

<sup>20TH</sup> ANNUAL REPORT OF

COMMEX TECHNOLOGY LIMITED

FOR THE FINANCIAL YEAR 2019-20



## **BOARD OF DIRECTORS**

Mr. Jayant Mitra	: Chairman & Managing Director
Mr. Yeshwant J. Divekar	: Independent Director(resigned on 9 <sup>th</sup> August,2019)
Mr. Ali Ukani	: Independent Director
Mr. Mahesh Dharma Doifode	: Independent Director(w.e.f 09th August, 2019)

## **KEY MANAGERIAL PERSONNEL**

Mr. Ajay Bhaskar Raut	:Chief Financial Officer
Mr. Shishir Singhal	:Company Secretary &Compliance Officer( upto 1.06.2020)

## **AUDITORSBANKERS**

### **Mulraj D Gala**

Chartered Accountants  
My Mother C.H.S.L.,  
A/12, Second Floor,  
R.K. Chemburkar Marg,  
Chembur(east), Mumbai-400074

### **ICICI Bank**

Nariman Point branch,  
Nariman Point  
Mumbai - 400020

## **REGISTERED OFFICER REGISTRAR AND SHARE TRANSFER AGENT**

B-401, Unit No. -42, 4th Floor, Vasudev Chamber, Old Nagardas Road, Andheri (East), Mumbai - 400069	Universal Capital Securities Pvt. Ltd, 21/25,ShakilNiwas Mahakali Caves, Road, Andheri (East), Mumbai - 400093
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Tel: +91 (22) 28200244

Tel: +91 (22) 2825 764/-28207203-05,

Email: [investor@commextechnology.com](mailto:investor@commextechnology.com) Email: [info@unisec.in](mailto:info@unisec.in)

Website: [www.commextechnology.com](http://www.commextechnology.com) Website: [www.unisec.in](http://www.unisec.in)

## **CORPORATE IDENTIFICATION NUMBER (CIN):**

L72900MH2000PLC123796

**Twentieth Annual General Meeting on Monday, 28<sup>th</sup> day of December, 2020 at 10.00 A.M. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility.**

**Contents:**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Page No.</b>
1.	Notice of TwentiethAnnual General Meeting	4
2.	Directors' Report	11
3.	Management Discussion and Analysis	26
4.	Corporate Governance Report	27
5.	Auditors Report on Financial Statement	37
6.	Standalone Financials- Balance Sheet	45
7.	Standalone Statement of Profit& Loss Account	47
8.	Standalone Cash flow statement	49
9.	Notes on Standalone Financial Statement	51
10.	Auditors Report on Consolidated Financial Statement	73
11.	Balance Sheet	79
12.	Statement of Profit& Loss Account	81
13.	Cash Flow Statement	83
14.	Notes on Financial Statement	85
15.	Statement under Section 129(3) of the Companies Act, 2013 in Form AOC – 1 relating to subsidiary and associate companies	108

## **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE TWENTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF COMMEX TECHNOLOGY LIMITED WILL BE HELD ON MONDAY, 28<sup>TH</sup> DAY OF DECEMBER, 2020 AT 10.00 A.M. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility to transact following business:**

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Financial Statements (Standalone and Consolidated ) of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Jayant Dolatrai Mitra (DIN: 00801211) who retires by rotation and being eligible offers himself for re-appointment.

**Date: 02/12/2020**

**Place: Mumbai**

**Registered Office: B-401, Unit No. – 42, 4<sup>th</sup> Floor,  
Vasudev Chamber, Opp Wilson Pen Company,  
Old Nagardas Road, Andheri (East), Mumbai: 400069**

**By Order of the Board of Directors,  
Commex Technology Limited,**

**sd/-**

**Jayant Mitra  
Chairman & Managing Director  
DIN: 00801211**

### Details of Directors seeking Re-appointment/Re-designation at the Annual general Meeting

As details require under regulation 36 of SEBI (LODR) regulation, 2015 of particulars of Directors who's shall be appointed orre-appointed at annual general meeting is mentioned below:

Particulars	Mr.Jayant Mitra
Date of Birth	12/04/1958
Date of appointment	24/12/2012
Qualification	M.B.A.
Directorship held in other public companies	1
Membership /Chairmanship of other Public Companies	Nil
Number of Shares held in the Company	100

### NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide it's circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the "AGM" through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM herein after called as "e-AGM".

2. e-AGM: Company has made arrangements to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.

3. Pursuant to the provisions of the circulars of MCA on the VC/OVAM(e-AGM):

a. Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required and accordingly Attendance Slip and Route map are not annexed to this Notice.

b. Appointment of proxy to attend and cast vote on behalf of the member is not available.

c. Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

4. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

5. Up to 100 members will be able to join on a FIFO basis to the e-AGM.

6.No restrictions on account of FIFO entry into e-AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

7.The attendance of the Members (members logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ CDSL / NSDL (“Depositories”).

Members may note that the Notice and Annual Report 2019-20 will also be available on the Company’s website [www.commextechnology.com](http://www.commextechnology.com), websites of the Stock Exchanges i.e. BSE Limited and Metropolitan Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.msei.com](http://www.msei.com) respectively.

9. In case you have not registered your email address with the Company/ Depository participant, please follow below instructions to register your email ID for obtaining login details for remote e-voting and e-voting during the AGM:

Members holding shares in physical Form	Send a request to Universal Capital Securities Private Limited , Registrar and Share transfer Agent of the Company at <a href="mailto:info@unisec.in">info@unisec.in</a> providing Folio No., Name of Shareholder, scanned copy of the Share Certificate (front and back) and self attested scanned copy of PAN card for registering email address.
Members holding shares in Demat Form	Kindly contact your Depository Participant (DP) and register your email address as per the process advised by DP.

Instructions for the Members for attending the e-AGM through Video Conference:

1. Attending e-AGM Video conference: Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by Company Members may access the same at by clicking on the “video conference” and access the shareholders/members login by using the remote e-voting credentials.

The link for e-AGM will be available in shareholder/members login where the EVENT and the name of the company can be selected.

2. Please note that the members who do not have the User ID and Password for eVoting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.

3. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

4. Further, members will be required to allow Camera, if any, and hence use Internet with a good speed is required to avoid any disturbance during the meeting.

5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

6. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

7. The Members present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

8. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@commextechnology.com](mailto:cs@commextechnology.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@commextechnology.com](mailto:cs@commextechnology.com). These queries will be replied to by the Company suitably by email. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting

9. Members who need technical assistance before or during the AGM, can contact Company on emailed/ office Number.

Remote Voting through electronic means: In terms of the provisions of Section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the Listing Regulations, the Company is providing facility of remote e-voting facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as 21<sup>st</sup> December, 2020 (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform. Person who is not a member as on the cut-off date should treat this Notice for information purposes only.

The details of the process and manner for remote e-voting are given below:

- i. Initial password is provided in the body of the email.
- ii. Launch internet browser and type the URL [evotingindia.com](http://evotingindia.com) in the address bar.
- iii. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered for e-voting, you can use your existing User ID and password for casting your votes.
- iv. After entering the details appropriately, click on LOGIN.
- v. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. You need to login again with the new credentials.
- vii. On successful login, the system will prompt you to select the EVENT i.e. Commex Technology Limited.
- viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- x. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote and upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'BAL\_EVENT No.'

xii. The Members can cast their vote online from Friday ,25<sup>th</sup> December,2020 at 9.00 A.M. (IST) to Sunday, 27<sup>th</sup> December,2020 at 5.00 P.M. (IST). At the end of remote e-voting period, the facility shall forthwith be blocked.

The Board of Directors have appointed SG & Associates , Practicing Company Secretary (Membership No. ACS 12122) as the Scrutiniser to scrutinise the voting process in a fair and transparent manner. The Scrutiniser will submit his report to the Chairman or any person authorised by him after completion of the scrutiny and the results of voting will be announced after the Meeting of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting.

The result of the voting will be submitted to the Stock Exchanges, where the shares of the Company are listed and posted on the website of the Company at [www.commextechnology.com](http://www.commextechnology.com).

In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of <https://evotingindia.com>.

#### Other Guidelines for Members

1. Member who wish to inspect copy of any document referred to in the accompanying Notice of the 20th AGM, copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and other eligible documents can send an email from their registered email ID on [cs@commextechnology.com](mailto:cs@commextechnology.com) by 18<sup>th</sup> December,2020 specifying their Folio No., Name of Shareholder, scanned copy of the Share Certificate (front and back) and self-attested scanned copy of PAN card. Company shall provide specific date for visit by shareholder at the registered office of the Company for inspecting the documents.

2. Details as required in Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI, in respect of the Directors seeking appointment/ re-appointment at the 20th AGM, forms integral part of the Notice of the 20th AGM.

3. As mandated by SEBI, effective from April 1, 2019, that securities of listed companies shall be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise share(s) held by them in physical form.

#### • The Procedure / Instructions for e-voting are as under:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters,



Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at [www.commextechnology.com](http://www.commextechnology.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

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

**The remote e-voting period begins on 25th, December, 2020 at 09:00 A.M. and ends on 27th, December, 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.**

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

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

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

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

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

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

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

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

4. Your User ID details are given below :

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

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.