delhi  
**Date:** 30 May, 2024

**Annexure A referred to in Paragraph 1 under “Report on Other Legal and Regulatory Requirements” section of the Independent Auditor’s Report of even date to the members of AKM Creation Limited (Formerly known as AKM Lace and Embrotex Limited) on the standalone financial statements for the year ended 31 March 24**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.  
  
(B) The Company has maintained proper records showing full particulars of intangible assets during the year.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned a working capital limit in excess of Rs 5 crore by bank or financial institution based on the security of current assets during the year. Accordingly, reporting under clause 3(ii)(b) of the Order are not applicable.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has made investment in associates companies, however has not provided guarantee or security secured or unsecured to companies, firms, limited liability partnerships or any others parties during the year. However, the company has granted loan to the parties during the year, details of the loan is stated in sub-clause (a) below.

- (a) (A) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has granted loan to its associates during the year.

<b>Particulars</b>	<b>Amount in INR lacs</b>
Aggregate amount during the year	-
Balance outstanding as at balance sheet date	-

- (B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has granted loan to the parties other than subsidiaries/associates as below during the year.

<b>Particulars</b>	<b>Amount in INR lacs</b>
Aggregate amount during the year	1,388.66
Balance outstanding as at balance sheet date	1,388.66

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we are in opinion that the terms and conditions of the loan given are, prima facie, not prejudicial to the interest of the Company.
- (c) In respect of loans and advances in the nature of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayment / receipts of principal and interest are regular.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than 90 days in respect of loans granted to companies, firms, LLPs or other parties.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which is repayable on demand or without specifying the terms or period of repayment,
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees and security, as applicable.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.



- (vii) (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, and as per books and records examined by us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts during the year.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender during the year.
- (b) According to the information and explanations given to us including confirmations received from banks and financial institution, representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution.
- (c) In our opinion and according to the information and explanations given to us, the Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint venture or associate companies. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has made a preferential allotment of equity shares under non-promoter category during the year as per the provisions of Section 42 and 62(1)(c) of the Companies Act, 2013 and other applicable provisions. Accordingly, the Company has issued 1,00,00,000 convertible equity warrants at Rs 15/- per warrant upon receipt of 25% of the allotment monies, out of which 94,00,000 warrants have been converted to equity share during the FY 2023-24 itself on receipt of full payment and remaining 6,00,000 warrants are still pending for conversion as only 50% of the total amount due has been received on the balance sheet date.

<b>Object of preferential issue</b>	<b>Amount utilized till 31 March 2024</b>	<b>Amount unutilized till 31 March 2024</b>	<b>Deviation (if any)</b>
Funding the business growth, capital expenditure, expansion plans including investments in Companies, exploring new initiatives, working capital, and other general corporate purposes	1,410.00	-	-
<b>Total</b>	<b>1,410.00</b>	<b>-</b>	<b>-</b>

- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standard
- (xiv) (a) Based on the information and explanation provided to us and our audit procedures, in our opinion, the company has an internal audit system which commensurate with the size and nature of its business.;
- (b) We have considered the reports issued by the internal auditor of the Company till date for the period under review.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) In our opinion and on the basis of 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. Hence reporting under clause 3 (xvi)(a), (b) and (c) of the order are not applicable.
- (d) As per the information and explanations given to us, there are no core investment companies as defined in the regulations made by the Reserve Bank of India as part of its group and hence the reporting requirements under clause 3 (xvi)(d) of the Order are not applicable.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xviii) There has been resignation of the previous statutory auditor during the year. As an incoming auditor, we have examined the issues, objections or concerns stated by the outgoing auditor and its effects on financials of company if any have been considered;
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities,

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

- (xx) According to the information and explanations given to us, the Company does not fulfil the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Kapish Jain & Associates**,  
Chartered Accountants  
Firm's Registration No.: 022743N

Sd/-  
**Amit Kumar Madheshia**  
Partner  
Membership No. 521888  
UDIN :- 24521888BKCERE2428

Place: New Delhi  
Date: 30 May 2024

**Annexure B referred to in Paragraph 2 clause (f) under “Report on Other Legal and Regulatory Requirements” section of the Independent Auditor’s Report of even date to the members of AKM Creation Limited (Formerly known as AKM Lace and Embrotex Limited) on the standalone financial statements for the year ended 31 March 2024**

Independent Auditor’s Report on the Internal Financial Controls with reference to the Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the standalone financial statements of AKM Creation Limited (Formerly known as AKM Lace and Embrotex Limited) as at and for the year 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Company on that date.

**Responsibilities of Management for Internal Financial Controls**

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

**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 the Institute of Chartered Accountants of India (“ICAI”) and deemed to be prescribed under section 143(10) of the Act, 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 ICAI. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 over financial reporting and their operating effectiveness. Our audit of Internal financial controls over financial reporting included obtaining an understanding of Internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls systems over financial reporting and such internal financial controls systems over financial reporting were operating effectively as at 31 March 2024, based on internal financial controls systems 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 systems over financial reporting issued by the Institute of Chartered Accountants of India.

For **Kapish Jain & Associates**,  
Chartered Accountants  
Firm's Registration No.: 022743N

Sd/-

**Amit Kumar Madheshia**

Partner

Membership No. 521888

UDIN :- 24521888BKCERE2428

Place: New Delhi

Date: 30 May 2024

**Balance Sheet as at March 31, 2024**

(All amount in Rs. in lacs, unless otherwise stated)

Particulars	Note no.	As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>			
<b>I. Non-current assets</b>			
a) Property, plant and equipment	3	11.83	13.72
b) Financial assets			
(i) Other financial assets	4	1.00	0.75
c) Deferred tax assets (net)	5	0.39	-
d) Loans & Advances	6	930.52	908.27
<b>Sub total (I)</b>		<b>943.74</b>	<b>922.74</b>
<b>II. Current Assets</b>			
a) Inventories		33.71	18.36
b) Financial assets			
(i) Trade receivables	7	1.26	38.50
(ii) Cash and cash equivalents	8	140.65	36.61
(iii) Loans & Advances	9	1,388.66	-
c) Current tax asset (Net)		-	-
d) Other current assets	10	-	0.56
<b>Sub total (II)</b>		<b>1,564.28</b>	<b>94.03</b>
<b>TOTAL ASSETS (I + II)</b>		<b>2,508.02</b>	<b>1,016.77</b>
<b>EQUITY AND LIABILITIES</b>			
<b>I. Equity</b>			
a) Equity share capital	11	1,241.22	301.22
b) Other equity	12	939.51	443.28
c) Money received against share warrants		292.50	247.50
<b>Subtotal (I)</b>		<b>2,473.23</b>	<b>992.00</b>
<b>II Liabilities</b>			
<b>Current Liabilities</b>			
a) Financial Liabilities			
(i) Trade payables	13		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		8.08	0.71
(ii) Other financial liabilities	14	15.89	7.40
b) Short-term provisions	15	7.66	7.76
c) Other current liabilities	16	3.16	8.90
<b>Sub total (II)</b>		<b>34.79</b>	<b>24.77</b>
<b>TOTAL LIABILITIES AND EQUITY (I + II + III)</b>		<b>2,508.01</b>	<b>1,016.76</b>

The accompanying notes are an integral part of the financial statements 1-40

This is the Balance Sheet referred to in our report of even date.

**For Kapish Jain & Associates**

Chartered Accountants

Firm's Registration No. 022743N

Sd/-

**Amit Kumar Madheshia**

Partner

Membership No.: 521888

For and on behalf of the Board of Directors

**AKM Creations Limited**

(Formerly known as AKM Lace and Embrotex Limited)

Sd/-

**Maulik Rajendrabhai Shah**

Managing Director

DIN : 07578813

Sd/-

**Piyush Parmar**

Director

DIN : 09634827

Sd/-

**Pankaj Kumar Rawat**

Company Secretary

PAN : AVMPR0513N

Place : New Delhi

Date: 30 May 2024

**Statement of Profit and Loss for the year ended March 31, 2024**  
(All amount in Rs. in lacs, unless otherwise stated)

Particulars	Note no.	Year ended March 31, 2024	Year ended March 31, 2023
<b>I. Revenue</b>			
i) Revenue from operations	17	733.20	1,322.79
ii) Other income	18	41.20	41.12
<b>Total Revenue</b>		<b>774.40</b>	<b>1,363.91</b>
<b>II. Expenses</b>			
i) Cost of material consumed	19	713.56	1,302.83
ii) Employee benefit expenses	20	6.59	0.82
iii) Finance costs	21	-	-
iv) Depreciation and amortisation expenses	3	2.75	2.68
v) Other expenses	22	28.33	19.32
<b>Total expenses (II)</b>		<b>751.23</b>	<b>1,325.65</b>
<b>III. Profit before exceptional items and tax</b>		<b>23.17</b>	<b>38.26</b>
<b>IV. Exceptional items (net gain)</b>		<b>-</b>	<b>-</b>
<b>V. Profit before tax (III) + (IV)</b>		<b>23.17</b>	<b>38.26</b>
<b>VI. Tax expense</b>			
i) Current tax		8.33	11.00
ii) Earlier year tax		(11.00)	-
iii) Deferred tax		(0.39)	0.86
<b>Total Tax expense (VII)</b>		<b>(3.06)</b>	<b>11.86</b>
<b>VIII. Profit after tax (VI) - (VII)</b>		<b>26.23</b>	<b>26.40</b>
<b>IX. Other comprehensive income / (loss)</b>			
Item that will not be reclassified to profit or loss		-	-
Remeasurement gain/ (loss) of the defined benefit plans		-	-
Remeasurement gain on fair valuation of investments		-	-
Deferred tax on remeasurement of the defined benefit plans		-	-
Deferred tax on remeasurement of gain on fair valuation		-	-
<b>Other comprehensive income for the year (IX)</b>		<b>-</b>	<b>-</b>
<b>X. Total comprehensive income for the year (VIII) + (IX)</b>		<b>26.23</b>	<b>26.40</b>
<b>Earnings per equity share of nominal value of Rs. 10 each</b>	22		
Basic (in Rs.)		0.41	0.88
Diluted (in Rs.)		0.27	0.83

The accompanying notes are an integral part of the financial statements 1-40

This is the Statement of Profit and Loss referred to in our report of even date.

**For Kapish Jain & Associates**  
Chartered Accountants

Firm's Registration No. 022743N

Sd/-

**Amit Kumar Madheshia**  
Partner  
Membership No.: 521888

For and on behalf of the Board of Directors  
**AKM Creations Limited**  
(Formerly known as AKM Lace and Embrotex Limited)

Sd/-  
**Maulik Rajendrabhai Shah**  
Managing Director  
DIN: 07578813

Sd/-  
**Piyush Parmar**  
Director  
DIN : 09634827

Sd/-  
**Pankaj Kumar Rawat**  
Company Secretary  
PAN : AVMPR0513N

**Statement of Cash Flows for the year ended March 31, 2024**  
(All amount in Rs. in lacs, unless otherwise stated)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Cash flow from operating activities:</b>		
<b>Profit before tax</b>	<b>23.17</b>	<b>38.26</b>
<b>Adjustments for :</b>		
Depreciation and amortisation expense	2.75	2.68
Interest Income	(35.60)	(6.35)
<b>Operating profit before working capital changes</b>	<b>(9.68)</b>	<b>34.59</b>
<b>Adjustments for changes in working capital:</b>		
<b>Non current liabilities</b>		
Increase / (Decrease) in trade payables	7.37	0.71
Increase/ (Decrease) in other financial liabilities	8.49	7.40
Increase/ (Decrease) in other current liabilities	(5.74)	6.26
Increase/ (Decrease) in Short-term Provision	(0.95)	-
(Increase)/ Decrease in Inventories	(15.35)	(18.36)
(Increase)/ Decrease in Trade receivables	37.24	(38.50)
(Increase)/ Decrease in other current assets	0.56	356.63
Decrease/ (Increase) in other non-current financial assets	(0.25)	(0.75)
<b>Total changes in working capital</b>	<b>31.37</b>	<b>313.39</b>
<b>Cash generated from / (used in) operations</b>	<b>21.69</b>	<b>347.97</b>
Taxes paid, net of refunds	3.52	(4.19)
<b>Net cash generated from / (used in) operating activities</b>	<b>(A)</b> <b>25.21</b>	<b>343.78</b>
<b>Cash flow from investing activities:</b>		
Purchase/(Proceeds) of property, plant and equipments	(0.86)	(5.60)
Loan granted	(1,353.23)	-
Decrease/ (Increase) in other non-current assets	(22.25)	(589.16)
Divident income	-	-
Sale of investment	-	-
Interest Income	0.17	6.35
<b>Net cash (used in)/ from investing activities before exceptional items</b>	<b>(1,376.17)</b>	<b>(588.41)</b>
Exceptional items		
<b>Net cash generated from / (used in) investing activities</b>	<b>(B)</b> <b>(1,376.17)</b>	<b>(588.41)</b>
<b>Cash flow from financing activities:</b>		
Proceeds from issuance of Share capital	1,455.00	247.50
Net proceeds from borrowings	-	-
<b>Net cash generated from / (used in) financing activities</b>	<b>(C)</b> <b>1,455.00</b>	<b>247.50</b>
<b>Net Increase / (Decrease) in cash and cash equivalents (A+B+C)</b>	<b>104.04</b>	<b>2.88</b>
Cash and cash equivalents at the beginning of the year	36.61	33.73
Cash and cash equivalents at the end of the year	140.65	36.61
<b>Net Increase / (Decrease) in cash and cash equivalents</b>	<b>104.04</b>	<b>2.88</b>

**Notes:**

1) Cash and cash equivalents comprise of

Cash on hand	32.15	36.13
Balances with banks		
In current account	108.50	0.49
<b>Cash and cash equivalents at the end of the year</b>	<b>140.65</b>	<b>36.61</b>

**Note:**

1) The above Statement of Cash Flows has been prepared under indirect method as set out in Ind AS 7, 'Statement of Cash Flows', as specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standard) Rules, 2015 (as amended).

2) Figures in brackets indicate cash outflows

**For Kapish Jain & Associates**  
Chartered Accountants

Firm's Registration No. 022743N

Sd/-

**Amit Kumar Madheshia**  
Partner  
Membership No.: 521888

For and on behalf of the Board of Directors

**AKM Creations Limited**

(Formerly known as AKM Lace and Embrotex Limited)

Sd/-

**Maulik Rajendrabhai Shah**

Managing Director  
DIN: 07578813

Sd/-

**Piyush Parmar**

Director  
DIN : 09634827

Sd/-

**Pankaj Kumar Rawat**  
Company Secretary  
PAN : AVMPR0513N



**Statement of change in Equity for the year ended 31 March 2024**

(All amounts in ₹ lacs, unless otherwise stated)

**Note -11**

**A. Equity share capital**

Particulars	No. of shares	Amount
Equity shares of Rs. 10 each issued and subscribed		
<b>Balance as at 1 April 2022</b>	<b>3,012,175</b>	<b>301.22</b>
Issue of equity share capital	-	-
<b>Balance as at 31 March 2023</b>	<b>3,012,175</b>	<b>301.22</b>
Issue of equity share capital	9,400,000	940.00
<b>Balance as at 31 March 2024</b>	<b>12,412,175</b>	<b>1,241.22</b>

**Note -12**

**B. Other equity**

Particulars	Retained earnings	Securities Premium	Equity instruments through other comprehensive income	Total
<b>Balance as at 1 April 2022</b>	<b>(49.75)</b>	<b>466.63</b>	-	<b>416.88</b>
Total Comprehensive Income for the year	-	-	-	-
Add: Changes during the year	-	-	-	-
Profit for the year	26.40	-	-	26.40
<b>Balance as at 31 March 2023</b>	<b>(23.35)</b>	<b>466.63</b>	-	<b>443.28</b>
Add: Changes during the year	-	470.00	-	470.00
Profit / (loss) for the year	26.23	-	-	26.23
<b>Balance as at 31 March 2024</b>	<b>2.88</b>	<b>936.63</b>	-	<b>939.51</b>

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

**For Kapish Jain & Associates**  
Chartered Accountants  
Firm's Registration No. 022743N

Sd/-

**Amit Kumar Madheshia**  
Partner  
Membership No.: 521888

Place : New Delhi  
Date: 30 May 2024

For and on behalf of the Board of Directors  
**AKM Creations Limited**  
(Formerly known as AKM Lace and Embrotex Limited)

Sd/- **Maulik Rajendrabhai Shah**  
Managing Director  
DIN: 07578813

Sd/- **Piyush Parmar**  
Director  
DIN : 09634827

Sd/- **Pankaj Kumar Rawat**  
Company Secretary  
PAN : AVMPR0513N

## **AKM Creations Limited**

(Formerly known as AKM Lace and Embrotex Limited)

CIN: L74110DL2009PLC196375

### **Material accounting policies and other explanatory information for the year ended 31 March 2024**

#### **Corporate Information:**

The company is engaged in the business of manufacturing and trading of all types of gold, diamond and silver ornaments, jewellery.

The Company is listed on Bombay Stock exchange (BSE) [Script code: AKM]

#### **Material Accounting Policies:**

##### **2.1 Statement of Compliance:**

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

##### **2.2 Critical accounting estimates:**

###### (i) Income taxes:

Material judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

###### (ii) Impairment of

The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

###### (iii) Provisions:

The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

##### **2.3 Property, Plant and Equipment (PPE)**

PPE are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalized includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction/installation stage. The Company has chosen the cost model for recognition and this model is applied to all class of assets. After recognition as an asset, an item of PPE is carried at its cost less any accumulated depreciation and any accumulated impairment losses. Depreciable amount of an asset is the cost of an asset less its estimated residual value.

Depreciation on PPE, including assets taken on lease, other than freehold land is charged based on Straight Line method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013. The useful life of asset taken into consideration as per Schedule II for the purpose of calculating depreciation is as follows: -

<b>Particulars of PPE</b>	<b>Useful life (in years)</b>
Plant & Machinery	15
Furniture & fixtures	10
Motor Vehicles (Motor Cycles)	10
Computer & Accessories	3

An item of PPE is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss. At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

## **2.4 Revenue recognition:**

Effective 1st April, 2018, the Company has applied Ind AS 115 – Revenue from Contracts with Customers. Pursuant to adoption of Ind AS 115, Revenue from contracts with customers are recognized when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognized depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods or services.

Sale of goods: - Revenue from sale of goods is recognised when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract.

Interest Income: - The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost. EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

Dividend: - Dividend income from investments is recognised when the shareholders' right to receive payment has been established which is generally when the shareholders approve the dividend.

## **2.5 Foreign currency transactions:**

Foreign currency transactions are recorded as exchange rates prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the date of balance sheet. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognised in the profit and loss.

## **2.6 Financial Instruments:**

**Financial Assets: -**

### **Recognition and initial measurement: -**

Financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument and are measured initially a fair value adjusted for transaction cost.

### **Subsequent measurement: -**

a) Financial Assets measured at Amortised Cost (AC)

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows 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. Amortised cost is the cost of a financial asset adjusted to achieve a constant effective interest rate over the life of the financial asset.

b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

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

c) Financial Assets measured at Fair Value Through Profit and Loss (FVTPL)

Financial assets are subsequently measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income. For financial assets measured at fair value through profit and loss, all changes in the fair value are recognised in profit and loss when they occur.

### **De- recognition of Financial Assets**

A financial asset is primarily de-recognized when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

### **Financial Liabilities: -**

#### **Recognition and initial measurement: -**

All Financial liabilities are recognised initially at fair value less transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are measured at amortised cost.

#### **Subsequent measurement: -**

Subsequent to initial recognition, these liabilities are measured at Amortised cost using the effective interest rate method.

### **De-recognition of Financial liabilities:**

Financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on closure of the concerned project or earlier based on the previous experience of Management and actual facts of each case and recognized in other Operating Revenues. Further when an existing Financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

### **Offsetting of Financial Instrument:**

Financial Assets and Financial Liabilities are offset and the net amount is reported in the Balance sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on net basis, to realize the assets and settle the liabilities simultaneously.

### **2.7 Inventories:**

Inventories (Other than Quoted Shares & Securities) are valued at cost or net realisable value, whichever is lower. Cost is determined on weighted average basis and includes cost of purchase and other costs incurred in bringing inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

### **2.8 Cash & Cash equivalent :**

Cash and cash equivalents in the balance sheet comprise of cash at bank and on hand and short- term deposits with an original maturity of three months or less, which are subject to an inMaterial risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they

### **2.9 Taxation :**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid/recovered from the Current and deferred tax are recognized in profit and loss, except when they relate to items that are recognized in other comprehensive Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amounts. Deferred income tax is recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of

### **2.10 Earnings per share:**

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the period and also after the Balance Sheet date but before the date the financial statements are approved by the Board of Directors.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit/ (loss) for the period attributable to equity shareholders  
The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential

**AKM Creation Limited**

(Formerly known as AKM Lace and Embrotex Limited)

CIN: L74110DL2009PLC196375

**Notes to the financial statements as at March 31, 2024***(All amount in Rs. in lacs, unless otherwise stated)***3. Property, plant and equipment**

<b>Gross block</b>	<b>Computer</b>	<b>Motor Vehicle</b>	<b>Plant &amp; Machinery</b>	<b>Furniture</b>	<b>Total</b>
<b>Balance as at 1st April 2022</b>	<b>5.01</b>	<b>1.83</b>	<b>20.20</b>	<b>6.16</b>	<b>33.20</b>
Additions	0.57	-	-	5.03	<b>5.60</b>
<b>Balance as at 31 March 2023</b>	<b>5.58</b>	<b>1.83</b>	<b>20.20</b>	<b>11.19</b>	<b>38.80</b>
Additions	0.86	-	-	-	0.86
<b>Balance as at 31 March 2024</b>	<b>6.44</b>	<b>1.83</b>	<b>20.20</b>	<b>11.19</b>	<b>39.66</b>
<b>Accumulated depreciation</b>					
<b>Balance as at 1st April 2022</b>	<b>4.76</b>	<b>1.37</b>	<b>11.39</b>	<b>4.87</b>	<b>22.39</b>
Depreciation for the year	0.18	0.16	1.28	1.06	<b>2.68</b>
<b>Balance as at 31 March 2023</b>	<b>4.94</b>	<b>1.53</b>	<b>12.67</b>	<b>5.93</b>	<b>25.07</b>
Additions	0.24	0.16	1.28	1.07	2.75
<b>Balance as at 31 March 2024</b>	<b>5.18</b>	<b>1.70</b>	<b>13.95</b>	<b>7.00</b>	<b>27.83</b>
<b>Net block</b>					
Balance as at 31 March 2023	<b>0.64</b>	<b>0.30</b>	<b>7.53</b>	<b>5.26</b>	<b>13.72</b>
Balance as at 31 March 2024	<b>1.26</b>	<b>0.13</b>	<b>6.25</b>	<b>4.19</b>	<b>11.83</b>

**Notes to the financial statements as at March 31, 2024**

(All amount in Rs. in lacs, unless otherwise stated)

**4 Non Current - Other financial assets**

	As at March 31, 2024	As at March 31, 2023
Security deposits	1.00	0.75
<b>Total</b>	<b>1.00</b>	<b>0.75</b>

**5 Deferred tax assets / (liability) (net)**

	As at March 31, 2024	As at March 31, 2023
Deferred tax assets	0.39	-
<b>Total</b>	<b>0.39</b>	<b>-</b>

**6 Loans & Advances - Non-current**

	As at March 31, 2024	As at March 31, 2023
<b>Secured</b>		
Capital advances	-	-
Advance to others	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Unsecured</b>		
Capital advances	613.75	564.25
Advance to others	316.77	344.02
<b>Total</b>	<b>930.52</b>	<b>908.27</b>

**7 Trade Receivables**

	As at March 31, 2024	As at March 31, 2023
Trade receivables*	1.26	38.50
<b>Total trade receivables</b>	<b>1.26</b>	<b>38.50</b>

**Break-up for security details:**

-Receivables considered good-secured	-	-
-Receivables considered good-unsecured	1.26	38.50
-Receivables considered doubtful	-	-
	<b>1.26</b>	<b>38.50</b>

**Impairment allowance (allowance for bad and doubtful debts)**

Doubtful	-	-
<b>Total trade receivables</b>	<b>1.26</b>	<b>38.50</b>

\*Refer note 24 for ageing schedule

**8 Cash and cash equivalents**

	As at March 31, 2024	As at March 31, 2023
Cash in hand(as certified)	32.15	36.13
Balances with banks		
- Current account	108.50	0.49
<b>Total</b>	<b>140.65</b>	<b>36.61</b>

\*As on 31 March 2024, the Company held a substantial amount of cash in hand on 31 March 2024. This substantial amount of cash in hand is a result of opening balances for the year. Our audit procedures in this regard included, obtaining cash confirmations from Management and relying on signed financials signed by the predecessor auditor for the opening balances. The Company's management is responsible for the proper recording and disclosure of these balances.

**9 Loans & Advances - current**

	As at March 31, 2024	As at March 31, 2023
<b>Secured</b>		
Capital advances	-	-
Advance to others	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Unsecured</b>		
Loan to others	1,388.66	-
Advance to supplier	-	-
<b>Total</b>	<b>1,388.66</b>	<b>-</b>

**10 Other current asset**

	As at March 31, 2024	As at March 31, 2023
MAT credit entitlement	-	0.56
Advance to supplier	-	-
Input credit of GST	-	-
<b>Total</b>	<b>-</b>	<b>0.56</b>

**Notes to the financial statements as at March 31, 2024**

(All amount in Rs. in lacs, unless otherwise stated)

**11. Share capital**

	As at 31 March 2024		As at 31 March 2023	
	Number	Amounts	Number	Amounts
<b>Authorised share capital</b>				
<i>Equity shares</i>				
Equity shares of Rs.10 each	17,000,000	1,700.00	7,000,000	700.00
	<b>17,000,000</b>	<b>1,700.00</b>	<b>7,000,000</b>	<b>700.00</b>
<b>Issued, subscribed and fully paid up</b>				
<i>Equity shares</i>				
Equity shares of Rs.10 each fully paid up	12,412,175	1,241.22	3,012,175	301.22
<b>Total</b>	<b>12,412,175</b>	<b>1,241.22</b>	<b>3,012,175</b>	<b>301.22</b>

**a. Reconciliation of equity shares outstanding for the year**

	As at 31 March 2024		As at 31 March 2023	
	Number	Amounts	Number	Amounts
<i>Equity shares</i>				
Shares outstanding at the beginning of the year	3,012,175	301.22	3,012,175	301.22
Add : Issued during the period	9,400,000	940.00	-	-
<b>Shares outstanding at the end of the year</b>	<b>12,412,175</b>	<b>1,241.22</b>	<b>3,012,175</b>	<b>301.22</b>

**c. Terms/rights attached to equity shares**

The Company has only one class of equity shares having par value of Rs. 10. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distributions will be in proportion to the number of equity shares held by shareholder.

**e. Shareholders holding more than 5% of the equity shares**

	As at 31 March 2024		As at 31 March 2023	
	Number	% holding	Number	% holding
<b>Equity shares</b>				
Katyayani Tradelink Private Limited	3,800,000	30.62%	-	0.00%
M/s Balmukund Tradelink Pvt Limited	3,800,000	30.62%	-	0.00%
Amar Jitendra Patwa	-	0.00%	396,275	13.16%
Sangita Amar Patwa	-	0.00%	390,225	12.95%
Shalvi Rajan Shah	-	0.00%	383,675	12.74%

f. The company has not issued any bonus shares or shares for consideration other than cash during the period.

**g. Shareholding of promoters**

	No. of shares	% holding	No. of shares	% holding
Arhat Touch Private Limited	870,175	7.01%	-	0.00%
Amar Jitendra Patwa	-	0.00%	396,275	13.16%
Sangita Amar Patwa	-	0.00%	390,225	12.95%
Shalvi Rajan Shah	-	0.00%	383,675	12.74%



**AKM Creations Limited**

(Formerly known as AKM Lace and Embrotex Limited)

CIN: L74110DL2009PLC196375

**Notes to the financial statements as at March 31, 2024***(All amount in Rs. in lacs, unless otherwise stated)***12 Other equity**

Particulars	Reserves and Surplus		Items of other Comprehensive Income Remeasurement of defined benefit liability / assets	Fair value gain / loss on Financial assets carried at FVTOCI	Total
	Securities Premium	Retained earnings			
<b>Opening balance as at April 01, 2022</b>	<b>466.63</b>	<b>(49.75)</b>	-	-	<b>416.88</b>
<b>Transactions during the year</b>					
Profit after tax for the year	-	26.40	-	-	<b>26.40</b>
Other comprehensive income/ (loss) for the year (net	-	-	-	-	-
Dividend Paid	-	-	-	-	-
Securities premium	-	-	-	-	-
Share Application during the Year	-	-	-	-	-
Share based compensation	-	-	-	-	-
<b>Closing balance as at March 31, 2023</b>	<b>466.63</b>	<b>(23.35)</b>	-	-	<b>443.28</b>
<b>Transactions during the year</b>					
Profit after tax for the year	-	26.23	-	-	<b>26.23</b>
Other comprehensive income/ (loss) for the year (net	-	-	-	-	-
Dividend Paid	-	-	-	-	-
Securities premium	470.00	-	-	-	<b>470.00</b>
Share Application during the Year	-	-	-	-	-
Share based compensation	-	-	-	-	-
<b>Closing balance as at March 31, 2024</b>	<b>936.63</b>	<b>2.88</b>	-	-	<b>939.51</b>

**AKM Creations Limited**

(Formerly known as AKM Lace and Embrotex Limited)

CIN: L74110DL2009PLC196375

**Notes to the financial statements as at March 31, 2024***(All amount in Rs. in lacs, unless otherwise stated)***13 Trade payables**

	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	8.08	0.71
<b>Total</b>	<b>8.08</b>	<b>0.71</b>

*\*Refer note 25 for ageing schedule***14 Other financial liabilities**

	As at March 31, 2024	As at March 31, 2023
Advances from related party	1.06	7.40
Salary Payable	5.33	-
Other Payable	9.50	-
<b>Total</b>	<b>15.89</b>	<b>7.40</b>

**% of advance from related party to total loans and advance**

Type of borrower	As at 31 March 2023		As at 31 March 2024	
	Amount	%	Amount	%
Related party	1.06	7%	7.40	100%

**15 Short term provision**

	As at March 31, 2024	As at March 31, 2023
Provision for tax	7.66	6.81
Provision for Expenses	-	0.95
<b>Total</b>	<b>7.66</b>	<b>7.76</b>

**16 Other current liabilities**

	As at March 31, 2024	As at March 31, 2023
Statutory dues	0.13	5.90
Advance from customers	3.03	3.00
Other expense payable	-	-
<b>Total</b>	<b>3.16</b>	<b>8.90</b>

**Notes to the financial statements for the year ended March 31, 2024**

*(All amount in Rs. in lacs, unless otherwise stated)*

**17 Revenue from Operations**

	Year ended March 31, 2024	Year ended March 31, 2023
Sale of goods	733.20	1,322.79
<b>Total</b>	<b>733.20</b>	<b>1,322.79</b>

**18 Other Income**

	Year ended March 31, 2024	Year ended March 31, 2023
Interest Income	35.43	6.35
Other Income	5.60	34.77
Interest on income tax refund	0.17	-
<b>Total</b>	<b>41.20</b>	<b>41.12</b>

**19 Purchases**

	Year ended March 31, 2024	Year ended March 31, 2023
Purchases of stock in trade	728.91	1,321
Changes in inventories of traded goods	(15.35)	(18.36)
<b>Total</b>	<b>713.56</b>	<b>1,302.83</b>

**20 Employee benefits expense**

	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, wages and bonus	6.59	0.82
<b>Total</b>	<b>6.59</b>	<b>0.82</b>

**21 Finance costs**

	Year ended March 31, 2024	Year ended March 31, 2023
Interest Expense	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**22 Other expenses**

	Year ended March 31, 2024	Year ended March 31, 2023
Legal and professional fees	7.33	13.02
Travel and conveyance	0.04	0.23
Rate and taxes	16.15	0.14
Brokerage	-	0.20
Rent	3.35	1.88
Bank charges	0.13	0.06
Website maintenance and domain charges	0.10	0.15
Advertisement expenses	0.13	0.04
Communication expenses	-	0.11
Auditor's remuneration	-	0.81
Repairs and maintenance	0.24	0.09
Miscellaneous expenses	-	0.40
Electricity Expenses	-	0.08
Tax Audit Fees	-	0.20
Office Expenses	0.31	1.92
Balance Written off	0.56	-
<b>Total</b>	<b>28.33</b>	<b>19.31</b>

**Notes to the financial statements as at March 31, 2024**

(All amount in Rs. in lacs, unless otherwise stated)

**23 Basic and diluted earnings/(loss) per share**

Particulars	Year ended	Year ended
	March 31, 2024	March 31, 2023
Profit/(Loss) for the year	26.23	26.40
Weighted average number of equity shares outstanding during the year/period (in number)	6,361,355	3,012,175
Diluted equity shares	9,554,798	3,164,230
Basic profit/(losses) per share	0.412	0.876
Diluted profit/(losses) per share	0.275	0.834
Nominal value per share	10	10

**24 Trade Receivable Aging Schedule**

Particulars	As at March 31, 2024					Total	Unbilled Revenue
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years		
(i) Undisputed Trade receivables / unbilled revenue - considered good	1.26	-	-	-	-	1.26	-
(ii) Undisputed Trade receivables - Which have significant increase in credit risk*	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1.26</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.26</b>	<b>-</b>

Note: Ageing of the trade receivables is determined from the date of transaction till the reporting date.

Particulars	As at March 31, 2023					Total	Unbilled Revenue
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years		
(i) Undisputed Trade receivables / unbilled revenue - considered good	38.50	-	-	-	-	38.50	-
(ii) Undisputed Trade receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>38.50</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38.50</b>	<b>-</b>

**25 Trade Payables Aging Schedule**

Particulars	As at March 31, 2024				Total
	Less than 1	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	7.70	0.38	-	-	8.08
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>7.70</b>	<b>0.38</b>	<b>-</b>	<b>-</b>	<b>8.08</b>

Note:- Ageing of the trade payables is determined from the date of transaction till the reporting date.

Particulars	As at March 31, 2023				Total
	Less than 1	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	0.71	-	-	-	0.71
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>0.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.71</b>

Note:- Ageing of the trade payables is determined from the date of transaction till the reporting date.

**AKM Creations Limited**

(Formerly known as AKM Lace and Embrotex Limited)

CIN: L74110DL2009PLC196375

**Notes to the standalone financial statements for the year ended March 31, 2024***(All amounts in ₹ lacs, unless otherwise stated)***26 Disclosure as per Ind AS 115 ‘Revenue from contracts with customers’:****1. Disaggregated revenue information****1.1. Set out below is the disaggregation of the Company’s revenue from contracts with customers:**

Particulars	For the year ended	For the year ended
	31 March 2024	31 March 2023
<b>Sale of Services</b>		
Sale of Materials	733.20	1,322.79
<b>Total revenue from contracts with customers</b>	<b>733.20</b>	<b>1,322.79</b>
India	733.20	1,322.79
<b>Total revenue from contracts with customers</b>	<b>733.20</b>	<b>1,322.79</b>
<b>Timing of revenue recognition</b>		
Goods transferred at a point in time	733.20	1,322.79
Services at a point in time	-	-
Services transferred over time	-	-
<b>Total revenue from contracts with customers</b>	<b>733.20</b>	<b>1,322.79</b>

**2. Contract balances**

	As at	As at
	31 March 2023	31 March 2022
Trade receivables	1.26	38.50
Contract assets	-	-
Contract liabilities	-	-

Contract assets are initially recognised for revenue from sale of goods. Contract liabilities are on account of the upfront revenue received from customer for which performance obligation has not yet been completed.

**3. Performance obligation**

The performance obligation is satisfied when control of the goods or services are transferred to the customers based on the contractual terms. Payment terms with customers vary depending upon the contractual terms of each contract.

**Notes to the financial statements as at March 31, 2024**

**27 Related Parties: -**

As per IND AS 24, the disclosures of transactions with the related parties are given below:

(a) List of related parties where control exists and also related parties with whom transactions have taken place and their relationship:

(i)	Key Management Personnel	Mr. Maulik Rajendrabhai Shah (Managing Director) (Appointed on 16.03.2024) Mr. Piyush Parmar (Non Executive Director) (Appointed on 13.03.2024) Mr. Mahavir Rameshchandra Chudasama (Non Executive Independent Director) (Appointed on 28.03.2024) Mr. Pradipbhai Rathod (Non Executive Independent Director) (Appointed on 28.03.2024) Mr. Pankaj Kumar Rawat (Company Secretary & Compliance Officer) (Appointed on 24.01.2024) Mr. Shatrudhan (Additional Director) (resinged w.e.f. 15.03.2024) Ms. Farmeen Salim Lala (Additional Director) (resigned w.ef. 15.03.2024) Ms. Shalvi Sagar Patwa (CFO & Managing director) (resigned w.ef. 15.03.2024) Mr. Sagar Amar Patwa (Director) (resigned w.ef. 15.03.2024) Ms. Shalvi Sagar Patwa (CFO) (resigned w.ef. 15.03.2024) Mr. Ayush Abhay Dolani (Company Secretary & Compliance Officer) (regised w.e.f. 30.06.2023) Mr. Hirwani Jayantibhai Vaghela (Executive Director) (Appointed on 20.11.2023) Ms. Jagrutiben Deepakbhai Parmar (Non-Executive Director) (Appointed on 20.11.2023) Ms. Sonia Jain (Company Secretary & Compliance Officer) (resigned w.e.f. 06.11.2023)
(ii)	Relatives of Key Management Personnel	None
(iii)	Enterprises owned or significantly influenced by Key Management Personnel or their Relatives	Katyayani Tradelink Private Limited M/s Balmukund Tradelink Pvt Limited M/s Anoopurva Enterprise Private Limited (Till 16-02-2022)

(b) Following transactions are made with the related parties covered under Ind AS- 24 on “Related Parties Disclosures”: -

Transaction with	Nature of Transaction	Transaction during the year	
		31/03/2024	31/03/2023
<b>(i) Key Management Personnel: -</b>			
Mr. Sagar Patwa	Advance taken	12.22	19.30
Mr. Sagar Patwa	Advance repaid	18.55	11.90
Mr. Hirwani Vaghela	Advance taken	2.60	-
Ms. Jagrutiben Parmar	Advance repaid	2.60	-
<b>(ii) Relatives of Key Management Personnel: - None</b>			

(c) Following transactions are made with the related parties covered under Ind AS- 24 on “Related Parties Disclosures”: -

Transaction with	Nature of Transaction	Balance as at	
		31st March 2024	31st March 2023
<b>(i) Key Management Personnel: -</b>			
Mr. Sagar Patwa	Advance taken	1.06	7.40
<b>(ii) Relatives of Key Management Personnel: - None</b>			
<b>(iii) Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives: - None</b>			

28	Particulars	31st March 2024	31st March 2023
	Earnings/ Remittances and/ or Expenditure in Foreign Currency	Nil	Nil

29	Particulars	31st March 2024	31st March 2023
	Contingent liabilities not provided for	0.04	Nil
	Pending litigations by/ against the Company	None	None

**30 Ratio Analysis and its component**

S. No.	Ratios	Numerator	Denominator	March 31st 2024		March 31st 2023	
				March 31st 2024	March 31st 2023	% change	Reason
1	Current ratio	Current Assets	Current Liabilities	44.96	3.80	1084%	Due to increase in current assets
2	Debt- equity ratio	Total Debts (Total Liabilities)	Total Equity(Equity Share capital+Other equity)	0.01	0.02	-44%	Due to Increase in equity
3	Debt service coverage ratio	Earnings available for debt service	Finance cost + principle repayment of long term borrowings during the period/year	-	N. A.	N.A.	NA
4	Return on equity ratio	Net profit after tax-Exceptional item	Average Total Equity [(Opening Equity Share capital + Opening Other equity + Closing Equity Share Capital + Closing Other Equity)/2]	0.02	0.04	-50%	Due to increase on average equity
5	Inventory turnover ratio	Revenue from sales of products	Average Inventory [(opening balance + closing balance)/2]	28.16	144.08	-80%	Due to increase in revenue and average inventory during the year.
6	Interest service coverage	Earnings before interest and taxes	Interest expense	-	N. A.	N.A.	NA
7	Current liability ratio	Total Current Liabilities	Total Liabilities	1.00	1.00	0%	NA
8	Trade payable turnover ratio	Revenue from operations	Average trade payable [(Opening balance + closing balance)/2]	1,028.63	14.61	6942%	Due to decrease in trade payable
9	Net capital turnover ratio	Revenue from operations	Working capital (Current asset-current liabilities)	0.48	19.10	-97%	Due to increase in working capital
10	Net profit ratio	Net profit after tax-Exceptional item	Revenue from operations	0.04	0.02	79%	Due to decrease in revenue during the
11	Return on capital employed	Profit Before interest, Tax & Exceptional item	Total Equity + Total Debts (including preference share liability)	0.01	0.04	-76%	Due to increase in capital employed

**31 Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- (i) Market risk
  - (a) Interest rate risk;
  - (b) Commodity risk;
- (ii) Credit risk and;
- (iii) Liquidity risk

**Risk management framework**

The Company's activities expose it to a variety of financial risks, including market risk. The Company's primary risk management focus is to minimize potential adverse effects of risks on its financial performance. The Company's risk management assessment policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management of these policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee are responsible for overseeing these policies and processes.

**(i) Market risk**

Market risk is the risk of changes in the market prices on account of foreign exchange rates, interest rates and Commodity prices, which shall affect the Company's income or the value of its holdings of its financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the returns.

**(a) 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 market risk for changes in interest rates relates to borrowings from banks and others.

**Interest rate sensitivity - variable rate instruments**

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by amounts shown below. This analysis assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date.

Particulars	For the year ended on 31st March 2024		For the year ended on 31st March 2023	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
On account of variable rate on loans and advances given	-	-	-	-
On account of variable rate on borrowings	-	-	-	-
<b>Net impact on profit/(loss) before tax</b>	-	-	-	-

**(ii) Credit risk**

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables from customer. The Company establishes an allowance for doubtful debts, impairment and expected credit loss that represents its estimate on expected credit loss.

**A. Trade receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry has an influence on credit risk assessment. Credit risk managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

However, the company does not expect any losses from non-performance by these counter-parties apart from those already given in financials, and does not have any significant concentration of exposures.

**B. Cash and cash equivalents**

The Company holds cash and cash equivalents with creditworthy banks of ₹140.64 lacs. The credit worthiness of such banks is evaluated by the management on an on-going basis and is considered to be good.

**(iii) Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company has been taking measures to ensure that the Company's cash flow from business borrowing is sufficient to meet the cash requirements for the Company's operations. The Company manages its liquidity needs by monitoring forecasted cash inflows and outflows in day to day business. Liquidity needs are monitored on various time bands, on a day to day and week to week basis, as well as on the basis of a rolling 30 day projections. Net cash requirements are compared to available working capital facilities in order to determine head room or any shortfalls. Presently company's objective is to maintain sufficient cash to meet its operational liquidity requirements.

**The below table summaries the maturity profile of the Company's financial liability**

Particulars	Carrying amount	Contractual cash outflow				
		Total	1 year or less	1-2 year	2-5 years	> 5 years
<b>As at 31st March 2024</b>						
Trade payable	8.08	8.08	7.70	0.38	-	-
Other financial liabilities	15.89	15.89	15.89	-	-	-
Other current liabilities	3.16	3.16	3.16	-	-	-

Particulars	Carrying amount	Contractual cash outflow				
		Total	1 year or less	1-2 year	2-5 years	> 5 years
<b>As at 31st March 2023</b>						
Trade payable	0.71	-	-	-	-	-
Other financial liabilities	7.40	7.40	7.40	-	-	-
Other current liabilities	8.90	8.90	8.90	-	-	-

- 32 The financial statements were approved for issue by the Board of Directors on 30th May, 2024.
- 33 The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 34 There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- 35 Previous year's figures have been re-arranged or re-grouped wherever consider necessary.
- 36 Figures have been rounded off to the nearest thousands of rupees.
- 37 Figures in brackets indicate negative (-) figures.
- 38 The company does not have transactions with the companies struck off under section 248 of Companies Act, 2013.



39 **Dues to small and micro enterprises pursuant to section 22 of the micro, small and medium enterprises development ('MSMED') act, 2006 #:**

	As at 31 March 2024	As at 31 March 2023
- Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
- Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
- Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
- Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year.	-	-
- Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
- Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
- Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-
- Interest accrued and remaining unpaid as at the end of year.	-	-
- Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

# The details of amounts outstanding to micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company.

40 **Additional regulatory information**

- (i) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder.
- (ii) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender or government or any government authority.
- (iii) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.
- (iv) The Company has not traded or invested in cryptocurrency or virtual currency during the year.
- (v) The Company does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period.
- (vi) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities ("Intermediaries") with the understanding (whether recorded in writing or otherwise) that the Intermediary shall, whether directly or indirectly lend or invest in other persons/entities identified in any other manner whatsoever by or on behalf of the Company ('ultimate beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- (viii) The Company does not have any transactions with companies struck off.
- (ix) The Company has complied with the requirement with respect to the number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

Signed for the purpose of Identification.

**For Kapish Jain & Associates**  
Chartered Accountants  
Firm's Registration No. 022743N

For and on behalf of the Board of Directors  
**AKM Creations Limited**  
(Formerly known as AKM Lace and Embrotex Limited)

Sd/-

Sd/-  
**Maulik Rajendrabhai Shah**  
Managing Director  
DIN: 07578813

Sd/-  
**Piyush Parmar**  
Director  
DIN : 09634827

**Amit Kumar Madheshia**  
Partner  
Membership No.: 521888  
UDIN:

Sd/-  
**Pankaj Kumar Rawat**  
Company Secretary  
PAN : AVMPR0513N

Place : New Delhi  
Date: 30 May 2024