

We Help The World Play Safe...



**CUPID LIMITED**

**27<sup>th</sup> ANNUAL REPORT  
2019-2020**

**SAVE LIVES....**

**CLEAN YOUR HANDS!**





# CUPID<sup>®</sup>

# YES!

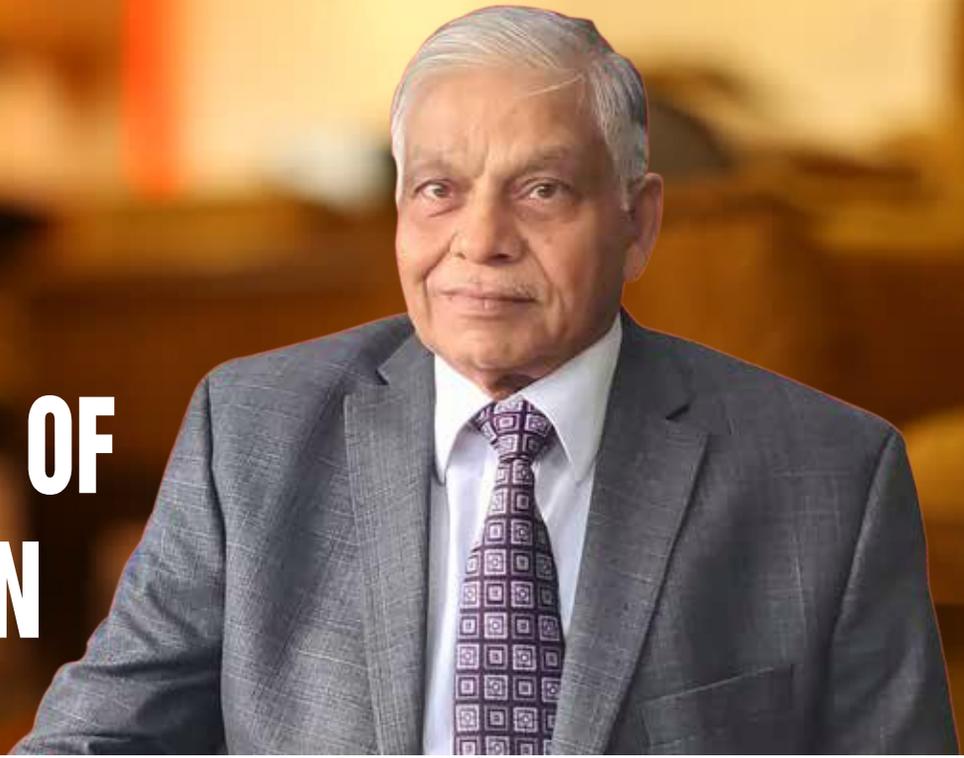
## GET READY FOR

## MORE

## WITH CUPID



# MESSAGE OF CHAIRMAN



**Mr. Omprakash Garg**  
Chairman & Managing Director, Cupid Limited

**Dear Shareholders,**

It gives me great pleasure to take you through the key developments and financial performance of fiscal 2020. We are pretty much satisfied with our performance for the year gone by and anticipate the growth momentum to continue as we continue to make inroads into newer geographies and capture market share.

Let me take you through the key highlights of fiscal 2020. We ended the year with a Total Operating Income of ₹ 1,612.5 million (mn) for FY20 as compared to ₹ 854.7 mn in the corresponding period of the previous year reflecting an increase of 88.7%. EBITDA stood at ₹557.3 mn as compared to ₹230.4 mn during the corresponding period of previous year resulting in margin expansion to 34.6%. As such, we saw Net Profit increase to ₹398.4 mn for FY20 as compared to ₹152.1 mn in the corresponding period of the previous year which is an increase of 162.0%. So, FY20 was the most profitable year in its 27 years history. During the fiscal year, Cupid benefitted in terms of increased sales and profitability owing to addition of capacity in the previous year which resulted in lower cost of production. Besides, the increased capacity enabled us to participate in larger number of tenders and venture into new territories.

During the year, Cupid commenced export of Female Condoms to Brazil and also exported Male Condoms to Tanzania and South Africa. The order from Brazil is by far the largest single order Cupid has received in its 27 years history. Our continued focus on penetrating new geographies enabled us to win exports orders from 8 new countries during the year through UNFPA. Till date, the company has sold its products to over 80 countries worldwide.



Last year, we managed to get the "Cupid Angel" Trademark registered with the United States Patent and Trademark Office. During the year, we filed our initial application with the USFDA. However, the efficacy study to approve the safety of Female Condoms is currently being done in South Africa. Results related to the study are expected in early 2021 which would then be submitted to the USFDA.

We believe that we should receive the required approval for the Cupid Female Condoms for distribution in the US market by the first half of next year. In this regard, we have already initiated discussion with couple of local marketing companies who have shown interest to market Cupid Female Condoms in US.

Coming to our strategy related to retail sales, I would like to highlight that the margins in B2C business is very low owing to steep expenses related to advertisement. As such, we have decided not to incur huge expenditure in building a brand through advertisements and instead sell our branded products through the wholesalers spread across major cities in the country. We have taken a cautious approach as we believe that it is better to concentrate on exports markets where margins are pretty high.

We are currently evaluating the possibility of setting up a joint venture facility in South Africa to initially produce Female Condoms and eventually Male Condoms as well. We have discussed our technical and financial proposal with the Department of Treasury and Department of Health in South Africa. We see immense potential in setting up a manufacturing facility in the region as the South African government wants to promote their local production.

The Covid-19 pandemic has resulted in severe slowdown in the economy and severely impacted trade and manufacturing activities globally. However, demand for condoms continue to remain strong globally on the back of increase in international donor funding and funding from National Governments for the prevention of STIs including HIV and also for prevention of unintended pregnancies. Demand for Condoms from the low- and middle-income countries has been improving due to better affordability. Further improved budgetary allocation by Governments of countries like Brazil, South Africa and India, has also increased demand for Condoms. As such we expect our order book to remain robust going forward aiding us in our pursuit of achieving higher growth and profitability.

As I close, I would like to thank all our employees, customers and shareholders once again for supporting us during this journey.

Best Regards,  
**Omprakash Garg**  
Chairman & Managing Director

# **BOARD OF DIRECTORS**



***Mr. Omprakash Garg***  
Chairman & Managing  
Director



***Mr. J. L. Sharma***  
Independent Director



*Mrs. Veena Garg*  
Non Executive Director



*Mr. Pradeep Kumar Jain*  
Independent Director

**Mr. Sureshchand Garg**

Non Executive Director



**Ms. Nalini Mishra**

Independent Director

# PRINT MEDIA

Vol.12 Issue 08 April 2019

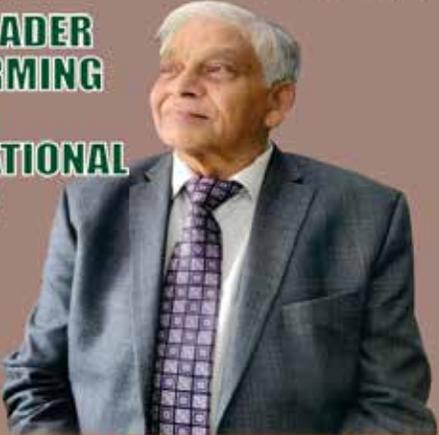
## SHARE Bazaar

RNI Regd. No. - MAHMUL82501/13/12009-TC

Price - Rs.125/-

**SPECIAL ISSUE**

### INDIAN LEADER TRANSFORMING TO AN INTERNATIONAL ONE



**Omprakash Garg**  
Chairman & Managing Director  
Cupid Limited


**Newsletter, Email Marketing**  

**SMS System**  
 (Over 17 years of Experience)

Web: [www.stayintouch.co.in](http://www.stayintouch.co.in) | E: [info@stayintouch.co.in](mailto:info@stayintouch.co.in) | T: +91-22-6942 6943 | M: 99 69 69 2000

AWARDS SPECIAL AWARD FOR THE YEARS 2015-16 & 2016-17



## Yes! Get ready for more with Cupid.



**Mr. OMPRAKASH GARG**  
Chairman & Managing Director, Cupid Limited

Cupid Limited, based in Nashik, is a leading manufacturer and exporter of quality Male and Female Condoms and Water Based Lubricants and has exported to over 25 countries in the last 8 years. The Company has a world class manufacturing facility and both its Male and Female Condoms are pre-qualified by WHO/UNAIDS for worldwide public distribution.

Our unique Female Condom is an effective contraceptive device for women which helps in the prevention of STDs including HIV and unwanted pregnancy. The Company's products are available online.

Cupid Limited is listed on BSE and NSE.

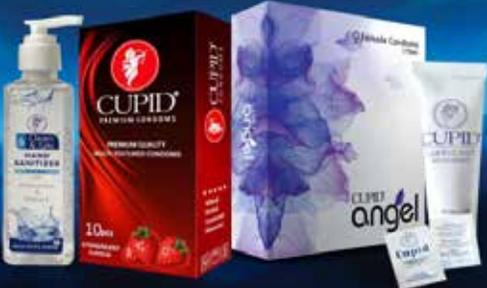
Available online at Amazon and Flipkart.

Factory & Reg Office add: CUPID LIMITED, A-68, M.I.D.C., Malegaon, Nashik, Maharashtra, INDIA. Tel: +91-2551-230280 / 230772. Email: [info@cupidlimited.com](mailto:info@cupidlimited.com), Web: [www.cupidlimited.com](http://www.cupidlimited.com), [www.cupidangel.in](http://www.cupidangel.in)

Male Condom | Female Condom | Lubricant Water-Based | Hand Sanitizer



## Yes! Get ready for more with Cupid.



Male Condom | Female Condom | Lubricant Water-Based | Hand Sanitizer

**CUPID LIMITED**  
Mfg & Exporter of Male, Female Condom & Lubricant

A-68, M.I.D.C.(Malegaon) Nashik-422113, Maharashtra, INDIA. Tel:+91-2551-230280 / 230772  
Email: [info@cupidlimited.com](mailto:info@cupidlimited.com) Website: [www.cupidlimited.com](http://www.cupidlimited.com), [www.cupidangel.in](http://www.cupidangel.in)  
Available online at Amazon and Flipkart.

[www.indianeconomyandmarket.com](http://www.indianeconomyandmarket.com)

## INDIAN ECONOMY & MARKET



**In ConvErsation**  
"Investors should not look at returns but at risk adjusted returns"  
**Shri Dinesh Pangtey**  
Chief Executive Officer, LIC Mutual Fund

Vol. 4 | Issue 8 | No. 43 | February 2020 | ₹70

### BEST PERFORMING TAX SAVING MUTUAL FUND - SCHEMES -



**IE&M Initiative**

## "We expect 10 to 15% growth per year for at least next 3 years"



**Mr. Omprakash Garg**  
Chairman & Managing Director  
Cupid Limited

[www.indianeconomyandmarket.com](http://www.indianeconomyandmarket.com)

# SOCIAL MEDIA



**CUPID**

World Day  
Against Child  
Labour

**A CHILD IS MEANT  
TO PLAY & LEARN,  
NOT TO EARN.  
STOP CHILD LABOUR**

#WorldDayAgainstChildLabour

Visit us: [www.cupidlimited.com](http://www.cupidlimited.com) | [www.cupidangel.in](http://www.cupidangel.in) Follow us:   



**CUPID**  
CONDOMS



**SAY NO  
TO PLASTIC BAGS!**

# PLASTIC BAG FREE DAY

Visit us: [www.cupidlimited.com](http://www.cupidlimited.com) | [www.cupidangel.in](http://www.cupidangel.in) Follow us:   



**CUPID**

ये है मेरे



**BEST FRIEND**

# National Best Friends Day

Visit us: [www.cupidlimited.com](http://www.cupidlimited.com) | [www.cupidangel.in](http://www.cupidangel.in) Follow us:   



**CUPID**  
CONDOMS



# WORLD EMOJI DAY

Visit us: [www.cupidlimited.com](http://www.cupidlimited.com) | [www.cupidangel.in](http://www.cupidangel.in) Follow us:   

# CSR ACTIVITY

Construction Of School Building At Wadgaon, Sinnar.



Bag Distribution



Construction Of Dinning Hall In School At Wadzire, Sinnar.



# CUPID TRAFFIC ISLAND IN NASHIK







## COMPANY INFORMATION

### BOARD OF DIRECTORS

#### **CHAIRMAN & MANAGING DIRECTOR**

Mr. Omprakash Chhangamal Garg

#### **NON EXECUTIVE & NON INDEPENDENT DIRECTOR**

Mrs. Veena Omprakash Garg

Mr. Suresh Chand Chhangamal Garg (Appointed w.e.f. 26<sup>th</sup> August, 2020)

#### **INDEPENDENT & NON EXECUTIVE DIRECTORS**

Mr. Pradeep Kumar Jain

Mr. Jandhyala L. Sharma

Ms. Nalini Madhusudan Mishra (Appointed w.e.f. 26<sup>th</sup> August, 2020)

#### **COMPANY SECRETARY AND COMPLIANCE OFFICER**

Mr. Saurabh V. Karmase

#### **CHIEF FINANCIAL OFFICER**

Mr. Narendra M. Joshi

#### **REGISTERED OFFICE & FACTORY ADDRESS**

A – 68, M.I.D.C. (Malegaon), Sinnar,  
Nasik District, Maharashtra, India, Pincode – 422113.

CIN No. : L25193MH1993PLC070846

Tel : - 02551 – 230 280 / 230 772

Email :- [cs@cupidlimited.com](mailto:cs@cupidlimited.com)

Website:- [www.cupidlimited.com](http://www.cupidlimited.com)

#### **AUDITORS**

**Chaturvedi Sohan & co.**

Chartered Accountants

Mumbai

#### **SECRETARIAL AUDITORS**

**CS Shailesh Kachalia**

Practicing Company Secretary

Mumbai

#### **REGISTRARS & SHARE TRANSFER AGENTS**

**Bigshare Services Private Limited**

CIN No: U99999MH1994PTC076534

#### **Corporate Office:-**

1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri East, Mumbai 400059

Tel: - 022 – 62638200

Email: - [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

Website: - [www.bigshareonline.com](http://www.bigshareonline.com)

#### **BANKERS**

DBS Bank India Limited

Kotak Mahindra Bank Limited

HDFC Bank Limited

State Bank of India



## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the Shareholders of CUPID LIMITED will be held on Tuesday, 22<sup>nd</sup> December, 2020 at 12.00 noon through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility, to transact the following business: -

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31<sup>st</sup> March, 2020 together with the Report of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Omprakash Garg (DIN: 00140756), who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS**

#### **3. Reappointment of Mr. Omprakash Garg, as Chairman and Managing Director of the Company.**

To pass the following resolution as a Special Resolution:

**RESOLVED THAT** pursuant to provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the shareholders of the Company be and is hereby accorded for the reappointment of Mr. Omprakash Garg (DIN No – 00140756) as Chairman and Managing Director of the Company for a period of 5 years from 20<sup>th</sup> July, 2021 to 19<sup>th</sup> July, 2026 and payment of remuneration for the aforesaid period on the terms and conditions as approved by the Board of Directors in Board Meeting and Nomination and Remuneration Committee Meeting held on 26<sup>th</sup> August, 2020 as below:

#### **I. REMUNERATION**

##### **(a) SALARY**

Salary payable of INR 6,50,000 (Rupees Six lakhs Fifty thousand only) per month.

##### **(b) COMMISSION**

Commission payable shall be equivalent to 2.50% of the net profits of the Company calculated under section 198 of the Companies Act, 2013.

#### **II. PERQUISITES**

##### **(a) REIMBURSEMENT OF MEDICAL EXPENSES**

Reimbursement of medical expenses (including insurance premium for medical and hospitalisation policy, if any) incurred for self and family, subject to a ceiling of one month's salary or three months' salary over a period of 5 years, as per Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

##### **(b) CONTRIBUTION TO PROVIDENT FUND AND SUPERANNUATION FUND**

Contribution to Provident Fund and Superannuation Fund, as per Rules of the Company, to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.

##### **(c) GRATUITY AND / OR CONTRIBUTION TO GRATUITY FUND**

As per Rules of the Company.

##### **(d) BONUS**

As per Rules of the Company.



(e) **USE OF CAR AND TELEPHONE**

Company maintained car with driver for use on Company's business, telephone at residence and cellular phone provided by the Company will not be considered as perquisite. However, personal long distance calls and use of car for private purposes shall be borne by the Director.

(f) **REIMBURSEMENT OF EXPENSES**

Reimbursement of travelling and all other expenses incurred for the business of the Company.

**III. MINIMUM REMUNERATION**

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Shri. Omprakash Garg, the Company has no profits or the profits of the Company are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to alter, amend or vary the terms and conditions of appointment including remuneration structure as may be agreed to between the Board of Directors and Mr. Omprakash Garg subject to the limits within such guidelines or amendments as may be made to the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

**4. Appointment of Mr. Suresh Chand Garg as a Non-Executive and Non-Independent Director of the company.**

To pass the following resolution as an Ordinary Resolution:

**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be in force from time to time, Mr. Suresh Chand Garg (DIN: 01437499), who was appointed by the Board of Directors, as an Additional Director of the Company with effect from August 26, 2020 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.

**5. Appointment of Ms. Nalini Madhusudan Mishra as an Independent Director of the company.**

To pass the following resolution as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV and Companies (Appointment and Qualification of Directors), Rules, 2014 and any other applicable provisions, sections, rules of the Companies Act, 2013 and applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Nalini Madhusudan Mishra (DIN No – 07110900) who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from August 26, 2020 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and who has submitted the declaration of Independence as provided in the Act and SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the company to hold office for a term of 2 consecutive years with effect from August 26, 2020 to August 25, 2022 and whose office shall not



henceforth, be liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Omprakash Garg, Managing Director of the Company or Mr. Saurabh V. Karmase, Company Secretary and Compliance Officer of the company be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

**6. Payment of Commission to Non-Executive Directors based on Net Profits of the Company.**

To pass the following resolution as an Special Resolution:

**RESOLVED THAT** pursuant to the provisions of Regulation 17(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s) or modification(s) thereto for the time being in force) and Section 197 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the 'Act') and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the company be and is hereby accorded to the payment of commission of a sum not exceeding 0.60% of the annual net profits of the Company computed in accordance with the provisions of Section 197 read with Section 198 of the Act, to Non-Executive Directors of the Company (other than Executive Director) in equal proportion for a period of one (1) year and such payment shall be made in respect of the profit of the Company for the financial year commencing from April 01, 2020 to March 31, 2021.

**RESOLVED FURTHER THAT** the above commission shall be in addition to the sitting fees payable to the Director(s) for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings.

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

**Sd/-**  
**Saurabh V. Karmase**  
**Company Secretary and Compliance Officer**  
**ECSIN: EA041701A000083921**

**CIN No. : L25193MH1993PLC070846**

Website: [www.cupidlimited.com](http://www.cupidlimited.com)

Email: [cs@cupidlited.com](mailto:cs@cupidlited.com)

**REGISTERED OFFICE**

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,

Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> November, 2020

**NOTES**

1. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 ('the Act') Secretarial Standard – 2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') in respect of the Special Business under Item Nos. 3, 4, 5 and 6 of the accompanying Notice is annexed hereto.
2. The Register of Members and Share Transfer Register of the Company will remain closed from Monday, 21<sup>st</sup> December, 2020 to Tuesday, 22<sup>nd</sup> December, 2020 (both days inclusive).
3. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide



Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. 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.
7. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
8. 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.cupidlimited.com](http://www.cupidlimited.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. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
9. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
10. Documents referred to in any of the items in the Notice are available for inspection through electronic mode. Members may write to the Company on [cs@cupidlimited.com](mailto:cs@cupidlimited.com) for inspection of said documents.
11. 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 Depository Participants with whom they are maintaining their demat accounts.  
Members holding shares in physical form can submit their PAN to the Company / Bigshare Services Pvt. Ltd.
12. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained by a letter communicated to the Company / Bigshare Services Pvt. Ltd. (RTA).
13. Non-Resident Indian Members are requested to inform RTA immediately of (in case of shares held in physical form)
  - (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. Members who have not registered their email address so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, and other from the Company electronically.
15. A statement giving the details of the Director seeking appointment and re-appointment under the item no. 2, 3, 4 and 5 of the accompanying Notice, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India, is annexed hereto.
16. Information and other instructions relating to e-voting are as under: -
- (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system (remote e-voting).
  - (ii) The members who have cast their vote by remote e-voting shall not be entitled to cast their vote again at the Annual General Meeting.
  - (iii) The Company has engaged the services of M/s. Central Depository Services Limited as the Agency to provide e-voting facility.
  - (iv) The Board of Directors of the Company has appointed Shri Shailesh Kachalia, a Practicing Company Secretary, Mumbai as Scrutinizer to scrutinise the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for said purpose.
  - (v) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 15<sup>th</sup> December, 2020.
  - (vi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 15<sup>th</sup> December, 2020 only shall be entitled to avail the facility of remote e-voting / e-voting at AGM.
  - (vii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 15<sup>th</sup> December, 2020 may obtain the User ID and password in the manner as mentioned at point no. 17 of the Notice or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) : -
  - (viii) The remote e-voting facility will be available during the following period:  
The voting period begins on 19<sup>th</sup> December, 2020 at 9.00 a.m. and ends on 21<sup>st</sup> December, 2020 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 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ix) The Scrutinizer, after scrutinising the votes cast at the meeting through e-voting and through remote e-voting, will, not later than two days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company at [www.cupidlimited.com](http://www.cupidlimited.com), on the notice board of the company and on the website of M/s. Central Depository Services Limited at [www.evotingindia.com](http://www.evotingindia.com). The results shall simultaneously be communicated to BSE Limited and National Stock Exchange of India Limited.
  - (x) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting, i.e. 22<sup>nd</sup> December, 2020.



17. The instructions for shareholders voting electronically are as under: -

- (i) The voting period begins 19<sup>th</sup> December, 2020 at 9.00 a.m. and ends on 21<sup>st</sup> December, 2020 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. 15<sup>th</sup> December, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "SHAREHOLDERS / MEMBERS" TAB.
- (iv) Now Enter your User ID.
  - a) For CDSL: 16 digits beneficiary ID,
  - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in ' Demat Form ' and ' Physical Form '</b>	
PAN *	Enter your 10 digit alpha-numeric * PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <b>SHAREHOLDERS WHO HAVE NOT UPDATED THEIR PAN :-</b> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details <b>OR</b> DOB	<ul style="list-style-type: none"><li>• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat Account or in the Company Records in order to login.</li><li>• If both the above details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field.

Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. [cs@cupidlimited.com](mailto:cs@cupidlimited.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **Company/RTA email id**.



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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **15 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **15 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”): -**

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

**Item No. 3:**

The Board of Directors of the Company at their meeting held on 26<sup>th</sup> August, 2020 had reappointed Shri Omprakash Garg (DIN: 00140756) for the period of 5 years with effect from 20<sup>th</sup> July, 2021 as a Chairman and Managing Director of the company on the terms and conditions as set forth in the special resolution under item no. 3.

However, your approval by way of Special Resolution is required for the said reappointment.

Keeping in view that Shri. Omprakash Garg, has rich and varied experience in the industry and has been involved in the operations of the Company since its incorporation, it would be in the interest of the Company to continue the employment of Shri. Omprakash Garg as Chairman and Managing Director.

Accordingly, approval of the members is sought for passing the Special Resolution as set out at item No. 3 of the Notice.

Brief details of Shri. Omprakash Garg are as below:-

Age: 77 years

Qualifications: M. SC.

Experience: 50 years in Metal business and healthcare products

Date of first appointment on Board: 16<sup>th</sup> August, 1994

Shareholding in the Company: 27,336 equity shares

Relationship with other Directors: Spouse of Mrs. Veena Garg

Other Directorships: NIL

Other Memberships of Committees of Other Boards: NIL

Other Chairmanships of Other Boards: NIL

No. of Board meetings attended during the year: 6 Board Meetings

Last Drawn remuneration from Company: Rs. 5, 00,000/- per month plus 2% profit related commission.

Shri. Omprakash Garg and Mrs. Veena Garg being his relative is interested in the resolution set out at item no. 3 of the Notice. The relatives of Shri Omprakash Garg may be deemed to be interested in the resolution set out at item no. 3 of the notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel (KMP) / their relatives are in any way concerned or interested financially or otherwise in the resolution set-out at ITEM No. 3 of the notice of the meeting.

This Statement may also be regard as a disclosure under Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SS 2 – Secretarial Standard on General Meetings. The given particulars of his reappointment and remuneration as set out at Item no. 3 of the Notice may be treated as an abstract pursuant to section 190 of the Companies Act, 2013.

**Item No. 4:**

Mr. Suresh Chand Garg (DIN: 01437499) was appointed by Board of Directors of the company with effect from 26<sup>th</sup> August, 2020 in accordance with section 161 of the Companies Act, 2013. As per section 161 of the Act, Mr. Suresh Chand Garg holds office up to the date of the ensuing AGM on 22<sup>nd</sup> December, 2020. The company has received the requisite notice in writing under section 160 of the Act from a member proposing the candidature of Mr. Suresh



Chand Garg to be appointed as a Non-Executive Non-Independent Director at the ensuing AGM liable to retire by rotation. Mr. Suresh Chand Garg has consented to the proposed appointment and declared qualified. Mr. Suresh Chand Garg possesses the requisite knowledge, experience and skills for the position of Director.

Accordingly, approval of the members is sought for passing the Ordinary Resolution as set out at item No. 4 of the Notice.

Brief details of Mr. Suresh Chand Garg are as below:-

Age: 65 years

Qualifications: M.A. (Economics)

Experience: 37 years' experience in management and administration.

Date of first appointment on Board: 26<sup>th</sup> August, 2020

Shareholding in the Company: Nil

Relationship with other Directors: Brother of Mr. Omprakash Garg

Other Directorships: Ankit Jewellers Private Limited

Other Memberships of Committees of Other Boards: NIL

Other Chairmanships of Other Boards: NIL

No. of Board meetings attended during the year: NA

Last Drawn remuneration from Company: NA

Shri. Omprakash Garg and Mrs. Veena Garg being his relative is interested in the resolution set out at item no. 4 of the Notice. The relatives of Shri. Suresh Chand Garg may be deemed to be interested in the resolution set out at item no. 4 of the notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel (KMP) / their relatives are in any way concerned or interested financially or otherwise in the resolution set-out at ITEM No.4 of the notice of the meeting.

This Statement may also be regard as a disclosure under Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SS 2 – Secretarial Standard on General Meetings. The given particulars of his appointment as set out at Item no. 4 of the Notice may be treated as an abstract pursuant to section 190 of the Companies Act, 2013.

### **Item No. 5:**

Ms. Nalini Madhusudan Mishra (DIN: 07110900) was appointed by Board of Directors of the company with effect from 26<sup>th</sup> August, 2020 in accordance with section 161 of the Companies Act, 2013. As per section 161 of the Act, Ms. Nalini Madhusudan Mishra holds office up to the date of the ensuing AGM on 22<sup>nd</sup> December, 2020. The company has received the requisite notice in writing under section 160 of the Act from a member proposing the candidature of Ms. Nalini Madhusudan Mishra to be appointed as a Non-Executive Independent Director at the ensuing AGM not liable to retire by rotation. Ms. Nalini Madhusudan Mishra has consented to the proposed appointment and declared qualified. Ms. Nalini Madhusudan Mishra possesses the requisite knowledge, experience and skills for the position of Director.

Accordingly, approval of the members is sought for passing the Ordinary Resolution as set out at item No. 5 of the Notice.

Brief details of Ms. Nalini Madhusudan Mishra are as below:-

Age: 36 years

Qualifications: B.Com, LLB

Experience: More than 10 years' experience in the field of law.



Date of first appointment on Board: 26<sup>th</sup> August, 2020

Shareholding in the Company: Nil

Relationship with other Directors: NA

Other Directorships: 1) Bio R & D Chempharma Private Limited; 2) Millennium Information Technologies (India) Private Limited; 3) ST Softech India Private Limited; 4) Oshyom App Advisor Private Limited.

Other Memberships of Committees of Other Boards: NIL

Other Chairmanships of Other Boards: NIL

No. of Board meetings attended during the year: NA

Last Drawn remuneration from Company: NA

Save and except the above, none of the other Directors / and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel (KMP) / their relatives are in any way concerned or interested financially or otherwise in the resolution set-out at ITEM No.5 of the notice of the meeting.

This Statement may also be regard as a disclosure under Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SS 2 – Secretarial Standard on General Meetings. The given particulars of her appointment as set out at Item no. 5 of the Notice may be treated as an abstract pursuant to section 190 of the Companies Act, 2013.

**Item No. 6:**

Considering the rich experience and expertise brought to the Board by the Non-Executive Directors and to acknowledge their contribution to the growth of the Company, it is proposed to pay commission to the Non-executive Directors (NED's) based on Annual Net Profits of the Company for a period of one (1) financial year commencing from April 01, 2020 to March 31, 2021.

Such payment will be in addition to the sitting fees for attending the Board / Committee meetings or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board / Committee meetings.

All the NED's of the Company and their relatives may be deemed to be concerned or interested in the aforesaid resolution to the extent of the commission that may be received by them in the Resolution set out at Item No. 6. The Board of Directors recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

Save and except the above, none of the other Directors / and their relatives, to the extent of their shareholding interest, if any, in the Company, none of the Key Managerial Personnel (KMP) / their relatives are in any way concerned or interested financially or otherwise in the resolution set-out at ITEM No.6 of the notice of the meeting.

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

**Sd/-**  
**Saurabh V. Karmase**  
**Company Secretary and Compliance Officer**  
**ECSIN: EA041701A000083921**

**CIN No. : L25193MH1993PLC070846**

**REGISTERED OFFICE**

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,  
Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> November, 2020

**DETAILS OF DIRECTORS SEEKING APPOINTMENT AND RE – APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

[In pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	Mr. Omprakash Garg	Mr. Suresh Chand Garg	Ms. Nalini Madhusudan Mishra
DIN	00140756	01437499	07110900
Date of Birth	25 <sup>th</sup> June, 1943	27 <sup>th</sup> November, 1954	10 <sup>th</sup> July, 1984
Date of first appointment	16 <sup>th</sup> August, 1994	26 <sup>th</sup> August, 2020	26 <sup>th</sup> August, 2020
Qualification	M.Sc.	M.A. (Economics)	B.Com, LLB
Expertise	50 years' experience in metal and healthcare products business.	37 years' experience in management and administration.	More than 10 years' experience in the field of law.
Number of meeting of board attended during the year	All 6 meetings held during the year has been attended by him.	NA	NA
List of Directorship / Membership / Chairmanship of the Committees of other Listed Companies as on 31 <sup>st</sup> March, 2020	NIL	NIL	NIL
Shareholding in Cupid Limited	27,336 equity shares	NIL	NIL
Relationship with Directors and Key Managerial Personnel	Spouse of Mrs. Veena Garg	Brother of Mr. Omprakash Garg	NIL

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

**Sd/-**  
**Saurabh V. Karmase**  
**Company Secretary and Compliance Officer**  
**ECSIN: EA041701A000083921**

**CIN No. : L25193MH1993PLC070846****REGISTERED OFFICE**A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,  
Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> November, 2020



## DIRECTORS' REPORT

To,  
The Members,

The Board of Directors is pleased to present herewith the 27<sup>th</sup> Annual Report of your Company together with the Audited financial statements for the year ended 31<sup>st</sup> March, 2020. The Management Discussion and Analysis has been annexed to the Directors Report.

### FINANCIAL RESULTS

The highlights of financial results of the company are as follows: -

(Rs. In lacs)

Particulars	For the financial year 2020 (FY20)	For the financial year 2019 (FY19)
Operating Revenues / Turnover	16,464.54	8,793.81
<b>Profit before Depreciation &amp; Amortization, Finance charges</b>	<b>5,573.22</b>	<b>2,303.52</b>
Depreciation & Amortization	249.96	201.45
Finance Charges	52.85	10.73
<b>Profit / (Loss) before tax</b>	<b>5,270.41</b>	<b>2,091.34</b>
Provision for taxation (incl. deferred tax)	1,286.35	570.43
<b>Profit / (Loss) after tax</b>	<b>3,984.06</b>	<b>1,520.91</b>

During the year under review, the Company registered supreme improvement in an operating revenues from Rs. 8,793.81 lac in FY19 to Rs. 16,464.54 lac in FY20 amidst strong demand for Male and Female Condoms in the exports market. Commencement of export of Female Condoms to Brazil along with other new and repeat orders led to substantial growth in revenues. EBITDA margins improved to 34.6% in FY20 against 27.0% in FY19 on the back of cost reduction due to increased production capacity. In the total operating revenues, the Male Condoms contributed about 39% in value terms as against 59% for the Female Condoms and Water Based Lubricant Jelly and Hand Sanitiser collectively contributed around 2% as well.

From the margins standpoint, our EBITDA margins stood at 34.6% in FY20. On an absolute basis, EBITDA increased by 142% from Rs. 2,303.52 lac in FY19 to Rs. 5,573.22 lac in FY20. At the net profit level, we closed this financial year with a net profit of Rs. 3,984.06 lac as against Rs. 1,520.91 lac in the previous year which is an increase of 162%.

### **IMPACT OF COVID – 19 PANDEMIC:**

In March 2020, the World Health Organisation (WHO) declared COVID-19 a global pandemic. Consequent to this, Government of India declared nation-wide lockdown on March 24, 2020, which has impacted normal business operations of the Company. The Company has assessed the impact of this pandemic on its business operations and has considered all relevant internal and external information to determine the impact on the Company's revenue from operations for foreseeable future. As the situation is unprecedented, while the lockdown is gradually lifting, the Company is closely monitoring the situation as it evolves in the future. The Company has resumed its business activities in line with guideline issued by the Government authorities, The Company does not anticipate any challenges in its ability to continue as going concern or meeting its financial obligations.

### **DIVIDEND**

Your Board of Directors' had declared 1<sup>st</sup> interim dividend of Re. 1 (i. e. 10%) per equity share at their meeting held on 11<sup>th</sup> November, 2019 and 2<sup>nd</sup> interim dividend of Rs. 3.50 (i. e. 35%) per equity share at their meeting held on 4<sup>th</sup> March, 2020. Hence, during the year, the Company declared and paid a total dividend of Rs. 4.50 (i.e. 45%) per equity share.

**RESERVES**

The whole of profit after tax has been transferred to Profit & Loss account. Interim Dividends are paid and there is no other amount that has been proposed to be carried to any other reserves.

**CHANGE IN NATURE OF BUSINESS**

The Company manufactures Male and Female Rubber Contraceptives and Lubricant Jelly. There is no any change in the business carried on by the company during the year under review.

**SHARE CAPITAL**

The paid up Equity Share Capital as at 31<sup>st</sup> March, 2020 is Rs. 1,333.80 Lac (Thirteen Crores Thirty Three Lacs and Eighty Thousand Only). During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options as sweat equity. As on 31<sup>st</sup> March 2020, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

**FINANCE AND ACCOUNTS**

Your Company prepares its financial statements in compliances with the requirements of the Companies Act, 2013 and the Indian Accounting Standard (IND AS). The financial statements have been prepared on historical cost basis. The estimates and judgments relating to the financial statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and Cash Flows for the year ended 31<sup>st</sup> March, 2020. There is no audit qualification in financial statements by the statutory auditors for the year under review.

**LOANS, GUARANTEES & INVESTMENTS**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Financial Statements.

**DEPOSITS**

The Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, or under Chapter V of the Act.

**RELATED PARTY TRANSACTIONS**

The Company has not entered into any contracts or arrangements with related parties referred to in Section 188 of the Companies Act, 2013 and providing the information in the prescribed Form AOC-2 are not applicable to the Company. There are no transactions with related parties except those indicated in notes to accounts.

**INTERNAL CONTROL SYSTEMS**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. It ensures that strict confidentiality is maintained whilst dealing with concerns and also no discrimination will be meted out to any person for a genuinely raised concern. Any suspected or confirmed incident of fraud / misconduct can be reported thereof.

The Whistle Blower Policy has been posted on website of the Company at below link:-

[https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_002\\_CG\\_Whistlerblower.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_002_CG_Whistlerblower.pdf)

**RISK MANAGEMENT**

There is a continuous process for identifying, evaluating and managing significant risks faced through a risk management process designed to identify the key risks facing business. During the year a risk analysis and assessment was conducted and no major risks were noticed.



### **PERFORMANCE EVALUATION OF BOARD**

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees. The same is found to be satisfactory.

### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

At the time of appointing a Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Director is also explained in detail the Compliance required from him under the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant regulations and affirmation taken with respect to the same.

Further the Company has put in place a system to familiarize the Independent Directors about the Company, its products, business and the on-going events relating to the Company.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Omprakash Garg, Director of the Company, retires by rotation at the ensuing Annual General Meeting of the Company, and being eligible offers himself for re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following are the Key Managerial Personnel of the company:

Mr. Omprakash Garg: - Chairman and Managing Director

Mr. Saurabh V. Karmase: - Company Secretary and Compliance Officer

Mr. Narendra M. Joshi: - Chief Financial Officer

Appointment:

1. Mr. Suresh Chand Chhangamal Garg was appointed as an Additional Director (Non-executive & Non-Independent) w.e.f. 26<sup>th</sup> August, 2020.
2. Ms. Nalini Madhusudan Mishra was appointed as an Additional Director (Non-executive & Independent) w.e.f. 26<sup>th</sup> August, 2020.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report on the operations of the Company, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in a separate section and forms an integral part of this Report.

### **BOARD MEETINGS**

During the year under review, the Company has conducted 6 Board Meetings on the following dates: 29<sup>th</sup> May, 2019; 22<sup>nd</sup> July, 2019; 27<sup>th</sup> August, 2019; 11<sup>th</sup> November, 2019; 18<sup>th</sup> January, 2020 and 4<sup>th</sup> March, 2020. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### **COMMITTEES OF THE BOARD**

The Board of Directors has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee



3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

### **STATUTORY AUDITORS**

M/s. Chaturvedi Sohan & Co., Chartered Accountants, Mumbai were appointed as Statutory Auditors of the company at 24<sup>th</sup> Annual General Meeting which was held on 7<sup>th</sup> September, 2017 to hold the office as Statutory Auditor from the conclusion of 24<sup>th</sup> Annual General Meeting till conclusion of 29<sup>th</sup> Annual General Meeting of the company subject to ratification by the members of the company at every Annual General Meeting.

Further, as per the Companies (Amendment) Act, 2017, the provision of ratification by the members at every Annual General Meeting has been deleted w.e.f. 7<sup>th</sup> May, 2018. Accordingly there is no need to ratify their appointment in the ensuing Annual General Meeting of the company.

### **SECRETARIAL AUDIT**

As required under Section 204 of the Companies Act, 2013, Secretarial Audit Report as obtained from Mr. Shailesh Kachalia, Practising Company Secretary is annexed as "annexure 1" and forms part of the Board Report.

### **OBSERVATIONS – AUDITOR & SECRETARIAL AUDITOR**

There are no qualifications contained in the Auditors Report and Secretarial Audit Report.

### **EXTRACT OF ANNUAL RETURN**

The extract of Annual Return in Form No. MGT-9, as provided under Section 92 of the Companies Act, 2013, is annexed as "annexure 2" and forms part of the Board Report.

### **MATERIAL CHANGES AND COMMITMENTS**

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report other than the impact of COVID-19 on the business operations of the Company.

### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant and material orders passed by the Regulators / courts / Tribunals that would impact the going concern status of the Company and its future operations.

### **ENVIRONMENT AND SAFETY**

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances, environmental regulations and preservation of natural resources.

### **DISCLOSURE IN TERMS OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company took all necessary measures to ensure a harassment free workplace and has instituted an Internal Complaints Committee for redressal of complaints and to prevent sexual harassment. No complaints relating to sexual harassment were received during the year.

### **CORPORATE GOVERNANCE**

As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on 'Report on Corporate Governance' practices followed by the Company, together with a certificate from the Auditors' of the Company confirming compliances forms integral part of this Report.



### **DIRECTORS' RESPONSIBILITY STATEMENT**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134 (3) (c) of the Companies Act, 2013:

- a. that in the preparation of the annual financial statements for the year ended 31<sup>st</sup> March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. that such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2020 and of the profit of the Company for the year ended on that date;
- c. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. that the annual financial statements have been prepared on a going concern basis;
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

### **CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION**

#### A) Conservation of Energy:-

- i. The Company has taken all effective steps to conserve the energy by installing latest equipment's for conservation of energy. As a stand-by arrangement in case of no supply of electricity, the Company has installed generator set.
- ii. The cumulative effect of the Energy conservation steps taken by the Company has considerably reduced the consumption of Energy and saved the cost.
- iii. The Company has installed Solar in its manufacturing facility for Energy conservation.
- iv. The Company is not required to mention per unit consumption of Energy in "form A".

#### B & C) Technology Absorption and Expenditure on Research & Development:-

The Company has deployed indigenous technology to manufacture its products. The Company is also taking steps to upgrade its technology to improve the quality of its product so as to make same cost effective and compete in international market.

### **FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company has earned foreign exchange of Rs. 13,952.99 Lacs (Previous year Rs. 8065.46 Lacs) through exports, whereas the Company paid / payable foreign exchange of Rs. 95.73 Lacs (Previous Year Rs. 80.68 Lacs) towards machinery / equipment's. Further payments made in foreign exchange of Rs. 3,639.30 Lacs (Previous Year Rs. 414.44 Lacs) towards other expenses.

### **CORPORATE SOCIAL RESPONSIBILITY**

In terms of the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a Corporate Social Responsibility ("CSR") Committee which is chaired by Mr. Pradeep Kumar Jain, Independent Director of the Company, the other members of the committee are Mr. Omprakash Garg, Chairman and Managing Director and Mr. Jandhyala L. Sharma, Independent Director. Your Company also has in place a CSR policy and the same is available on the website of the Company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_001\\_CG\\_01CSR-Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf). A detailed report as per Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached as "Annexure 3" forming part of this report.

**AUDIT COMMITTEE**

The Audit Committee now headed by Shri. Pradeep Kumar Jain as Chairman of the committee. Shri. Omprakash Garg and Shri. Jandhyala L. Sharma are Members. The details of all related party transactions, if any, are placed periodically before the Audit Committee. During the year there were no instances where the Board had not accepted the recommendations of the Audit Committee.

**NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee is headed by Shri. Pradeep Kumar Jain as Chairman of the committee. Shri. Jandhyala L. Sharma and Mrs. Veena Garg are the members of committee. During the year there were no instances where the Board had not accepted the recommendations of the Nomination and Remuneration Committee.

**STAKEHOLDER RELATIONSHIP COMMITTEE**

The Stakeholder Relationship Committee is headed by Shri. Pradeep Kumar Jain as Chairman of the committee. Mr. Omprakash Garg and Mrs. Veena Garg are the members of committee. During the year there were no instances where the Board had not accepted the recommendations of the Stakeholder Relationship Committee.

**PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:**

Pursuant to the provisions of the Companies Act, 2013 and regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the performance evaluation of the Independent Directors is carried out by other non-independent directors on the basis of their contribution towards important aspects of the company and active participation on the board. The Directors express their satisfaction with the evaluation process.

Further, the company have constituted Performance Evaluation Policy to evaluate the performance of Independent Directors and the said policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance\\_Evaluation.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance_Evaluation.pdf)

**REMUNERATION OF DIRECTORS****Pecuniary Relationship or Transactions with the Non-Executive Directors:**

There was no any pecuniary relationship or transaction took place between the company and its non-executive directors.

**Criteria of making payments to non-executive directors:**

Company is paying the sitting fees to all the non-executive directors as decided by the board for attending the board meetings and various committee meetings. Further, Company reimburses out of pocket expenses incurred by all the non-executive directors of the Company in connection with various affairs of the company.

**PARTICULARS OF EMPLOYEE**

The disclosure 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 attached as "Annexure 4".

The statement of particulars of employees pursuant to Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Annual Report and attached as "Annexure 5".

**HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

The Company takes pride in the competence, dedication and commitment of its employees in all sectors of the business. The Company has a structured training and management development programs to upgrade skills of employees of the company. Objective appraisal systems are in place for senior management staff.

The Company is committed to enhancing and retaining its top talent through superior learning and organizational development. This is a part of our Human Resource function and is an essential pillar to support the organization's growth and its sustainability in the long run.



The company is strongly giving emphasis on maintaining its current industrial relations and developing the new ones.

**COST AUDITORS**

As per the Companies (cost records and audit) Rules, 2014 and the amendments made thereof notified by Ministry of Corporate Affairs, cost audit is not applicable to the company. Therefore the board did not proceed with the appointment of cost auditor and cost audit for the year 2020-21. The company is properly maintaining its cost record internally.

**SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANIES**

Company doesn't have any Subsidiaries or Joint Ventures or Associate companies as on the report date as defined under the Companies Act, 2013 and hence providing the information in the prescribed Form AOC-1 is not applicable to the Company.

**CAUTIONARY STATEMENT**

Statements in this Directors' Report and Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include raw material availability and its prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, Tax regimes, economic developments within India and other ancillary factors.

**APPRECIATION**

Your Directors would like to express their grateful appreciation for the contribution made by the employees at all levels. Your Directors are also deeply grateful for the confidence and faith shown by the Shareholders of the Company in them. Your Directors also wish to thank its customers, dealers, agents, suppliers and bankers for their continued support and faith reposed in the Company.

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

**Omprakash Garg**  
**Chairman & Managing Director**  
**Din No: 00140756**

**CIN No. : L25193MH1993PLC070846**

**REGISTERED OFFICE**

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,

Maharashtra- 422113

Place: Ohio, USA

Date: 5<sup>th</sup> November, 2020



**ANNEXURE 1  
FORM NO. MR-3**

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

[Pursuant to section 204(1) of the Companies Act, 2013

and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
CUPID LIMITED, NASHIK.

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made 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) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period)**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008; **(Not applicable to the Company during the Audit Period);**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period).**

**Laws Specifically Applicable:-**

- a. Drugs & Cosmetics Act, 1940 & Rules 1945. (Under Food & Drugs Administration, Maharashtra)
- b. Drugs (Price Controls) Order 2013 (Under Food & Drugs Administration, Maharashtra)
- c. Drugs & Magic Remedies (objectionable Advertisement) Act, 1954 & Rules 1955. (Under Food & Drugs Administration, Maharashtra). I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.
- d. The list of major head / groups of Acts, Laws and Regulations as applicable to the Company is given in "Annexure A".

I have also examined compliance with the applicable clauses of the following: -

- a. Secretarial Standards issued by The Institute of Company Secretaries of India.
- b. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**I 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. There is no any change in the composition of the Board of Directors during the period under review.

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

Majority decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period, the Company has passed following Special Resolutions in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards:

1. Reappointment of Mr. Jandhyala Lakshminarayana Sharma (DIN – 00004627) as Independent Director of the company.

**SHAILESH KACHALIA**

Practicing Company Secretary

Proprietor

Membership No.: F1391 / CP No.: 3888

UDIN: F001391B001016097

Peer Review Cert. No.: 628/2019

Place: Mumbai

Date: 21<sup>st</sup> October, 2020



## ANNEXURE A

List of applicable laws to the Company (Under the Major Group and Head)

1. Factories Act, 1948;
2. Industries (Development & Regulation ) Act, 1951;
3. Labour Laws and other incidental laws related to Labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, compensations, etc;
4. Acts prescribed under prevention and control of pollutions;
5. Acts prescribed under Environmental protection;
6. Acts as prescribed under Direct Tax and Indirect Tax;
7. Land Revenue laws of Maharashtra States;
8. Trade Mark Act, 1999 ;
9. The Legal Metrology Act, 2000;
10. Acts as prescribed under Shop and Establishment Act of various local authorities;
11. Employment Exchange Act, 1959;
12. Maternity Benefit Act, 1961;
13. Apprenticeship Act, 1961;
14. The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.
15. Maharashtra Labour Welfare Fund Act, 1953.



**ANNEXURE - 2**  
**FORM NO. MGT - 9**

[Pursuant to Section 92(3) of the Companies Act, 2013,  
and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED 31.03.2020**

I	<b>REGISTRATION &amp; OTHER DETAILS:</b>		
a	CIN	L25193MH1993PLC070846	
b	Registration Date	17 <sup>th</sup> February, 1993	
c	Name of the Company	Cupid Limited	
d	Category/Sub-category of the Company	Company having Share Capital	
e	Address of the Registered office & contact details	A – 68, M. I. D. C., (Malegaon), Sinnar, Dist. Nashik, Maharashtra, India, Pincode – 422113. Tel. No. : 02551 – 230280 / 230772	
f	Whether listed company	Yes	
g	Name, Address & contact details of the Registrar & Transfer Agent, if any	M/s. Bigshare Services Private Limited. Bharat Tin Works Building, 1 <sup>st</sup> Floor, Opp. Vasant Oasis, Makwana Road, Marol, Andheri – East, Mumbai – 400059 Tel. – 91-22-62638200	
II	<b>PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)</b>		
<b>SL No</b>	<b>Name &amp; Description of main products/services</b>	<b>NIC Code of the Product /service</b>	<b>% to total turnover of the company</b>
1	Manufacture of rubber contraceptives	22193	98 %

**III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES**

Company does not have any Holding, Subsidiary or Associate companies, as defined under the Companies Act, 2013.



IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)									
i) CATEGORY-WISE SHARE HOLDING									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	60,10,536	-	60,10,536	45.06	60,10,536	-	60,10,536	45.06	0.00
b) Central or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Bank/Fl	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL:(A) (1)</b>	<b>60,10,536</b>	<b>-</b>	<b>60,10,536</b>	<b>45.06</b>	<b>60,10,536</b>	<b>-</b>	<b>60,10,536</b>	<b>45.06</b>	<b>0.00</b>
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/Fl	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>60,10,536</b>	<b>-</b>	<b>60,10,536</b>	<b>45.06</b>	<b>60,10,536</b>	<b>-</b>	<b>60,10,536</b>	<b>45.06</b>	<b>0.00</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Central / State government(s)	-	-	-	-	-	-	-	-	-
b) Banks/Fl	19,779	-	19,779	0.15	68,866	-	68,866	0.52	0.37
c) Mutual Funds	-	4,200	4,200	0.03	-	4,200	4,200	0.03	0.00
d) Venture Capital Fund	-	-	-	-	-	-	-	-	-
e) Insurance Companies	-	-	-	-	-	-	-	-	-
f) FIIS	-	-	-	-	-	-	-	-	-
g) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
i) Any Other (Specify)	-	-	-	-	-	-	-	-	-
j) Foreign Portfolio Investor	43,999	-	43,999	0.33	29,765	-	29,765	0.22	-0.11
k) Alternate Investment Fund	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	<b>63,778</b>	<b>4,200</b>	<b>67,978</b>	<b>0.51</b>	<b>98,631</b>	<b>4,200</b>	<b>1,02,831</b>	<b>0.77</b>	<b>0.26</b>



<b>(2) Non Institutions</b>										
a) Bodies corporate	5,95,374	720	5,96,094	4.47	3,80,221	720	3,80,941	2.86	-1.61	
b) Individuals										
i) Capital up to Rs. 1 Lakh	43,99,598	1,56,715	45,56,313	34.16	42,30,169	1,48,385	43,78,554	32.83	-1.33	
ii) Capital greater than Rs. 1 Lakh	10,62,593	-	10,62,593	7.97	11,57,008	-	11,57,008	8.67	0.71	
c) Any Others (Specify)										
i) Hindu Undivided Family	-	-	-	-	2,25,929	-	2,25,929	1.69	1.69	
ii) Trusts	1,260	-	1,260	0.01	800	-	800	0.01	0.00	
iii) Clearing Member	1,39,929	-	1,39,929	1.05	1,69,486	-	1,69,486	1.27	0.22	
iv) Non Resident Indians (NRI)	0	35,160	35,160	0.26	0	33,960	33,960	0.25	-0.01	
v) Non Resident Indians (REPAT)	3,81,069	-	3,81,069	2.86	3,83,379	-	3,83,379	2.87	0.02	
vi) Non Resident Indians (NON REPAT)	94,868	-	94,868	0.71	1,09,376	-	1,09,376	0.82	0.11	
vii) Directors Relatives	-	-	-	-	-	-	-	-	-	
Viii) Employee	-	-	-	-	-	-	-	-	-	
ix) Overseas Bodies Corporate	-	3,84,960	3,84,960	2.89	-	3,84,960	3,84,960	2.89	0.00	
x) Unclaimed Suspense Account	-	-	-	-	-	-	-	-	-	
d) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-	
e) Foreign Portfolio Investor	240	-	240	0.00	240	-	240	0.00	0.00	
f) NBFCs registered with RBI	7000	-	7000	0.05	-	-	-	-	-0.05	
<b>SUB TOTAL (B)(2):</b>	<b>66,81,931</b>	<b>5,77,555</b>	<b>72,59,486</b>	<b>54.43</b>	<b>66,56,608</b>	<b>5,68,025</b>	<b>72,24,633</b>	<b>54.17</b>	<b>-0.26</b>	
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>67,45,709</b>	<b>5,81,755</b>	<b>73,27,464</b>	<b>54.94</b>	<b>67,55,239</b>	<b>5,72,225</b>	<b>73,27,464</b>	<b>54.94</b>	<b>0.00</b>	
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-	
<b>Grand Total (A+B+C)</b>	<b>1,27,56,245</b>	<b>5,81,755</b>	<b>1,33,38,000</b>	<b>100</b>	<b>1,27,65,775</b>	<b>5,72,225</b>	<b>1,33,38,000</b>	<b>100</b>	<b>0.00</b>	



(ii) SHARE HOLDING OF PROMOTERS								
Sr. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	Omprakash Garg	27,336	0.20	-	27,336	0.20	-	0.00
2	Veena Garg	59,53,800	44.64	-	59,53,800	44.64	-	0.00
3	Sureshchand Garg HUF	27,600	0.21	-	27,600	0.21	-	0.00
4	Abha Garg	1,800	0.01	-	1,800	0.01	-	0.00
5	Sureshchand Garg	0	0	-	0	0	-	0.00
	<b>Total</b>	<b>60,10,536</b>	<b>45.06</b>	<b>-</b>	<b>60,10,536</b>	<b>45.06</b>	<b>-</b>	<b>0.00</b>

(iii) CHANGE IN PROMOTERS' SHAREHOLDING ( SPECIFY IF THERE IS NO CHANGE)

Sr. No.	Shareholders Name	Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company
1.	<b>Sureshchand Garg HUF</b>		
	At the beginning of the year	27,600	0.21
	Change During the year	<b>NO CHANGE</b>	
	At the end of the year		27,600 0.21
2.	<b>Abha Garg</b>		
	At the beginning of the year	1,800	0.01
	Change During the year	<b>NO CHANGE</b>	
	At the end of the year		1,800 0.01
3	<b>Veena Garg</b>		
	At the beginning of the year	59,53,800	44.64
	Change During the year	<b>NO CHANGE</b>	
	At the end of the year		59,53,800 44.64
4.	<b>Omprakash Garg</b>		
	At the beginning of the year	27,336	0.20
	Change During the year	<b>NO CHANGE</b>	
	At the end of the year		27,336 0.20
5.	Sureshchand Garg		
	At the beginning of the year	0	0
	Change During the year	<b>NO CHANGE</b>	
	At the end of the year		0 0



IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDR'S AND ADR'S)

Sr. No.	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (01.04.2019) / end of the year (31.03.2020)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1.	Greenmate Corporation	3,60,000	2.70	01-04-2019	NA	NA	3,60,000	2.70
		3,60,000	2.70	31-03-2020				
2.	S Murugesan	1,75,973	1.32	01-04-2019	NA	NA	1,75,973	1.32
		1,75,973	1.32	31-03-2020				
3.	Sheetal Rahul Mehta	80,449	0.60	01-04-2019	NA	NA	80,449	0.60
				13-12-2019	-9,449	sell	71,000	0.53
				20-12-2019	-3,000	sell	68,000	0.51
				21-02-2020	-3,000	sell	65,000	0.49
		65,000	0.49	31-03-2020				
4.	Padam Chand Mehta	0	0	01-04-2019	NA	NA	0	0
				03-01-2020	16,629	buy	16,629	0.12
				10-01-2020	4,371	buy	21,000	0.16
				17-01-2020	21,000	buy	42,000	0.31
				31-01-2020	20,000	buy	62,000	0.46
				28-02-2020	2,000	buy	64,000	0.48
5.	MI Lifestyle Marketing Global Private Limited	28,582	0.21	01-04-2019	NA	NA	28,582	0.21
				26-04-2019	-25,000	Sell	3,582	0.03
				17-05-2019	5,175	buy	8,757	0.07
				28-06-2019	25,000	buy	33,757	0.25
				04-10-2019	-30,000	Sell	3,757	0.03
				08-11-2019	6,567	buy	10,324	0.08
				22-11-2019	-4,000	Sell	6,324	0.05
				27-12-2019	53,500	buy	59,824	0.45
				31-12-2019	-59,000	Sell	824	0.01
				20-03-2020	57,000	buy	57,824	0.43
6.	ICICI Bank Limited	7,499	0.06	01-04-2019	NA	NA	7,499	0.06
				05-04-2019	36,294	buy	43,793	0.33
				12-04-2019	30	buy	43,823	0.33
				19-04-2019	4,591	buy	48,414	0.36
				26-04-2019	80	buy	48,494	0.36
				03-05-2019	1,170	buy	49,664	0.37
				10-05-2019	-980	sell	48,684	0.37
				17-05-2019	-18	sell	48,666	0.36
				24-05-2019	3,768	buy	52,434	0.39
				31-05-2019	-47,364	sell	5,070	0.04



				07-06-2019	3,356	buy	8,426	0.06
				14-06-2019	-1,824	sell	6,602	0.05
				21-06-2019	745	buy	7,347	0.06
				28-06-2019	-745	sell	6,602	0.05
				12-07-2019	51,471	buy	58,073	0.44
				26-07-2019	445	buy	58,518	0.44
				02-08-2019	96	buy	58,614	0.44
				09-08-2019	-167	sell	58,447	0.44
				16-08-2019	2,870	buy	61,317	0.46
				23-08-2019	5,366	buy	66,683	0.50
				30-08-2019	-60,368	sell	6,315	0.05
				06-09-2019	2,964	buy	9,279	0.07
				13-09-2019	-103	sell	9,176	0.07
				20-09-2019	-174	sell	9,002	0.07
				27-09-2019	-2,671	sell	6,331	0.05
				30-09-2019	-466	sell	5,865	0.04
				04-10-2019	134	buy	5,999	0.05
				11-10-2019	988	buy	6,987	0.05
				18-10-2019	-1,296	sell	5,691	0.04
				25-10-2019	632	buy	6,323	0.05
				08-11-2019	20,011	buy	26,334	0.20
				15-11-2019	1,043	buy	27,377	0.21
				22-11-2019	-635	sell	26,742	0.20
				29-11-2019	-9,051	sell	17,691	0.13
				06-12-2019	6,213	buy	23,904	0.18
				13-12-2019	4,555	buy	28,459	0.21
				20-12-2019	-1,834	sell	26,625	0.20
				27-12-2019	-3,523	sell	23,102	0.17
				31-12-2019	-1,918	sell	21,184	0.16
				03-01-2020	6,480	buy	27,664	0.21
				10-01-2020	1,275	buy	28,939	0.22
				17-01-2020	1,870	buy	30,809	0.23
				24-01-2020	-111	sell	30,698	0.23
				31-01-2020	-392	sell	30,306	0.23
				07-02-2020	-4,187	sell	26,119	0.20
				14-02-2020	-273	sell	25,846	0.19
				21-02-2020	29,439	buy	55,285	0.41
				28-02-2020	891	buy	56,176	0.42
				06-03-2020	-24,406	sell	31,770	0.24
				13-03-2020	3,907	buy	35,677	0.27
				17-03-2020	-946	sell	34,731	0.26
				20-03-2020	-3,142	sell	31,589	0.24
				27-03-2020	25,770	buy	57,359	0.43
		57,359	0.43	31-03-2020				
7.	Krishnan Ramdas	35,000	0.26	01-04-2019	NA	NA	35,000	0.26
				05-04-2019	5,000	buy	40,000	0.30
				31-05-2019	15,000	buy	55,000	0.41
		55,000	0.41	31-03-2020				



8.	Dushyant Poddar	54,404	0.41	01-04-2019	NA	NA	54,404	0.41
		54,404	0.41	31-03-2020				
9.	Usha Chandrasingh Mehta	51,000	0.38	01-04-2019	NA	NA	51,000	0.38
		51,000	0.38	31-03-2020				
10.	Rahul Chandrasingh Mehta	68,494	0.51	01-04-2019	NA	NA	68,494	0.51
				27-12-2019	-13,494	sell	55,000	0.41
				31-12-2019	-7,923	sell	47,077	0.35
				03-01-2020	-2,077	sell	45,000	0.34
				31-01-2020	-5,000	sell	40,000	0.30
		40,000	0.30	31-03-2020				
11.	Premier Investment Fund Limited	43,999	0.33	01-04-2019	NA	NA	43,999	0.33
				17-01-2020	-2,841	sell	41,158	0.31
				24-01-2020	-1,630	sell	39,528	0.30
				07-02-2020	-10,335	sell	29,193	0.22
				21-02-2020	-1,631	sell	27,562	0.21
				28-02-2020	-660	sell	26,902	0.20
				06-03-2020	-897	sell	26,005	0.20
				13-03-2020	-871	sell	25,134	0.19
				27-03-2020	-2,729	sell	22,405	0.17
				31-03-2020	-640	sell	21,765	0.16
	21,765	0.16	31-03-2020					
12.	Chhatisgarh Investments Limited	43,246	0.32	01-04-2019	NA	NA	43,246	0.32
				26-07-2019	-35,353	sell	7,893	0.06
				02-08-2019	-7,893	sell	0	0.00
		0	0.00	31-03-2020				
13.	Edelweiss Custodial Services Limited	37,526	0.28	01-04-2019	NA	NA	37,526	0.28
				05-04-2019	3,476	buy	41,002	0.31
				12-04-2019	-23,622	sell	17,380	0.13
				19-04-2019	174	buy	17,554	0.13
				26-04-2019	7,181	buy	24,735	0.19
				03-05-2019	11	buy	24,746	0.19
				10-05-2019	-7,086	sell	17,660	0.13
				17-05-2019	100	buy	17,760	0.13
				24-05-2019	26	buy	17,786	0.13
				31-05-2019	20,744	buy	38,530	0.29
				07-06-2019	-1,357	sell	37,173	0.28
				14-06-2019	-1,656	sell	35,517	0.27
				21-06-2019	-1,689	sell	33,828	0.25
				28-06-2019	-3,788	sell	30,040	0.23
				29-06-2019	-20	sell	30,020	0.23
		05-07-2019	-6,294	sell	23,726	0.18		



				12-07-2019	-7,609	sell	16,117	0.12
				19-07-2019	1,166	buy	17,283	0.13
				26-07-2019	-1,999	sell	15,284	0.11
				02-08-2019	909	buy	16,193	0.12
				09-08-2019	-211	sell	15,982	0.12
				16-08-2019	-600	sell	15,382	0.12
				23-08-2019	-213	sell	15,169	0.11
				30-08-2019	11,782	buy	26,951	0.20
				06-09-2019	-10,733	sell	16,218	0.12
				13-09-2019	-172	sell	16,046	0.12
				20-09-2019	449	buy	16,495	0.12
				27-09-2019	-594	sell	15,901	0.12
				04-10-2019	2,300	buy	18,201	0.14
				11-10-2019	-175	sell	18,026	0.14
				18-10-2019	-1,620	sell	16,406	0.12
				25-10-2019	-885	sell	15,521	0.12
				01-11-2019	715	buy	16,236	0.12
				08-11-2019	-2,400	sell	13,836	0.10
				15-11-2019	9,647	buy	23,483	0.18
				29-11-2019	-709	sell	22,774	0.17
				06-12-2019	-3,975	sell	18,799	0.14
				13-12-2019	-20	sell	18,779	0.14
				20-12-2019	-5	sell	18,774	0.14
				27-12-2019	-1,247	sell	17,527	0.13
				31-12-2019	-3,000	sell	14,527	0.11
				03-01-2020	2,000	buy	16,527	0.12
				10-01-2020	700	buy	17,227	0.13
				17-01-2020	-500	sell	16,727	0.13
				24-01-2020	-5,025	sell	11,702	0.09
				31-01-2020	-476	sell	11,226	0.08
				07-02-2020	200	buy	11,426	0.09
				21-02-2020	-242	sell	11,184	0.08
				28-02-2020	2,000	buy	13,184	0.10
				13-03-2020	-960	sell	12,224	0.09
				20-03-2020	-25	sell	12,199	0.09
		12,199	0.09	31-03-2020				
14	<b>IL And FS Securities Services Limited</b>	36,326	0.27	01-04-2019	NA	NA	36,326	0.27
				05-04-2019	-9,312	sell	27,014	0.20
				12-04-2019	-50	sell	26,964	0.20
				19-04-2019	-1,087	sell	25,877	0.19
				26-04-2019	-7,201	sell	18,676	0.14
				10-05-2019	-16,696	sell	1,980	0.01
				31-05-2019	-600	sell	1,380	0.01
				19-07-2019	3,300	buy	4,680	0.04
				26-07-2019	-3,300	sell	1,380	0.01
				20-09-2019	1,400	buy	2,780	0.02
				27-09-2019	400	buy	3,180	0.02
				30-09-2019	-505	sell	2,675	0.02
				04-10-2019	-1,295	sell	1,380	0.01
		1,380	0.01	31-03-2020				



(v) Shareholding of Directors & KMP					
Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the year (01.04.2019)		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Omprakash Garg	27,336	0.20		
	Shareholding at the end of the year (31.03.2020)			27,336	0.20
2.	Mrs. Veena Garg	59,53,800	44.64		
	Shareholding at the end of the year (31.03.2020)			59,53,800	44.64
3.	Mr. Pradeep Kumar Jain	NIL	NIL		
	Shareholding at the end of the year (31.03.2020)			NIL	NIL
4.	Mr. Jandhyala L. Sharma	NIL	NIL		
	Shareholding at the end of the year (31.03.2020)			NIL	NIL
5.	Mr. Saurabh V. Karmase	NIL	NIL		
	Shareholding at the end of the year (31.03.2020)			NIL	NIL
6.	Mr. Narendra M. Joshi	NIL	NIL		
	Shareholding at the end of the year (31.03.2020)			NIL	NIL

#### V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amount in Rs.)				
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of financial year</b>				
i) Principal Amount	2,29,25,267	NIL	NIL	2,29,25,267
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>2,29,25,267</b>	<b>NIL</b>	<b>NIL</b>	<b>2,29,25,267</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	28,81,65,110	NIL	NIL	28,81,65,110
Reduction	NIL	NIL	NIL	NIL
<b>Net Change</b>	<b>28,81,65,110</b>	<b>NIL</b>	<b>NIL</b>	<b>28,81,65,110</b>
<b>Indebtedness at the end of financial year</b>				
i) Principal Amount	31,10,90,377	NIL	NIL	31,10,90,377
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>31,10,90,377</b>	<b>NIL</b>	<b>NIL</b>	<b>31,10,90,377</b>



**VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole time director (WTD) and/or Manager:**

(Rs. In lacs)

Sr. No	Particulars of Remuneration	Name of Director		Total Amount (Rs.)*
		Mr. Omprakash Garg Chairman and Managing Director		
1	Gross salary			
	(a) Salary as per provisions of section 17(1) of the Income Tax Act, 1961	63.72		63.72
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL		NIL
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	NIL		NIL
2	Stock option	NIL		NIL
3	Sweat Equity	NIL		NIL
4	Commission as % of profit	102.73		102.73
5	others (specify)			
	I. Employers contribution to Provident Fund	4.32		4.32
	<b>Total (A)</b>	<b>170.77</b>		<b>170.77</b>

**\*OVERALL CEILING LIMIT IS 5% P.A. OF NET PROFIT CALCULATED UNDER SECTION 198 OF COMPANIES ACT, 2013.**

**B. Remuneration to other directors:**

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of the Director #			Total Amount
		1	2	3	
1	Independent Directors				
	(a) Fee for attending board and committee meetings	6,75,000	6,45,000	NIL	13,20,000
	(b) Commission	NIL	NIL	NIL	NIL
	(c) Others, please specify	NIL	NIL	NIL	NIL
	<b>Total (1)</b>	6,75,000	6,45,000	NIL	13,20,000
2	Other Non-Executive Directors				
	(a) Fee for attending board and committee meetings	NIL	NIL	4,80,000	4,80,000
	(b) Commission	NIL	NIL	NIL	NIL
	(c) Others, please specify	NIL	NIL	NIL	NIL
	<b>Total (2)</b>	NIL	NIL	4,80,000	4,80,000
	<b>Total = (1+2)</b>	6,75,000	6,45,000	4,80,000	18,00,000

# 1. Pradeep Kumar Jain

2. J. L. Sharma

3. Veena Garg


**C. Remuneration to Key Managerial personnel other than MD/WTD/Manager: (Rs. In lacs)**

Sr. No	Particulars of Remuneration	CEO	Company Secretary	CFO	Total Amount	
1	Gross salary	NIL				
	(a) Salary as per provisions of section 17(1) of the Income Tax Act, 1961		9.34	7.60	16.94	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		NIL	NIL	NIL	
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961		NIL	NIL	NIL	
2	Stock option		NIL	NIL	NIL	
3	Sweat Equity		NIL	NIL	NIL	
4	Commission as % of profit		NIL	NIL	NIL	
5	others (specify)					
	I. Employers contribution to Provident Fund			0.66	0.53	1.19
	<b>Total (C)</b>			10.00	8.13	18.13

**VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment /Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made, if any (give details)
<b>A. COMPANY</b>					
Penalty			NONE		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			NONE		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			NONE		
Punishment					
Compounding					



**ANNEXURE – 3**  
**ANNUAL REPORT ON CSR INITIATIVES**

[Particulars required as per Companies (Corporate Social Responsibility Policy)  
Rules, 2014 as amended from time to time]

**1. Brief outline of the Company's CSR Policy, including overview of the projects or programs proposed to be undertaken:-**

The Company had proposed to undertake activities relating to Promotion of Road Safety, Promotion of Education and Healthcare. The activities and funding are monitored internally by the Company.

**2. The Composition of the CSR Committee:-**

Mr. Pradeep Kumar Jain	Chairman
Mr. Omprakash Garg	Member
Mr. Jandhyala L. Sharma	Member

**3. Average net profit of the Company for last three Financial Years:-**

(Average Net Profit calculated in accordance with the provisions of the Section 198 of the Companies Act, 2013)

The average net profit for the last three years is Rs. 2,689.42 lacs.

**4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above).**

The Company was required to spend Rs. 53.79 lacs towards CSR for the Financial Year 2019-20.

**5. Details of CSR spent during the Financial Year.**

a. Total amount to be spent for the financial year: Rs. 53.79 lacs.

b. Amount unspent, if any: Rs. 4.27 lacs.

c. Manner in which the amount spent during the financial year detailed below:

In accordance with the Company's CSR policy and in compliance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, Cupid Limited have undertaken CSR projects. During the year under review the CSR Committee identified the various areas such as Promotion of Road Safety, Promotion of Education and Healthcare for doing CSR.

The following projects are identified by the CSR committee during FY 2019-20 and purchase order for the same was executed during the FY 2019-20 but the said projects are completed during FY 2020-21, hence part of the payments was made in FY 2020-21 approval of which is received well in advance from the CSR Committee and the Board:

- a) Construction of Traffic Island at City Center Mall Chowk, Nashik: The total cost of the project was Rs. 22.45 lacs out of which the amount of Rs. 17.00 lacs was spent during FY 2019-20 and the remaining amount of Rs. 5.45 lacs was spent during FY 2020-21.
- b) Construction of Dining Hall in ZP School situated in Wadjire Village, Sinnar, Nashik: The total cost of the project was Rs. 12.63 lacs out of which the amount of Rs. 7.36 lacs was spent during FY 2019-20 and the remaining amount of Rs. 5.27 lacs was spent during FY 2020-21.
- c) Construction of classrooms in ZP School situated at Dubere Village, Sinnar, Nashik: The total cost of the project was Rs. 8.30 lacs and the whole amount was spent after the completion of work in FY 2020-21.



The details are as under: -

(Rs. In Lacs)

Sr. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs	Amount spent: Direct or through implementing agency
1.	Construction of traffic island at City Center Mall Chowk, Nashik.	Promoting Education: Promotion of Road Safety through CSR: a. Educating the Masses and Promotion of Road Safety awareness in all facets of road usage; b. Safety traffic engineering and awareness through print, audio and visual media	Nashik (Maharashtra)	22.45	22.45	22.45
2.	Construction of Dining Hall in ZP School situated in Wadjire Village, Sinnar, Nashik.	Promoting Education	Wadjire Village, Sinnar, Nashik (Maharashtra)	12.63	12.63	12.63
3.	Distribution of School Bags in NMC School No. 3 & 4 situated at Nandur Naka, Nashik.	Promoting Education	Nashik (Maharashtra)	1.14	1.14	1.14
4.	Construction of classrooms in ZP School situated at Wadgaon Village, Sinnar, Nashik.	Promoting Education	Wadgaon Village, Sinnar, Nashik (Maharashtra)	8.30	8.30	8.30
5.	Donation to Jan Kalyan Charitable Trust for providing medical facilities to the weaker section of society.	Healthcare	New Delhi	5.00	5.00	5.00
<b>TOTAL</b>				<b>49.52</b>	<b>49.52</b>	<b>49.52</b>



- 6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.**

The company has not spent the remaining amount of Rs. 4.27 lacs during the year due to shortage of time for identifying the potential projects during the said period. Further, the company is eagerly looking forward to spend in such CSR projects which are advantageous to the society by all means in the nearby future.

- 7. A responsibility statement of the CSR committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.**

Pursuant to the Companies (Corporate Social Responsibility Policy) Rules, 2014, we hereby confirm that the CSR Committee has implemented and monitored the CSR initiatives of Cupid in line with CSR Objectives and Policy of the Company.

**Pradeep Kumar Jain**  
Chairman of CSR Committee

**Omprakash Garg**  
Member of CSR Committee  
Chairman and Managing Director

**Jandhyala L. Sharma**  
Member of CSR Committee



### ANNEXURE – 4

#### DISCLOSURE IN DIRECTORS REPORT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No.	Requirements	Disclosure	
		Name of the Director	Ratio
1	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	Mr. Omprakash Garg	42x
		1. The median remuneration of employees of the Company was Rs. 4.04 lacs. 2. For this purpose, Sitting Fees paid to the Directors have not been considered as remuneration. 3. Figures have been rounded off wherever necessary.	
2	The percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary in the financial year.	Mr. Omprakash Garg-MD	57.13 % *
		Mr. Saurabh Karmase-CS	16.41 %
		Mr. Narendra Joshi-CFO	18.34 %
3	The percentage increase / decrease in the median remuneration of employees in the financial year.	During FY 2020, the percentage increase in the median remuneration of employees as compared to previous year was approximately 15.10 %.	
4	The number of permanent employees on the rolls of company.	There were 121 employees as on March 31, 2020.	
5	Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Average increase in remuneration is 12.23 % for Employees other than Managerial Personnel.	
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes, it is confirmed.	

\* Terms of remuneration of Mr. Omprakash Garg for FY 2019-20 are same as that of FY 2018-19. Percentage increase in his remuneration is due to 2% profit related commission calculated under section 198 of Companies Act, 2013 on improved profit of FY 2019-20.



## ANNEXURE – 5

## DISCLOSURE UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:-

## TOP 10 EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING FY 2019-20:-

Sr. No.	Employee Name	Designation	Remuneration Received	Qualification	Age (Years)	Total Experience	Date of Commencement of Employment	Previous Employment
			(Rs. in Lakhs)			(Years)		
1.	Mr. Omprakash Garg	Chairman and Managing Director	170.77	M.Sc.	76	50	16/08/1994	-
2.	Mr. Durgesh Garg	Chief Operating Officer	26.36	B.Com	50	27	01/04/1996	-
3.	Mr. Pawan Bansal	Senior Marketing Manager	17.15	B.Com	56	28	01/04/2016	-
4.	Mr. Subhash Sonje	DGM (Operations)	16.32	B.Sc.	54	30	16/09/1996	Chemist at Fiber Foam Pvt. Ltd.
5.	Mr. Sachin Prasad	Country Manager	13.52	MBA (IBM)	53	31	15/01/2003	Country Manager at Synthel Paraffins India Limited
6.	Mr. Rajesh Sultania	DGM (Commercial)	12.88	B.Com	50	27	01/04/1993	-
7.	Nithyananda	DGM (Operations)	10.94	Diploma in Polymer Technology	46	24	22/05/2019	Senior Manager at Suretex Prophylactics (India) Private Limited
8.	Mr. Saurabh Vishwas Karmase	Company Secretary and Compliance Officer	10.00	CS, LLB, MBA (IB), MBA (HR), BBM (IB), DLL & LW	30	4.5	28/01/2016	-
9.	Mrs. Subidita Roy	Executive Secretary to CMD and Marketing Officer	9.24	B.Sc.	45	21	27/11/2013	Executive Coordinator at Nilkamal Limited
10.	Sharad Babasaheb Pangarkar	QA Manager	8.50	B.Sc.	40	17	26/03/2003	-



## MANAGEMENT DISCUSSION AND ANALYSIS

### Economy Outlook

The global economy fell to 2.9% in 2019 amidst heightened trade disputes which led to decline in business confidence and investment forcing central banks to cut interest rates to support growth and reduce downside risks. Trade policy uncertainty, geopolitical tensions and slowing job growth continued to hamper domestic demand during the year leading to the slowest rate of expansion since the 2008 financial crisis. Higher import tariffs negatively impacted manufacturing activity and international trade. The global growth which appeared to have bottomed out towards the end of the year received a major jolt due to Covid-19 pandemic which has further aggravated the slowdown. Though central banks and government across the world have knocked down interest rates and deployed trillions of dollars to spur economic growth, the slowdown caused by the coronavirus shock is likely to lead to contraction in global growth by 4.9% in 2020.

Indian economy grew at a slow pace with growth rate plunging to 4.2% in FY20 on the back of weak manufacturing activity, sluggish consumer demand, falling exports and credit squeeze following the collapse of several key Non-Bank Financial Companies (NBFCs). Slowdown in credit growth owing to NBFC crisis and asset quality issues among public sector banks exacerbated prolonged weakness in private investment and a material decline in consumption. To jump-start the economy, the government announced a slew of reforms for the industry reeling under severe stress. Corporate tax rates were rationalized while relief measures were announced to ease liquidity crunch of NBFCs and revive realty sector with an aim to stimulate the economy and promote investment. However, the emergence of Coronavirus (Covid-19) pandemic has dashed hopes of anticipated recovery in the economy and is likely to lead to GDP contraction by 4.5% in FY21, according to IMF estimates. Responding to the crisis which has disrupted supply chain and almost brought the economy to a halt, the policy makers announced a slew of measures to help mitigate the negative impact on the economy. Economic growth is expected to remain muted in the near term and revive gradually over the long term.

### Industry Demand Scenario

Growing prevalence of HIV and sexually transmitted diseases (STDs) is expected to boost the demand for condoms worldwide. According to WHO, every day more than 1 million STDs are acquired globally. Condom is one of the low-cost and convenient option that efficiently protects from sexually transmitted diseases and prevention of unintended pregnancy. The increased adoption of birth control measures, growing emphasis on the concept of safe sex, and the increased per capita disposable income are driving increased use of condoms worldwide. The promotion of the concept of safe sex using condoms through social media is contributing to the increased sale of condoms via online channels. Further, the emergence of innovative designs and growing popularity of female condom is driving the global condom market growth. Increasing government support to raise awareness regarding STDs and promoting the use of contraceptives to prevent HIV infections and unwanted pregnancies is expected to propel the market growth.

The increased demand from institutions such as public health organizations, NGOs, and global organizations to promote the concept of safe sex and increase the awareness of HIV and sexually transmitted diseases (STD) is significantly contributing to the growth of the condom market worldwide. Institutional buyers such as UNFPA, USAID, WHO, and other UN agencies are the most significant promoters of male and female condoms. Governments across the globe are making substantial expenditure on condoms and freely distributing in vulnerable areas to prevent incidence of sexually transmitted diseases and curb the global population. Thus, projects and campaigns undertaken by several authorities in spreading awareness about condoms as an effective tool to prevent the spread of STDs and prevention of unintended pregnancy will prove beneficial for institutional segment growth. According to report by Grand View Research, Inc., the global condom market size is expected to reach USD 15.1 billion by 2026, exhibiting a CAGR of 8.5% over 2019.

Female condom segment is projected to grow at over 20% CAGR during the period 2018–2024, according to research report by MarketResearch.com. Growing participation of women and rising awareness about women's sexual rights is propelling the demand of the female condoms. Female condom is an effective tool to prevent the spread of STIs and unwanted pregnancy. It gives women greater control over safe-sex negotiation, increases sexual pleasure, and is a good option for men who do not like to use male condoms. Although female condoms



have been introduced in many countries, their penetration remains woefully low owing to lack of awareness, limited advertisement & promotion and due to financial and regulatory barriers. Government is supporting the adoption of these products to prevent STDs and HIV diseases amongst sex workers. Female condom needs to be integrated in reproductive health programs and included in STI/HIV and pregnancy prevention efforts worldwide. Usage of female condoms should be promoted through social media campaigns in an effective way to increase awareness about female condoms among end-users. Moreover, the need of the hour is to develop greater political and social support for the female condom at local, national, and international levels and promote correct and consistent use of female condoms for HIV prevention.

Factors that are going to drive the growth of condoms going forward are:

1. Growing awareness of sex education programs
2. Innovations in condom designs
3. increased popularity of female condoms
4. Influence of the internet in shaping the purchasing behaviour among end-users

Organizations such as UNAIDS are targeting to eradicate AIDS completely by 2030. Condoms stand to be the biggest beneficiary as they are the most effective tool to prevent the spread of STDs and STIs and prevention of unintended pregnancies. Increase in demand for Condoms is expected due to increase in international donor funding, higher consumption in lower- and middle-income countries and more funding from National Governments for the prevention of spread of HIV and unintended pregnancies like Brazil, South Africa and India.

### **Company Review**

We started our journey in 1993 and currently we are a leading condom manufacturing company in India engaged in designing, manufacturing and marketing of Male Condoms, Female Condoms and Lubricant Jelly. In 2012, Cupid was the first company in India and only second in the world to have pre-qualified for Female Condoms accredited by WHO (World Health Organization)/UNFPA (United Nations Population Fund) for worldwide public distribution. From a manufacturing standpoint, our facility at Nashik is mapped to global standards with best quality practices and accredited with various quality standards. As a testimony to our systems, we are WHO-GMP approved along with certifications from ISO standards such as 9001:2008, 13485:2003, 14001:2004, CE-0434, pre-qualification from UNFPA, SABS Mark, USFDA\_510k for Male Condoms, Indian FDA amongst others. We have a strong focus on research and development initiatives which have enabled us to develop and improve our product portfolio. We have an active research and development centre in addition to our production facility at Nashik enabling us to innovate and enhance our product portfolio and remain ahead of the curve in meeting the emerging requirements of our customers.

The Company operates predominantly in the B2B space but continues to focus equally in the B2C category. In the B2B segment, we primarily cater to governments and institutional buyers worldwide for prevention of AIDS, STIs, STDs and prevention of unintended pregnancies. We are also engaged in contract manufacturing business, whereby we undertake contracts and manufacture products under other customers brands. During the fiscal year, Cupid benefitted in terms of increased sales and profitability owing to addition of capacity in the previous year which has enabled the Company to expand its reach into newer geographies.

The Company witnessed strong performance in Fiscal Year 2020 with highest turnover and highest net profit in its 27 years history on the back of strong demand for Male and Female Condoms especially in the export market. The revenue of the Company increased significantly by 88.7% from Rs 854.7 mn in FY19 to Rs 1,612.5 mn in FY20. Out of the total operating revenues, the Female Condoms contributed about 59% in value terms as against 39% for the Male Condoms, and Water Based Lubricant Jelly added around 2%. From a margin standpoint, our EBITDA margins improved to 34.6% in FY20 against 27.0% in FY19. At the net profit level, Cupid closed this financial year with a net profit of Rs 398.4 mn (FY20) as against Rs 152.1 mn in the previous year.

Cupid achieved the highest ever export sales at 91% of total revenue in FY20. Capacity utilization during the year were 86% and 92% for the Male and Female Condom production respectively. During the year, the Company commenced export of Female Condoms to Brazil and also exported to Tanzania and South Africa. With sales to 8 new countries during the year through UNFPA, the company has sold its products to over 80 countries worldwide.



Also, the Company received “SPECIAL EXPORT AWARD” by the Chemical and Allied Export Promotion Council of India (CAPEXIL) for the years 2015-16 & 2016-17 at an award function at Vigyan Bhawan in New Delhi.

**Outlook**

Demand for Condoms is increasing due to its efficacy in the prevention of unintended pregnancies and spread of sexually transmitted infections (STIs) including HIV. Cupid remains well placed to cater to the increasing demand in the light of recently added capacity. The Company is constantly trying to improve its order book further and trying to expand business into new geographies throughout the world. Some of the key initiatives planned for coming year are:

- A. Expansion into new category of products related to female health and wellness.
- B. Strengthen digital marketing medium to increase the share of sales through online channel.
- C. Strengthen our distribution network and foray into newer geographies both for the institutional as well the retail business.
- D. To explore the possibility of setting up a joint venture facility in South Africa to manufacture Female Condoms.

**REPORT ON CORPORATE GOVERNANCE**

The Directors present the Company's Report on Corporate Governance for the year ended on 31<sup>st</sup> March 2020:

**COMPANY'S PHILOSOPHY: -**

Cupid Limited governance philosophy is based on trusteeship and transparency. As a corporate player, our business follows a tradition of ethical behavior and disclosures aimed at constructing trust of our stakeholders. The Company's Code of Business Conduct and Ethics and Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Insiders reflects our commitment to ethical business practices, integrity and regulatory compliances.

The Company's governance framework is based on the following principles:

1. Proper conduct of business by the Board, Senior Management and Employees;
2. Timely disclosure of necessary information to the stakeholders;
3. Effective composition of the Board, with each member bringing in expertise in their respective domains;
4. Systems are in place for effective internal control; and
5. Access of information to the members of the Board to enable them to perform their duties in efficient manner.

**BOARD OF DIRECTORS: -**

The name and categories of the directors on the Board, their attendance at Board Meetings and Annual General Meeting held during the financial year 2019 – 20 and the number of directorships and Committee Chairmanships / Memberships in public Ltd (Listed) companies held by them are given below. Other Directorships in other Companies do not include alternate directorships, directorships of private limited companies and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Stakeholder Relationship Committees: -

Name of Director	Category	Attendance at board Meeting in year 2019 – 2020		Attendance at Last AGM on 28 Sep. 2019	Directorships in other Public Ltd (Listed) Companies		Committees Position held in other Public Ltd (Listed) Companies	
		Held	Attended		Chairman	Member	Chairman	Member
Omprakash Garg	Chairman & Managing Director	6	6	PRESENT	NIL	NIL	NIL	NIL
Pradeep Kumar Jain	Non-Executive Independent Director	6	6	PRESENT	NIL	NIL	NIL	NIL
Jandhyala L. Sharma	Non-Executive Independent Director	6	6	PRESENT	NIL	NIL	NIL	NIL
Veena Garg	Non-Executive Woman Director	6	6	PRESENT	NIL	NIL	NIL	NIL

**BOARD MEETING AND PROCEDURES:**

The Board meets at regular intervals to discuss and decide on business strategies / policies and review the financial performance of the Company. The Board meetings are pre-scheduled and a tentative annual schedule of the Board meetings is circulated to the directors well in advance to facilitate the Directors to plan their schedules. In case of



business exigencies the Board's approval is taken through Circular Resolutions. The Circular Resolutions are noted at the subsequent Board meeting.

During the financial year 2019-20, the Board met 6 times. The meetings were held on 29th May, 2019; 22<sup>nd</sup> July, 2019; 27th August, 2019; 11th November, 2019; 18th January, 2020 and 4<sup>th</sup> March, 2020. The interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has a mandatory requirement for all Directors to inform the Company about the Committees / Board member position they occupies in other Companies and notifies the change, if any.

#### **INFORMATION PLACED BEFORE THE BOARD:**

The information as set out in Regulation 17 read with Part A of Schedule II of the Listing Obligations to the Board and the Company provides the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings.

#### **POST MEETING MECHANISM:**

The important decisions taken at the Board/Board Committee Meetings are communicated to the concerned department/division.

#### **BOARD SUPPORT:**

The Company Secretary attends the Board Meetings and advises the Board on Compliances with applicable laws and governance.

#### **ROLES, RESPONSIBILITIES AND DUTIES OF THE BOARD:**

The duties of Board of Directors have been enumerated in Listing Obligations, Section 166 of the Companies Act, 2013 and Schedule IV of the said Act (Schedule IV is specifically for Independent Directors). There is a clear demarcation of responsibility and authority amongst the Board of Directors.

#### **DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:**

Mrs. Veena Garg, Wife of Mr. Omprakash Garg, Chairman and Managing Director of the company is acting as a non-executive woman director of the company with effect from 28<sup>th</sup> October, 2014.

#### **NUMBER OF SHARES AND CONVERTIBLE INSTRUMENT HELD BY NON-EXECUTIVE DIRECTORS:**

Mrs. Veena Garg, non-executive woman director of the company held 59,53,800 equity shares of the company.

#### **FAMILIARISATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS:**

The details of Familiarisation Programme imparted to Independent Directors is available on the following web link:-  
[https://www.cupidlimited.com/wp-content/uploads/2020/08/07\\_002\\_FAMILIARIZATION-PROGRAM.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/08/07_002_FAMILIARIZATION-PROGRAM.pdf)

#### **BRIEF PROFILE OF DIRECTORS SEEKING REAPPOINTMENT AND APPOINTMENT: -**

##### **1. Brief Profile Of Mr. Omprakash Garg is as below:**

Shri Omprakash Garg is aged 77 years is promoter of the Company associated with the Company since incorporation of the Company. He has wide experience in the field of Metal business and healthcare products.

Brief details of Shri. Omprakash Garg are as below:-

Age: 77 years

Qualifications: M. SC.

Experience: 50 years in Metal business and healthcare products.

Date of first appointment on Board: 16<sup>th</sup> August, 1994

Shareholding in the Company: 27,336 equity shares



Relationship with other Directors: Spouse of Mrs. Veena Garg

Other Directorships: NIL

Other Memberships of Committees of Other Boards: NIL

Other Chairmanships of Other Boards: NIL

No. of Board meetings attended during the year: 6 Board Meetings

Last Drawn remuneration from Company: Rs. 5, 00,000/- per month plus 2% profit related commission.

**2. Brief Profile Of Mr. Suresh Chand Garg is as below:**

Shri. Suresh Chand Garg is aged 65 years is brother of Shri. Omprakash Garg. He possesses the requisite knowledge, experience and skills for the position of Director and having 37 years' experience in management and administration.

Brief details of Shri. Suresh Chand Garg are as below:-

Age: 65 years

Qualifications: M.A. (Economics)

Experience: 37 years' experience in management and administration.

Date of first appointment on Board: 26<sup>th</sup> August, 2020

Shareholding in the Company: Nil

Relationship with other Directors: Brother of Mr. Omprakash Garg

Other Directorships: Ankit Jewellers Private Limited

Other Memberships of Committees of Other Boards: NIL

Other Chairmanships of Other Boards: NIL

No. of Board meetings attended during the year: NA

Last Drawn remuneration from Company: NA

**3. Brief Profile Of Ms. Nalini Madhusudan Mishra is as below:**

Ms. Nalini Madhusudan Mishra is aged 36 years having more than a decade experience in field of law. She specialises in International arbitration, Mediation, International contracts, Maritime laws, Shipping and Corporate Laws.

Brief details of Ms. Nalini Madhusudan Mishra are as below:-

Age: 36 years

Qualifications: B.Com, LLB

Experience: More than 10 years' experience in the field of law.

Date of first appointment on Board: 26<sup>th</sup> August, 2020

Shareholding in the Company: Nil

Relationship with other Directors: NA

Other Directorships: 1) Bio R & D Chempharma Private Limited; 2) Millennium Information Technologies (India) Private Limited; 3) ST Softech India Private Limited; 4) Oshyom App Advisor Private Limited.

Other Memberships of Committees of Other Boards: NIL

Other Chairmanships of Other Boards: NIL

No. of Board meetings attended during the year: NA

Last Drawn remuneration from Company: NA

**INDEPENDENT DIRECTORS:**

The Independent Directors fulfil the conditions of Independence specified in section 149(6) of the Companies Act, 2013 and Rules made thereunder and meet with requirement of Regulation 16 of Securities and Exchange Board



of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A formal letter of appointment to independent Directors as provided in Companies Act, 2013 has been issued and disclosed on the website of the Company.

#### **MEETINGS OF INDEPENDENT DIRECTORS:**

Meeting of Independent Directors of the Company held at least once in a year to deal with matter listed out in Schedule IV and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 which inter-alia includes, review the performance of the non – independent directors, chairman and the Board as a whole and assess quality and quantity of flow of information to perform the duties by the Board of Directors was not held during the year under review due to nationwide lockdown imposed by government authorities in view of COVID – 19 Pandemic.

#### **GOVERNANCE CODES: -**

##### **Code of Conduct & Ethics**

The Company has adopted Code of Conduct & Ethics (“the Code”) which is applicable to the Board of directors and Senior Management Team (one level below the Board) of the Company. The Board of Directors and the members of Senior Management Team are required to affirm annual Compliance of this Code. The Code requires Directors and Employees to act honestly, fairly, ethically and with integrity, conduct themselves in professional, courteous and respectful manner. The Code of Conduct is available on the website of the Company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/01\\_001\\_CG\\_Code\\_of\\_Conduct.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/01_001_CG_Code_of_Conduct.pdf)

##### **Conflict of Interest**

Each Director informs the Company on an annual basis about the board and the Committee positions they occupies in the other companies including Chairmanships and notifies changes during the year. Members of the Board while discharging their duties, avoid conflict of Interest in the decision making process. The members of the Board restrict themselves from any discussions and voting in transactions that they have concern or interest.

During the year under review, there were no transactions of any material, financial and commercial transactions, which had personal interest of the management that had a potential conflict with the interest of the Company at large.

##### **Insider Trading Code**

The Company has adopted a Code of Conduct for Prevention of Insider Trading (“The Code”) in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

The Code is applicable to Promoters and Promoters’ Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information in relation to the Company. Shri. Saurabh V. Karmase is the Compliance officer for monitoring adherence to the said Regulations.

#### **AUDIT COMMITTEE:**

Composition of the Audit Committee is as follows:-

Mr. Pradeep Kumar Jain	– Chairman
Mr. Jandhyala L. Sharma	– Member
Mr. Omprakash Garg	– Member

The Audit Committee met 4 times during the financial year 2019 – 20. The Company is in full compliance with the provisions of the regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on gaps between any two Audit Committee meetings. The Committee met on 29<sup>th</sup> May, 2019; 22<sup>nd</sup> July, 2019; 11th November, 2019 and 18<sup>th</sup> January, 2020. The necessary quorum was present for all meetings.



The Attendance of the Audit Committee Members as per below: -

Name of Committee Member	No. of Meetings for year 2019 – 2020	
	Held	Attended
Mr. Pradeep Jain	4	4
Mr. Jandhyala L. Sharma	4	4
Mr. Omprakash Garg	4	4

Mr. Pradeep Jain Chairman of the Audit Committee was present at the 26<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2019 to answer the shareholders queries.

The Committee is empowered to deal with all such matters as required by Section 177(4) of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In addition to other business, reviews the quarterly financial results, annual financial statements, before submitting to the Board of Directors, review internal control systems, related party transactions, and appointment and matter related to appointment of auditors and to examine disclosure aspect of significant transactions of the Company.

**Terms of Reference - :**

The Audit Committee inter alia performs the functions of approving Annual Internal Audit Plan, review of financial reporting system, internal controls systems, discussion on quarterly, and annual financial results, interaction with Statutory and Internal Auditors, one-on-one meeting with Statutory and Internal Auditors, recommendation for the appointment of Statutory and Cost Auditors and their remuneration, recommendation for the appointment and remuneration of Internal Auditors, review of Business Risk Management Plan, review of Forex policy, Management Discussions & Analysis, review of Internal Audit Reports, significant related party transactions. The Board has framed the Audit Committee for the purpose of effective compliance of provisions of Section 177 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

**Functions of Audit Committee - :**

The Audit Committee, while reviewing the Annual Financial Statements also review the applicability of various Accounting Standards (AS) referred to in Section 133 of the Companies Act, 2013. Compliance of the Accounting Standards as applicable to the Company has been ensured in the preparation of the Financial Statements for the year ended 31<sup>st</sup> March, 2020.

The Audit Committee bridges the gap between the Internal Auditors and the Statutory Auditors. The Statutory Auditors are responsible for performing Independent audit of the Company's financial statements in accordance with the generally accepted auditing practices and issuing reports based on such audits, while the Internal Auditors are responsible for the internal risk controls.

The Audit Committee also oversees and reviews the functioning of a vigil mechanism (implemented in the Company as Whistle Blower Policy) and reviews the finding of investigation into cases of material nature and the actions taken in respect thereof.

Besides the above, Chairman and Directors, Business heads of the Company, the representatives of the Statutory Auditors and the Internal Auditors are permanent invitees to Audit Committee meetings.

The Company follows best practice in financial reporting. The Company has been reporting on quarterly basis the Un-audited financial result as required by the regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company's quarterly un-audited financial results are made available on the website of the company i.e. [www.cupidlimited.com](http://www.cupidlimited.com) and are also sent to the BSE Limited and National Stock Exchange of India Limited (stock exchanges) where the Company's equity shares are listed.



### **Internal Controls and Governance Processes - :**

The Company has appointed a firm of Chartered Accountant as Internal Auditors to review and report on internal controls system. The report of the Internal Auditors is reviewed by the Audit Committee. The Audit Committee formulates a detailed plan to the Internal Auditors for the year and the same is reviewed at the Audit Committee meetings. The Internal Auditors submit their recommendations to the Audit Committee and provides a road map for future actions.

### **NOMINATION AND REMUNERATION COMMITTEE:**

Composition of the Nomination and Remuneration Committee is as follows:-

Mr. Pradeep Jain	Chairman
Mr. Jandhyala L. Sharma	Member
Mrs. Veena Garg	Member

The Committee met on 22<sup>nd</sup> July, 2019, the necessary quorum was present for the meeting.

The attendance of the Nomination and Remuneration Committee Members as per below:-

Name of Committee Member	No of Meetings for year 2019 – 2020	
	Held	Attended
Mr. Pradeep Jain	1	1
Mr. Jandhyala L. Sharma	1	1
Mrs. Veena Garg	1	1

### **Terms of Reference:**

The Board has framed the Nomination and Remuneration Committee which ensure effective Compliance of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation, which are as follows:

- Reviewing the overall compensation policy, service agreements and other employment conditions of Managing/Whole-time Director(s) and Senior Management (one level below the Board);
- to help in determining the appropriate size, diversity and composition of the Board;
- to recommend to the Board appointment/reappointment and removal of Directors;
- to frame criteria for determining qualifications, positive attributes and independence of Directors;
- to recommend to the Board remuneration payable to the Directors (while fixing the remuneration to Executive Directors the restrictions contained in the Companies Act, 2013 is to be considered);
- to create an evaluation framework for Independent Directors and the Board;
- to provide necessary reports to the Chairman after the evaluation process is completed by the Directors;
- to assist in developing a succession plan for the Board;
- to assist the Board in fulfilling responsibilities entrusted from time-to-time;
- delegation of any of its powers to any Member of the Committee or the Compliance Officer.

### **Details of Remuneration Paid To Directors for the Year Ended March 31, 2020:**

#### **a) Non-executive Directors:-**

Sr. No.	Name of the Director	Sitting Fees
1.	Mr. Pradeep Kumar Jain	Rs. 6,75,000/-
2.	Mr. J.L. Sharma	Rs. 6,45,000/-
3.	Mrs. Veena Garg	Rs. 4,80,000/-





The Attendance of the Stakeholder Relationship Committee Members as per below: -

Name of Committee Member	No of Meeting for year 2019 – 2020	
	Held	Attended
Mr. Pradeep Jain	1	1
Mrs. Veena Garg	1	1
Mr. Omprakash Garg	1	1

The total numbers of Members complaints received and resolved for year ended 31<sup>st</sup> March, 2020 are as per details given below : -

Sr. No	Category	Received	Resolved	Pending
1.	Non Receipt Of Annual Report	0	0	0
2.	Non Receipt Of Dividend Warrant	0	0	0
3.	General Queries (Others)	0	0	0
	<b>Grand Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Company has constituted a Corporate Social Responsibility (CSR) Committee in compliance with the provisions of Section 135 of the Companies Act, 2013.

The composition of CSR Committee is as follows:-

Mr. Pradeep Kumar Jain	Chairman
Mr. Omprakash Garg	Member
Mr. Jandhyala L. Sharma	Member

#### Terms of Reference:

- To review the existing CSR Policy and to make it more comprehensive so as to indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
- To provide guidance on various CSR activities to be undertaken by the Company and to monitor process.
- The Composition of the CSR Committee as at March 31, 2020 and the details of meetings of the Committee are as under:

The Committee met on 18<sup>th</sup> January, 2020 and the necessary quorum was present for the meeting.

The attendance of the Corporate Social Responsibility Committee Members as per below:-

Name of Committee Member	No of Meetings for year 2019 – 2020	
	Held	Attended
Mr. Pradeep Jain	1	1
Mr. Omprakash Garg	1	1
Mr. Jandhyala L. Sharma	1	1

The Corporate Social Responsibility Policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_001\\_CG\\_01CSR-Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf)

**GENERAL BODY MEETINGS:**

Information of the last three Annual General Meetings held: -

AGM	Financial Year	Date and Time	Venue	Details of Special Resolution Passed
24 <sup>th</sup>	2016-17	7 <sup>th</sup> September, 2017 at 12.00 noon	Panchavati Motels, Pune – Nashik Highway, Sinnar, Nashik-422103	1. Reappointment of Mr. Pradeep Kumar Jain (DIN No – 01852819), as Independent Director of the Company.
25 <sup>th</sup>	2017-18	28 <sup>th</sup> September, 2018 at 12.00 noon	Panchavati Motels, Pune – Nashik Highway, Sinnar, Nashik-422103	1. Revision in remuneration of Mr. Omprakash Garg, Chairman and Managing Director of company.
26 <sup>th</sup>	2018-19	28 <sup>th</sup> September, 2019 at 12.00 noon	Panchavati Motels, Pune – Nashik Highway, Sinnar, Nashik-422103	1. Reappointment of Mr. Jandhyala Lakshminarayana Sharma as an Independent Director of the company.

**POSTAL BALLOT:**

During the year under review, the Company completed process of one postal ballot as per provisions of Section 110 of the Act. The voting was conducted through physical mode as well as electronic mode. The Company had engaged the services of CDSL to provide e-voting facility to its Members. The notice of postal ballot was accompanied with detailed instructions kit to enable the members to understand the procedure and manner in which postal ballot voting (including remote e-voting) to be carried out. The following Resolutions are deemed to have been passed on the last date of e-voting and receipt of Postal Ballot forms.

**Postal Ballot Notice dated March 18, 2019:**

Sr. No.	Particulars	No of votes polled	No and % of votes in favour	No. and % of votes against
1	Special Resolution: Continuation of Mr. Jandhyala Lakshminarayana Sharma as a Non-Executive Independent Director of the company on attaining age of 75 years.	60,23,349	99.94%	0.06%

Mr. Shailesh Kachalia was appointed as Scrutinizer for conducting the aforesaid postal ballot in a fair and transparent manner.

**PROCEDURE FOR POSTAL BALLOT:**

In compliance with Sections 108 and 110 and other applicable provisions of the Act, read with the related Rules, the Company provides electronic voting (e-voting) facility, in addition to physical ballot, to all its members. For this purpose, the Company had engaged the services of CDSL.

Postal ballot notices and forms are dispatched, along with postage-prepaid business reply envelopes to registered members / beneficiaries. The same notice is sent by e-mail to members who have opted to receive communication through the electronic mode. The Company also publishes a notice in the newspaper declaring the details and requirements as mandated by the Act and applicable rules.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members who want to exercise their votes by physical postal ballot are requested to return the forms, duly completed and signed, to the scrutinizer on or before the close of the voting period. Those using the e-voting option are requested to vote before the close of business hours on the last date of e-voting.

The scrutinizer completes his scrutiny and submits his report to the Chairman, and the consolidated results of the voting are announced by the Chairman / authorized officer. The results are also displayed on the Company website [www.cupidlimited.com](http://www.cupidlimited.com), besides being communicated to the stock exchanges, depository and registrar and share transfer agent. The last date for the receipt of postal ballot forms or e-voting is the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.



### MEANS OF COMMUNICATION:

The quarterly financial results of the Company for each quarter is place before the Board of Directors within stipulated time. On approval, quarterly financial result are published in at least one of the English daily newspaper publishing in all India and similarly in vernacular Marathi daily newspaper publishing in Nashik region and the said results are also published on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com).

### DIVIDEND:

The details of dividend declared during the financial years 2014-15, 2015-16, 2016-17, 2017-18, 2018-19 and 2019-20 by the company are as follows:-

Sr. No.	Year of Declaration of Dividend	Date of Declaration of Dividend	Amount declared per share
1.	Interim - 2014-15	17 <sup>th</sup> January, 2015	Re. 1/-
2.	Final - 2014-15	28 <sup>th</sup> September, 2015	Re. 0.50/-
3.	1 <sup>st</sup> Interim - 2015-16	31 <sup>st</sup> October, 2015	Re. 1/-
4.	2 <sup>nd</sup> Interim - 2015-16	10 <sup>th</sup> March, 2016	Rs. 2/-
5.	1 <sup>st</sup> Interim - 2016-17	1 <sup>st</sup> August, 2016	Re. 1/-
6.	2 <sup>nd</sup> Interim - 2016-17	27 <sup>th</sup> October, 2016	Re. 1/-
7.	Final - 2016-17	7 <sup>th</sup> September, 2017	Rs. 2/-
8.	1 <sup>st</sup> Interim – 2017-18	8 <sup>th</sup> November, 2017	Rs. 2/-
9.	Final and Special – 2017-18	28 <sup>th</sup> September, 2018	Rs. 2/- and Re. 0.50/-
10.	1 <sup>st</sup> Interim – 2018-19	6 <sup>th</sup> November, 2018	Re. 1/-
11.	Final – 2018-19	28 <sup>th</sup> September, 2019	Rs. 3/-
12.	1 <sup>st</sup> Interim – 2019-20	11 <sup>th</sup> November, 2019	Re. 1/-
13.	2 <sup>nd</sup> Interim – 2019-20	4 <sup>th</sup> March, 2020	Rs. 3.50/-

### UNCLAIMED DIVIDEND

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, if the dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the company along with interest accrued, if any to the Investor Education and Protection Fund ('the IEPF'), a fund established under sub-section (1) of section 125. The details of unclaimed/unpaid dividend are available on the website of the Company viz. <https://www.cupidlimited.com/unpaid-unclaimed-dividends/>

### MANDATORY TRANSFER OF SHARES TO DEMAT ACCOUNT OF INVESTORS EDUCATION AND PROTECTION FUND AUTHORITY (IEPFA) IN CASE OF UNPAID / UNCLAIMED DIVIDEND ON SHARES FOR A CONSECUTIVE PERIOD OF SEVEN YEARS

In terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) (IEPF Rules) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholders from IEPFA by following the procedure prescribed under the IEPF Rules.



Details of Unclaimed Dividend and due dates for transfer are as follows as on March 31, 2020:

<b>Sr. No.</b>	<b>Year of Declaration of Dividend</b>	<b>Date of Declaration of Dividend</b>	<b>Unclaimed Amount</b>	<b>Due Date For Transfer to IEPF Account</b>
1.	Interim – 2014-15	17 <sup>th</sup> January, 2015	Rs. 5,29,755/-	21 <sup>st</sup> February, 2022
2.	Final – 2014-15	28 <sup>th</sup> September, 2015	Rs. 2,63,692/-	2 <sup>nd</sup> November, 2022
3.	1 <sup>st</sup> Interim – 2015-16	31 <sup>st</sup> October, 2015	Rs. 5,10,310/-	5 <sup>th</sup> December, 2022
4.	2 <sup>nd</sup> Interim – 2015-16	10 <sup>th</sup> March, 2016	Rs. 10,17,788/-	15 <sup>th</sup> April, 2023
5.	1 <sup>st</sup> Interim – 2016-17	1 <sup>st</sup> August, 2016	Rs. 4,97,882/-	6 <sup>th</sup> September, 2023
6.	2 <sup>nd</sup> Interim – 2016-17	27 <sup>th</sup> October, 2016	Rs. 5,09,997/-	2 <sup>nd</sup> December, 2023
7.	Final – 2016-17	7 <sup>th</sup> September, 2017	Rs. 10,85,568/-	12 <sup>th</sup> October, 2024
8.	1 <sup>st</sup> Interim – 2017-18	8 <sup>th</sup> November, 2017	Rs. 11,67,172/-	13 <sup>th</sup> December, 2024
9.	Final and Special – 2017-18	28 <sup>th</sup> September, 2018	Rs.12,87,247.50/-	2 <sup>nd</sup> November, 2025
10.	1 <sup>st</sup> Interim – 2018-19	6 <sup>th</sup> November, 2018	Rs. 6,31,718/-	11 <sup>th</sup> December, 2025
11.	Final – 2018-19	28 <sup>th</sup> September, 2019	Rs. 17,85,678/-	2 <sup>nd</sup> November, 2026
12.	1 <sup>st</sup> Interim – 2019-20	11 <sup>th</sup> November, 2019	Rs. 6,21,567/-	16 <sup>th</sup> December, 2026

### **NOMINATION**

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

### **ELECTRONIC CLEARING SERVICE**

The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the Bank account details furnished by the Depositories for depositing dividends which ensures safety for the investors. The Company complies with the SEBI requirement.

### **SERVICE OF DOCUMENTS THROUGH ELECTRONIC MODE**

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly intimate their e-mail addresses to the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited; to its dedicated e-mail id i.e., "investor@bigshareonline.com"



## GENERAL SHAREHOLDER INFORMATION:

1. **Annual General Meeting to be held**

<b>Day and Date</b>	Tuesday, 22 <sup>nd</sup> December, 2020
<b>Time</b>	12.00 Noon
<b>Venue / Mode</b>	Through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility
<b>Financial Year</b>	April 01, 2019 to March 31, 2020.
2. **Financial Calendar for the financial year 2020 – 2021 (tentative)**

Financial reporting for the quarter ending June 2020	Within 45 days from Close of quarter
Financial reporting for the quarter ending September 2020	Within 45 days from Close of quarter
Financial reporting for the quarter ending December 2020	Within 45 days from Close of quarter
Financial reporting for the quarter ending March 2021	Within 60 days from Close of quarter
3. Date of Book Closure 21<sup>st</sup> December, 2020 to 22<sup>nd</sup> December, 2020
4. Listing on Stock Exchanges
 

A. BSE Limited
B. National Stock Exchange of India Limited
5. Stock Code of BSE Limited 530843  
Symbol on NSE Limited CUPID
6. Registered Office, Plant and Correspondence Address
 

A - 68, M. I. D. C. (Malegaon), Sinnar, Nasik, Maharashtra- 422113. Tel : - + 91- 2551 – 230280 / 230772 Email : - cs@cupidlimited.com Website : - <a href="http://www.cupidlimited.com">www.cupidlimited.com</a> Compliance Officer: Mr. Saurabh V. Karmase
-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------
7. Registrar and Share Transfer Agent
 

M/s Bigshare Services Pvt. Ltd. Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (E), Mumbai – 400 059.
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8. International Securities Identification Numbers (ISIN) INE509F01011
9. **Share Transfer System of the Company: -**

The Board of Directors had delegated the power of share transfer to Mr. Omprakash Garg, Chairman & Managing Director and / or Mr. Saurabh V. Karmase, Company Secretary and Compliance Officer of the Company. However the Committee periodically reviews the share transferred.
10. **Dematerialization of shares and liquidity**

95.71% of the equity shares of the Company have been dematerialized (NSDL – 31.78% and CDSL 63.93%) as on March 31, 2020. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories.
11. **Outstanding GDRs / ADRs / Warrants or any convertible instruments:-**

The Company has not issued any GDR / ADR / Warrants or any convertible instruments during the year.

**12. Listing Fees: -**

The Company has paid the annual listing fees for the year 2020 – 2021 to BSE Limited (BSE) and NSE Limited (NSE).

**13. Shares held in Physical / Electronic form as on 31st March, 2020**

Particulars	No. of Shares	% of shares
Shares in Electronic form	1,27,65,775	95.71
Shares in Physical form	5,72,225	4.29
<b>TOTAL</b>	<b>1,33,38,000</b>	<b>100.00</b>

**14. Share Price Data**

MONTH	BSE			NSE		
	HIGH (Rs.)	LOW (Rs.)	VOLUME (Nos.)	HIGH (Rs.)	LOW (Rs.)	VOLUME (Nos.)
April, 2019	148.00	128.00	44,937	149.00	126.10	2,68,774
May, 2019	153.00	115.55	1,09,971	152.05	115.00	8,10,802
June, 2019	150.50	106.05	59,203	151.70	111.85	4,08,515
July, 2019	150.85	101.00	2,77,027	151.00	104.00	16,92,070
August, 2019	138.70	120.00	1,12,367	139.30	119.30	5,87,094
September, 2019	148.55	127.40	63,782	148.70	127.25	5,50,143
October, 2019	184.70	126.00	2,43,505	184.40	125.30	15,53,825
November, 2019	239.00	180.25	5,18,176	240.00	177.80	30,82,641
December, 2019	224.85	190.90	1,52,267	224.70	188.55	12,14,206
January, 2020	261.95	193.00	3,06,515	261.80	192.00	31,40,059
February, 2020	240.90	166.80	1,33,257	239.70	166.60	14,55,050
March, 2020	199.30	115.00	1,62,579	199.45	120.00	13,40,057

Particulars	BSE	NSE
Closing share price as on March 31, 2020 (In Rs.)	141.60	141.10
Market Capitalisation as on March 31, 2020 (Rs. In Crore)	188.87	188.20

**15. Distribution of shareholding as on 31<sup>st</sup> March, 2020**

NO. OF EQUITY SHARES	NUMBER OF SHAREHOLDERS	PERCENTAGE OF SHAREHOLDERS	NO. OF SHARES HELD	PERCENTAGE OF SHAREHOLDING
Up to 1-500	16,220	86.8448	16,01,408	12.0064
501-1000	1,243	6.6552	8,84,365	6.6304
1001-2000	667	3.5712	9,19,716	6.8955
2001-3000	241	1.2904	6,05,027	4.5361
3001-4000	77	0.4123	2,75,476	2.0653
4001-5000	60	0.3213	2,74,119	2.0552
5001-10000	92	0.4926	6,50,407	4.8763
10001 and above	77	0.4123	81,27,482	60.9348
<b>TOTAL</b>	<b>18,677</b>	<b>100.0000</b>	<b>1,33,38,000</b>	<b>100.0000</b>



## 16. Categories of Shareholders as on 31<sup>st</sup> March, 2020

Category	No. Of Holders	No. of shares	% of shares
<b>A. Promoters Holding</b>			
a. Individuals	4	60,10,536	45.06
<b>B. Public Shareholding</b>			
<b>1. Institutions</b>			
a. Mutual Funds	2	4,200	0.03
b. Foreign Portfolio Investors	2	29,765	0.22
c. Financial Institutions / Banks	2	68,866	0.52
<b>2. Non-institutions</b>			
a. Bodies Corporate	127	3,80,941	2.86
b. Individuals Shareholders			
I. Individual Shareholders holding nominal share capital up to Rs. 2 lac	16,958	47,56,697	35.66
II. Individual Shareholders holding nominal share capital in excess of Rs. 2 lac	17	7,78,865	5.84
c. NRI	594	5,26,715	3.95
d. Overseas Corporate Bodies	4	3,84,960	2.89
e. Clearing Members	90	1,69,486	1.27
f. Trusts	1	800	0.01
g. Foreign Portfolio Investor	1	240	0.001
h. Hindu Undivided Family	391	2,25,929	1.69
<b>TOTAL</b>	<b>18,193</b>	<b>1,33,38,000</b>	<b>100.00</b>

## 17. CONSOLIDATION OF FOLIOS AND AVOIDANCE OF MULTIPLE MAILING

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names, are requested to consolidate their holdings under one folio. Members may write to the Registrars and Transfer Agents indicating the folio numbers to be consolidated.

## 18. RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

## 19. COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has complied with each one of them.

## AFFIRMATION AND DISCLOSURES:

### 1. RELATED PARTY TRANSACTIONS:

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. None of the transactions with any of the related parties were in conflict with the interest of the Company.

The policy on dealing with related party transaction is available on the web link [https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_001\\_CG\\_Related\\_Party.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_Related_Party.pdf)

**2. ANY NON-COMPLIANCE, PENALTIES OR STRICTURES IMPOSED:**

The Company has complied with all the requirement of BSE Limited, NSE Limited and Securities and Exchange Board of India (SEBI) and other statutory authorities on matter relating to capital markets. Consequently, during this financial year no penalties or strictures imposed on the Company by these authorities.

**3. WHISTLE BLOWER AND VIGIL MECHANISM:**

The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. It ensures that strict confidentiality is maintained whilst dealing with concerns and also no discrimination will be meted out to any person for a genuinely raised concern. Any suspected or confirmed incident of fraud / misconduct can be reported thereof.

The said whistleblower has been hosted on the website at: -

[https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_002\\_CG\\_Whistlerblower.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_002_CG_Whistlerblower.pdf)

**4. RISK MANAGEMENT COMMITTEE :**

As per Regulation 21(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 formation of Risk Management Committee is not applicable to the company.

Further, the company have formulated the Risk Management Policy for assessment and managing of various risks and the said policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/Risk\\_Management\\_Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/Risk_Management_Policy.pdf)

**5. POLICY ON ORDERLY SUCCESSION FOR APPOINTMENTS TO THE BOARD AND SENIOR MANAGEMENT**

The company have formulated the policy on Orderly Succession for Appointments to the Board and Senior Management to ensure the orderly identification and selection of new Directors or Senior Management and the said policy is available on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com)

**6. POLICY ON PRESERVATION OF DOCUMENTS**

The company have formulated the policy on Preservation of Documents to provide the comprehensive framework for preservation of documents for a specified period of time and the said policy is available on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com)

**7. MATERIALITY POLICY**

The company have formulated the Materiality Policy for determination of materiality of events or information to serve as a guiding charter to the management to ensure that timely and adequate disclosure of events or information are made to the investor community by the Company under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the said policy is available on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com).

**8. COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS:**

The company have complied with all the provisions of regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 from time to time.

**9. DISCLOSURE OF ACCOUNTING TREATMENT**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

**10. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A): Not Applicable.**



- 11. A CERTIFICATE FROM A COMPANY SECRETARY IN PRACTICE THAT NONE OF THE DIRECTORS ON THE BOARD OF THE COMPANY HAVE BEEN DEBARRED OR DISQUALIFIED FROM BEING APPOINTED OR CONTINUING AS DIRECTORS OF COMPANIES BY THE BOARD/ MINISTRY OF CORPORATE AFFAIRS OR ANY SUCH STATUTORY AUTHORITY:**

The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

- 12. WHERE THE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED, IN THE RELEVANT FINANCIAL YEAR:** Not Applicable
- 13. TOTAL FEES FOR ALL SERVICES PAID BY THE LISTED ENTITY AND ITS SUBSIDIARIES, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR AND ALL ENTITIES IN THE NETWORK FIRM/ NETWORK ENTITY OF WHICH THE STATUTORY AUDITOR IS A PART:**

Details relating to fees paid to the Statutory Auditors are given in Notes to the Financial Statements.

- 14. DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company took all necessary measures to ensure a harassment free workplace and has instituted an Internal Complaints Committee for redressal of complaints and to prevent sexual harassment. No complaints relating to sexual harassment were received during the year.

- 15. NON – MANDATORY REQUIREMENTS :-**

**a. The Board:-**

The company has an Executive Chairman, the requirement regarding Non-Executive Chairman is not applicable to the company.

**b. Shareholders Rights:-**

As the quarterly financial performance are published in the newspapers and are also posted on the company's website, the same are not being sent to the each household of shareholders.

**c. Modified opinion(s) in audit report:-**

The company confirms that its financial statements are with unmodified audit opinion.

**d. Separate posts of Chairman and Chief Executive Officer:-**

The company has appointed Mr. Omprakash Garg as Chairman and Managing Director of the Company. Further, the company has not appointed Chief Executive Officer during the period under review.

**e. Reporting of Internal Auditors:-**

The Internal Auditors reports directly to the Audit Committee.



## DECLARATIONS

Compliance with the Code of Business Conduct and Ethics:

As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with Cupid Limited Code of Business Conduct and Ethics for the year ended March 31, 2020.

For Cupid Limited

Place: Ohio, USA  
Date: November 5, 2020

**Omprakash Garg**  
Chairman and Managing Director

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## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cupid Limited having CIN L25193MH1993PLC070846 and having registered office at A-68, M.I.D.C. (Malegaon), Sinnar, Nashik – 422113, Maharashtra (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31<sup>st</sup> March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**SHAILESH KACHALIA**

Practicing Company Secretary  
Proprietor

Membership No.: F1391 / CP No.: 3888  
UDIN:F001391B001158591  
Peer Review Cert. No.: 628/2019

Place: Mumbai  
Date: November 4, 2020



## CEO / CFO CERTIFICATION

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

- a. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2020 and that to the best of our knowledge and belief, we state that:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the listed entity’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Company’s code of conduct.
- c. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
  - i. significant changes, if any, in internal control over financial reporting during the year;
  - ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company’s internal control system over financial reporting.

**For Cupid Limited**

**Omprakash Garg**  
**Chairman and Managing Director**

Place: Ohio, USA  
Date: 5<sup>th</sup> November, 2020

**For Cupid Limited**

**Narendra M. Joshi**  
**Chief Financial Officer**

Place: Nashik  
Date: 5<sup>th</sup> November, 2020



**AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To,

The Members of Cupid Limited,

We have examined the compliance of conditions of Corporate Governance by **CUPID LIMITED** ("The Company"), for the year ended **31<sup>st</sup> March, 2020**, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**For Chaturvedi Sohan & Company  
Chartered Accountants**

**Rajiv Chauhan  
Partner**

**Membership No. : 143866**

**FRN: 118424W**

**UDIN: 20143866AAAAAY4414**

**Place: Mumbai**

**Date: 5<sup>th</sup> November, 2020**



## INDEPENDENT AUDITOR'S REPORT

### To The Members of Cupid Limited Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of Cupid Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principal generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 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 the matters described below to be the key audit matters to be communicated in our report.

#### Key Audit Matter

##### Allowances of Credit loss

The Company determines the allowances for credit losses based on historical loss experience adjusted to reflect current and estimated future economics condition. The Company considered current and anticipated future economics condition relating to industries the Company deal with and the countries where it operates. In calculating expected credit loss, the company has also considered credit report and other related credit information for its customers to estimates the probabilities of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID – 19

We identified allowances for credit loss as a key audit matter because the company exercise judgement in calculating expected credit loss.

##### Auditor Response

Principal Audit Procedures:

Our Audit procedures related to the allowances for credit losses for trade receivables included the following, among others.

We tested the effectiveness of control over (1) development of the methodology for allowances for credit losses, including consideration of the current and estimated future economics condition (2) completeness and accuracy of information used in the estimation of probability of default and (3) computation of allowances for credit losses.

For a sample of customer

We have tested the input data such as credit report and other credit related information used in estimating the probability of default by comparing them to external and internal source of information.

We tested the mathematical accuracy and computation of the allowances by using the same input data used by the Company.

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

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management discussion and Analysis, Boards reports including annexure to board report, Business responsibility report, Corporate Governance report and shareholder information but does not include the financial statements and our auditor's report thereon.
- Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

**Auditor's Responsibility for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

#### **Other Matter**

The "severe acute respiratory syndrome coronavirus 2 (SARS-CoV-2)", generally known as COVID-19, which was declared as a pandemic by the WHO on March 11, 2020, continues to spread across India and there is an unprecedented level of disruption on socioeconomic front across the country. Globally, countries and businesses are under lockdown. Considering the severe health hazard associated with COVID-19 pandemic, the Government of India declared a lock down effective from March 25, 2020, There is a high level of uncertainty about the duration of the lockdown and the time required for things to get normal. Due to lockdown our team was unable to visit client premises and plants locations regularly and most of the work done on the basis of mail communication, Scan copy documents and workings shared by company. The company has disclosed the impact of COVID-19 in Note no 37 of the annual financial result

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India, in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting. 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 year is in accordance with the provisions of section 197 of the Act.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirement of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanation given to us, the remuneration paid by the Company to its director during the year in accordance with the provision of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Company has disclosed the impact of pending litigations on its financial position in its financial statement.
  - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For Chaturvedi Sohan & co.  
Chartered Accountants  
FRN: 118424W**

**Devanand Chaturvedi  
Partner  
M No. 041898**

**Place: Mumbai**

**Date : 30<sup>th</sup> June, 2020**



**“Annexure A” to the Independent Auditor’s Report of even date on the Financial Statement of Cupid Limited Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31<sup>st</sup>, 2020:**

- 1) In respect of the Company Fixed Assets:
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of all fixed assets.
  - (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
  - (c) The title deeds of immovable properties (which are included under the Note 2 - ‘Property, plant and equipment’) are held in the name of the Company.
- 2) The Management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. The Company has complied with the provision of the section 186 of the Act in respect of Investment made or loan or guarantee or security provided to the parties covered under section 186 of the Act.
- 5) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- 6) In pursuant to the rules made by the Central Government of India the company is requested to maintain cost records as specified under section 148(1) of the act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not however made a detailed examination of the records with a view to determine whether they are accurate or complete.
- 7)
  - a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities.
  - b) According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable.
  - c) According to the information and explanation given to us, the dues in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) According to the records of the company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to any financial institution or bank or government.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.



- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For Chaturvedi Sohan & co.  
Chartered Accountants  
FRN: 118424W**

**Devanand Chaturvedi  
Partner  
M No. 041898**

**Place: Mumbai  
Date : 30<sup>th</sup> June, 2020**



## **“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of CUPID LIMITED**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2020 we have audited the internal financial controls over financial reporting of CUPID LIMITED. (“the Company”) which is a Company incorporated in India, as of that date.

#### **Management’s Responsibility 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 Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that;

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and



- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal 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.

**For Chaturvedi Sohan & co.  
Chartered Accountants  
FRN: 118424W**

**Devanand Chaturvedi  
Partner  
M No. 041898**

**Place: Mumbai  
Date : 30<sup>th</sup> June, 2020**



## Balance Sheet as at March 31, 2020

(₹ In Lacs)

Particulars	Notes	As at 31.03.2020	As at 31.03.2019
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	2	2,600.46	2,077.95
Capital Work In Progress		315.64	6.70
Intangible assets	3	4.99	6.22
Right of Use -Leased Assets		25.30	-
<b>Financial Non - Current Assets</b>			
Non Current Investments		-	-
Other financial assets	4	84.99	84.99
Other non-current assets	5	6.36	-
<b>Total Non - Current Assets</b>		<b>3,037.75</b>	<b>2,175.86</b>
<b>Current assets</b>			
Inventories	6	1,647.96	791.40
<b>Financial Current Assets</b>			
Trade receivables	7	4,189.12	2,278.51
Current Investments	8	2,121.87	2,217.56
Cash and cash equivalents	9	94.70	277.24
Bank balances other than cash & cash equivalents	10	3,588.83	605.45
Other financial assets	11	25.22	41.62
Other current assets	12	1,773.91	906.83
<b>Total Current Assets</b>		<b>13,441.60</b>	<b>7,118.61</b>
<b>Total Assets</b>		<b>16,479.36</b>	<b>9,294.47</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share capital	13	1,333.80	1,333.80
Other Equity	14	9,012.47	6,259.72
<b>Total Equity</b>		<b>10,346.27</b>	<b>7,593.52</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Deferred tax liabilities (net)	15	147.85	177.31
Provisions	16	63.04	31.68
Financial Liabilities			
Lease Liability		10.29	-
<b>Total Non Current Liabilities</b>		<b>221.19</b>	<b>208.99</b>
<b>Current liabilities</b>			
<b>Financial Current Liabilities</b>			
Current Borrowings	17	3,129.75	229.25
<b>Trade payables</b>			
i) Total Outstanding dues of Micro, Small and Medium Enterprises	18	449.75	249.85
ii) Total Outstanding dues of Vendors other than above		1,733.68	387.21
Other financial liabilities	19	203.12	435.24
Lease Liability		6.75	-
Other current liabilities	20	166.29	59.01
Income tax liabilities (Net)		222.56	131.40
<b>Total Current Liabilities</b>		<b>5,911.90</b>	<b>1,491.96</b>
<b>Total Equity and Liabilities</b>		<b>16,479.36</b>	<b>9,294.47</b>

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

**For Chaturvedi Sohan & Co**

Chartered Accountants  
Firm Registration No : 118424W

**For and on behalf of the Board**

**Devanand Chaturvedi**  
Partner  
Membership No. 041898

**Omprakash Garg**  
Chairman & Managing Director  
DIN No. : 00140756  
Place: Ohio, USA

**Pradeep Kumar Jain**  
Independent Director  
DIN No. : 01852819  
Place: Mumbai

**Place: Mumbai**  
**Date : 30th June, 2020**

**Narendra M. Joshi**  
Chief Financial Officer  
Place : Nashik

**Saurabh V. Karmase**  
Company Secretary  
Place : Nashik

**Statement of Profit and Loss for the period ended March 31, 2020**

(₹ In Lacs)

Particulars	Notes	As at 31.03.2020	As at 31.03.2019
<b>INCOME</b>			
Revenue from operations	21	16,125.05	8,546.69
Other income	22	339.49	247.12
<b>Total income</b>		<b>16,464.54</b>	<b>8,793.81</b>
<b>EXPENSES</b>			
Cost of materials consumed	23	4,994.80	3,682.23
Changes in inventories of finished goods, work in process and stock in trade	24	(757.75)	55.26
Employee benefits expense	25	874.08	720.00
Finance costs	26	52.85	10.73
Depreciation and amortisation expense	27	249.96	201.45
Other expenses	28	5,780.20	2,032.80
<b>Total expenses</b>		<b>11,194.13</b>	<b>6,702.47</b>
Profit / (Loss) before tax		5,270.41	2,091.34
Less : Tax expenses			
- Current tax		1,316.64	561.68
- Short /(excess) provision of earlier years		(9.37)	3.31
- Deferred tax		(20.92)	5.44
<b>Total tax expense</b>		<b>1,286.35</b>	<b>570.43</b>
<b>Profit / (loss) for the year</b>		<b>3,984.06</b>	<b>1,520.91</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of employee defined benefit obligation		(33.82)	(4.85)
Income tax relating to items that will not be reclassified to profit or loss		8.51	1.41
		<b>(25.31)</b>	<b>(3.44)</b>
<b>Total comprehensive income for the year</b>		<b>3,958.75</b>	<b>1,524.35</b>
<b>Earnings per equity share</b>	29		
Nominal value of share Rs.10 : Basic		29.87	11.40
: Diluted		29.87	11.40

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

**For Chaturvedi Sohan & Co**  
Chartered Accountants  
Firm Registration No : 118424W

**For and on behalf of the Board**

**Devanand Chaturvedi**  
Partner  
Membership No. 041898

**Omprakash Garg**  
Chairman & Managing Director  
DIN No. : 00140756  
Place: Ohio, USA

**Pradeep Kumar Jain**  
Independent Director  
DIN No. : 01852819  
Place: Mumbai

**Place: Mumbai**  
**Date : 30th June, 2020**

**Narendra M. Joshi**  
Chief Financial Officer  
Place : Nashik

**Saurabh V. Karmase**  
Company Secretary  
Place : Nashik



## Statement of Changes in Equity for the year ended 31st March 2020

(₹ In Lacs)

EQUITY SHARE CAPITAL :	Balance as at 1st April, 2019	Changes in equity share capital during the year	Balance as at 31st March,2020		
Paid up Capital (Refer Note 13)	1,333.80	-	1,333.80		
<b>OTHER EQUITY :</b>					
Particulars	Securities Premium Reserve	Capital reserves	Retained Earnings	Other Com- prehensive Income	Total
Balance as at April 1,2018	302.76	30.00	5,130.74	(10.02)	5,453.48
Profit/Loss for the year	-	-	1,520.91	-	1,520.91
Final Dividend Paid FY 2017 - 18	-	-	(277.88)	-	(277.88)
Dividend Tax Paid Final Dividend FY 2017-18	-	-	(57.13)	-	(57.13)
Interim Dividend Paid FY 2018 -19	-	-	(133.38)	-	(133.38)
Dividend Tax Paid on Interim Dividend FY 2018 -19	-	-	(27.42)	-	(27.42)
On Issue of Bonus shares during the year #	(222.30)	-	-	-	(222.30)
<u>Other Comprehensive Income :</u>					
Remeasurements of net defined benefit plans			-	3.44	3.44
<b>Balance as at 31st March,2019</b>	<b>80.46</b>	<b>30.00</b>	<b>6,155.84</b>	<b>(6.58)</b>	<b>6,259.72</b>
Profit/Loss for the year	-	-	3,984.06	-	3,984.06
Final Dividend Paid FY 2018 - 19	-	-	(400.14)	-	(400.14)
Dividend Tax Paid Final Dividend FY 2017-18	-	-	(82.27)	-	(82.27)
1st Interim Dividend Paid FY 2019 -20	-	-	(133.38)	-	(133.38)
Dividend Tax Paid on Interim Dividend FY 2019 -20	-	-	(27.42)	-	(27.42)
2nd Interim Dividend Paid FY 2019 -20	-	-	(466.83)	-	(466.83)
Dividend Tax Paid on Interim Dividend FY 2019 -20	-	-	(95.96)	-	(95.96)
<u>Other Comprehensive Income :</u>					
Remeasurements of net defined benefit plans	-	-	-	(25.31)	(25.31)
<b>Balance as at 31st March,2020</b>	<b>80.46</b>	<b>30.00</b>	<b>8,933.90</b>	<b>(31.89)</b>	<b>9,012.47</b>

“Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

# INR 222.30 Lacs had been used towards for the Issue of Bonus shares during the year FY 18-19.”

The accompanying notes are an integral part of these financial statements

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**For Chaturvedi Sohan & Co**

Chartered Accountants

Firm Registration No : 118424W

**For and on behalf of the Board**

**Devanand Chaturvedi**

Partner

Membership No. 041898

**Place: Mumbai**

**Date : 30th June, 2020**

**Omprakash Garg**

Chairman & Managing Director

DIN No. : 00140756

Place: Ohio, USA

**Narendra M. Joshi**

Chief Financial Officer

Place : Nashik

**Pradeep Kumar Jain**

Independent Director

DIN No. : 01852819

Place: Mumbai

**Saurabh V. Karmase**

Company Secretary

Place : Nashik



## Statement of Cash flows for the year ended March 31, 2020

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Operating activities</b>		
Net Profit/(Loss) before Tax	5,270.41	2,091.34
<b>Adjustments to reconcile profit before tax to net cash inflow from operating activities</b>		
Finance Cost	52.85	10.73
Depreciation	249.96	201.45
Unrealised Income on Mutual Fund	(108.12)	(100.14)
Interest Income	(180.91)	(53.80)
OCI	(25.31)	-
Loss/ (Profit) on sale of non-current investments	-	(12.51)
Expected Credit Loss	-	1.75
	<b>5,258.87</b>	<b>2,138.82</b>
<b>Working capital adjustments:-</b>		
(Increase) / Decrease in Inventories	(856.56)	(35.37)
(Increase) / Decrease in Other Loans and advances	16.40	40.71
(Increase) / Decrease in Other current assets	(873.44)	(75.04)
(Increase) / Decrease in Trade and other Receivables	(1,910.61)	(65.04)
Increase / (Decrease) in Provision	31.36	(30.20)
Increase / (Decrease) in Trade Payables	1,546.37	165.46
Increase / (Decrease) in Other Current Liabilities & Provisions	(46.10)	304.07
	<b>3,166.30</b>	<b>2,443.41</b>
Income taxes paid	(1,286.35)	(605.29)
<b>Net cash flow from operating activities</b>	<b>1,879.95</b>	<b>1,838.12</b>
<b>Investing activities</b>		
Purchase of property, plant and equipment	(1,105.48)	(662.54)
(Increase) / Decrease in fixed deposit	(2,983.38)	(482.20)
(Purchase)/Sale of Investments & Fair Value Changes	203.80	(299.71)
Interest Income	180.91	53.80
<b>Net cash flow used in investing activities</b>	<b>(3,704.14)</b>	<b>(1,390.65)</b>
<b>Financing activities</b>		
Dividend Paid	(1,206.00)	(495.81)
Short Term Borrowings	2,900.50	15.05
Interest paid	(52.85)	(10.73)
<b>Net cash flow from financing activities</b>	<b>1,641.65</b>	<b>(491.49)</b>
Increase in cash and cash equivalents	(182.54)	(44.02)
Cash and cash equivalents at the beginning of the year ( Note 9 )	277.24	321.26
Cash and cash equivalents at the end of the year ( Note 9 )	94.70	277.24

The accompanying notes are an integral part of these standalone financial statements

**Note :**

The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

As per our report of even date attached

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**For Chaturvedi Sohan & Co**

Chartered Accountants

Firm Registration No : 118424W

**For and on behalf of the Board**

**Devanand Chaturvedi**

Partner

Membership No. 041898

**Place: Mumbai**

**Date : 30th June, 2020**

**Omprakash Garg**

Chairman & Managing Director

DIN No. : 00140756

Place: Ohio, USA

**Narendra M. Joshi**

Chief Financial Officer

Place : Nashik

**Pradeep Kumar Jain**

Independent Director

DIN No. : 01852819

Place: Mumbai

**Saurabh V. Karmase**

Company Secretary

Place : Nashik



## Accompanying notes to the financial statements for the year ended 31st March 2020

### SIGNIFICANT ACCOUNTING POLICIES

#### I. Company Overview

Cupid Limited ('the Company') is a public company domiciled and incorporated in name of Cupid Rubber Limited in the state of Maharashtra on 17<sup>th</sup> February, 1993. The name was subsequently changed to Cupid Condom Limited with effect from 8th December, 2003 and further change to Cupid Limited with effect from 2<sup>nd</sup> January, 2006 as per permission affirmation by Central Government. The Company received the Certificate of Commencement of Business on 20<sup>th</sup> February, 1993.

The main object of Company on incorporation was to carry on business of dealing, marketing and manufacture of rubber contraceptives and allied prophylactic products. Later on main object of Company have been appended with obligatory permissions to entered into Diamonds, Gold, Silver and other allied precious products international or domestic trading/manufacturing/connected business segments.

#### II. Significant accounting policies:

##### i) Basis of Preparation and Presentation:

The Financial Statements are prepared in accordance with Indian Accounting Standards (IndAS) notified under Section 133 of the Companies Act, 2013 ("Act") read with Companies (Indian Accounting Standards) Rules, 2015; and the other relevant provisions of the Act and Rules thereunder.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The Financial Statements have been prepared under historical cost convention basis except for certain financial assets and financial liabilities measured at fair value

Authorisation of Financial Statements: The Financial Statements were authorized for issue in accordance with a resolution of the directors on 30th June 2020.

##### ii) Use of Estimates and Judgments:

The preparation of the financial statements of the Company in accordance with Indian Accounting Standards (Ind-AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and the accompanying disclosures along with contingent liabilities at the date of the financial statements. These estimates are based upon management's best knowledge of current events and actions; however uncertainty about these assumptions and estimates could result in outcomes that may require adjustment to the carrying amounts of assets or liabilities in future periods. Appropriate revisions in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions in estimates are recognized prospectively in the financial statements in the period in which the estimates are revised in any future periods affected.

##### iii) Fair Value Measurement:

The Company measures certain financial instruments at fair value at each reporting date.

Certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial asset and liabilities.

The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

##### iv) Revenue Recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment.



Revenue in respect of export sales is recognised on shipment of products.

Interest income is recognized using Effective Interest Rate (EIR) method.

Dividend Income on Investments is accounted for when the right to receive the payment is established.

**v) Inventories**

Inventories of Raw Materials, Finished Goods, Semi-Finished Goods, Accessories & Packing Materials are valued at cost or net realizable value, whichever is lower. Goods in transit are valued at cost or net realizable value, whichever is lower.

The cost of inventory of Raw material, Packing material, Accessories and stores and spares comprises of all cost of purchases, including non-refundable taxes,

Semi Finished Goods, Finished Goods and WIP comprise of conversion cost and other costs incurred in bringing the inventory to their present location and conditions. Cost is arrived at on Weighted Average basis.

**vi) Property, plant and equipment**

Property, plant and equipment are stated at cost, net of accumulated depreciation and/or accumulated impairment losses, if any.

Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company recognises such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied and the carrying amount of old part is written off. All other repair and maintenance costs are recognised in the statement of comprehensive income as incurred.

**vii) Intangible Assets**

Intangible assets acquired are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Intangible Assets are amortized on a systematic basis over its useful life on straight line basis and the amortization for each period will be recognized as an expense.

i) Computer Software is amortised on Straight Line Method over a period of three years.

**viii) Depreciation**

Depreciation on Plant, Property and Equipment has been provided on the Straight Line Method based on the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or disposition of the asset and the resultant gains or losses are recognized in the statement of profit and loss.

**ix) Borrowing costs**

Borrowing costs consist of interest and other costs incurred in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



Borrowing costs that are attributable to the acquisition or construction of qualifying assets (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use) are capitalized as a part of the cost of such assets. All other borrowing costs are charged to the Statement of Profit & Loss.

**x) Taxes on Income**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in the statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

**a) Current Income Tax**

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Current tax assets and liabilities are offset only if, the Company:

- has a legally enforceable right to set off the recognized amounts; and
- Intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**b) Deferred Income Tax**

Deferred tax is recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses and credits can be utilized.

Deferred tax assets and liabilities are offset only if:

- Entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- Deferred tax assets and the deferred tax liabilities relate to the income taxes levied by the same taxation authority.

**xi) Leases**

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

**xii) Financial Assets****a) Initial recognition and measurement**

All financial assets (not measured subsequently at fair value through profit or loss) are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

**b) Subsequent measurement**

Subsequent measurement is determined with reference to the classification of the respective financial assets. The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**(i) Debt instruments at amortised cost**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit & Loss. The losses arising from impairment are recognised in the Statement of Profit & Loss.

**(ii) Debt instruments at Fair value through Other Comprehensive Income (FVOCI)**

A 'debt instrument' is measured at the fair value through other comprehensive income if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, these assets are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognised in the Statement of Profit & Loss. Other net gains and losses are recognised in other comprehensive Income.

**(iii) Debt instruments at Fair value through profit or loss (FVTPL)**

Fair value through profit or loss is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVOCI, is classified as at FVTPL.

**(iv) Equity investments**

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

For equity instruments classified as FVOCI, all fair value changes on the instrument, excluding dividends, are recognized in other comprehensive income (OCI).



Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

**c) Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when.

The rights to receive cash flows from the asset have expired, or

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:

- The Company has transferred substantially all the risks and rewards of the asset, or
- The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On de-recognition, any gains or losses on all debt instruments and equity instruments (measured at FVTPL) are recognised in the Statement of Profit & Loss. Accumulated gains or losses on equity instruments measured at FVOCI are never reclassified to the Statement of Profit & Loss.

**d) Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies Expected Credit Loss ("ECL") model for measurement and recognition of impairment loss on the financial assets measured at amortised cost

Loss allowances on trade receivables are measured following the 'simplified approach' at an amount equal to the lifetime ECL at each reporting date. In respect of other financial assets measured at amortised cost, the loss allowance is measured at 12 month ECL for financial assets with low credit risk at the reporting date and there is a significant deterioration in the credit risk since initial recognition of the asset.

**xiii) Financial Liabilities**

**a) Initial recognition and measurement**

All financial liabilities are recognised initially at fair value net of transaction costs that are attributable to the respective liabilities.

**b) Subsequent measurement**

Subsequent measurement is determined with reference to the classification of the respective financial liabilities. The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss.

**(i) Financial Liabilities at fair value through profit or loss (FVTPL)**

A financial liability is classified as at fair value through profit or loss if it is classified as held-for-trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognised in Statement of Profit & Loss.

**(ii) Financial Liabilities measured at amortised cost**

After initial recognition, financial liabilities other than those which are classified as fair value through profit or loss are subsequently measured at amortised cost using the effective interest rate method ("EIR").

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit & Loss.

**c) Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an 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 recognised in the Statement of Profit & Loss.

**xiv) Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

**xv) Fair value of financial instruments**

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

**Fair value hierarchy:**

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

**xvi) Financial guarantees**

Financial guarantee contracts issued by the Corporation are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of the debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the fair value initially recognised less cumulative amortisation.

**xvii) Cash & Cash Equivalents**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**xviii) Employee Benefits****Short term employee benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized as an expense during the period. Benefits such as salaries and wages, etc. and the paid or expected cost of the incentives / miscellaneous welfare compensations / bonus / ex-gratia are recognised in the period in which the employee renders the related service.

**Long term employee benefits:****Defined Contribution plans:**

Company's periodical makes contribution to several vital funds and employee benefits insurances schemes its cost has been charged to the Statement of Profit and Loss of the year where such contributions to the respective funds are due or on accrual basis.

Such contribution are to the Employee's Provident fund Scheme, 1952 govern by regional provident funds commissioner, Maharashtra whereby Company's employee are obligation towards pension and retirement benefits are covered

**Defined benefit plans:**

Gratuity, which is a defined benefit plan, is accrued based on an independent actuarial valuation, which is done based on project unit credit method as at the balance sheet date. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. In accordance with Ind AS, re-measurement gains and losses on defined benefit plans recognised in OCI are not be to be subsequently reclassified to statement of profit and loss. As required under Ind AS compliant Schedule III, the Company transfers it immediately to retained earnings.

**xix) Events after Reporting date**

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

**xx) Foreign Currency Transactions:****a) Functional and Presentation Currency:**

The Financial Statements are presented in Indian rupees which is the functional currency for the Company. All amounts have been rounded off to the nearest lakh, unless otherwise indicated. Hence, the figures already reported for all the quarters during the year might not add up to the year figures reported in this statement.

**b) Transactions and Balances**

- Transactions denominated in foreign currency are normally accounted for at the exchange rate prevailing at the time of transaction.
- Monetary assets and Liabilities in foreign currency transactions remaining unsettled at the end of the year are translated at the year-end rates and the corresponding effect is given to the statement of profit and loss.
- Exchange differences' arising on account of fluctuations in the rate of exchange is recognized in the statement of Profit & Loss.



- Exchange rate difference arising on account of conversion/translation of liabilities incurred for acquisition of Fixed Assets is recognized in the Statement of Profit & Loss.
- Non-monetary items are reported at the exchange rate at the date of transaction.

**xxi) Impairment of Assets:**

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets with finite life may be impaired. If any such impairment exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

**xxii) Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Provisions are not discounted to present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

**xxiii) Contingent Liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the condensed standalone financial statements.

**xxiv) Earnings per Share**

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the period.

The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares

**xxv) Classification of Assets and Liabilities as Current and Non-Current:**

All assets and liabilities are classified as current or non-current as per the Corporation's normal operating cycle (determined at 12 months) and other criteria set out in Schedule III of the Act

**xxvi) Cash Flows**

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

**xxvii) Operating Segments**

Operating segments are reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM).

The Company has identified its Managing Director as CODM which assesses the operational performance and position of the Company and makes strategic decisions.



**Note 2 : Property, Plant and Equipment**  
**Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2019:** (₹ In Lacs)

Particulars	Land- Freehold	Building	Plant and machinaries	Electricals	Indegenious Equipment	Computers Equipments	Air conditioner	Office Equipments	Vehicle	Furniture & Fixtures	Total
Gross carrying value as of April 1, 2018	16.44	666.68	2,354.56	122.57	684.87	53.39	5.17	8.02	32.65	112.02	4,056.36
Additions	-	-	573.48	44.47	22.82	4.73	1.03	-	-	7.91	654.44
Deletions	-	-	-	-	-	-	-	-	-	-	-
<b>Gross carrying value as of March 31, 2019</b>	<b>16.44</b>	<b>666.68</b>	<b>2,928.04</b>	<b>167.04</b>	<b>707.69</b>	<b>58.12</b>	<b>6.20</b>	<b>8.02</b>	<b>32.65</b>	<b>119.93</b>	<b>4,710.80</b>
Accumulated depreciation as of April 1, 2018	-	271.92	1,512.16	114.72	402.29	40.26	3.44	4.23	9.46	77.79	2,436.26
Depreciation	-	21.00	105.05	3.56	46.13	9.77	0.30	1.28	3.10	6.39	196.58
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-	-	-
<b>Accumulated depreciation as of March 31, 2019</b>	<b>-</b>	<b>292.92</b>	<b>1,617.21</b>	<b>118.28</b>	<b>448.42</b>	<b>50.03</b>	<b>3.74</b>	<b>5.51</b>	<b>12.56</b>	<b>84.18</b>	<b>2,632.84</b>
<b>Carrying value as of March 31, 2019</b>	<b>16.44</b>	<b>373.76</b>	<b>1,310.83</b>	<b>48.76</b>	<b>259.27</b>	<b>8.09</b>	<b>2.46</b>	<b>2.51</b>	<b>20.09</b>	<b>35.75</b>	<b>2,077.95</b>

**Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2020:**

Particulars	Land- Freehold	Building	Plant and machinaries	Electricals	Indegenious Equipment	Computers Equipments	Air conditioner	Office Equipments	Vehicle	Furniture & Fixtures	Total
Gross carrying value as of April 1, 2019	16.44	666.68	2,928.04	167.04	707.69	58.12	6.20	8.02	32.65	119.93	4,710.80
Additions	-	330.51	320.90	-	112.74	7.38	-	0.16	-	-	771.69
Deletions	-	-	(5.31)	-	-	-	-	-	-	-	(5.31)
<b>Gross carrying value as of March 31, 2020</b>	<b>16.44</b>	<b>997.19</b>	<b>3,243.63</b>	<b>167.04</b>	<b>820.43</b>	<b>65.50</b>	<b>6.20</b>	<b>8.18</b>	<b>32.65</b>	<b>119.93</b>	<b>5,477.18</b>
Accumulated depreciation as of April 1, 2019	-	292.92	1,617.21	118.28	448.42	50.03	3.74	5.51	12.56	84.18	2,632.84
Depreciation	-	27.95	143.91	5.81	49.43	5.82	0.32	1.22	3.10	7.02	244.57
Accumulated depreciation on deletions	-	-	(0.69)	-	-	-	-	-	-	-	(0.69)
<b>Accumulated depreciation as of March 31, 2020</b>	<b>-</b>	<b>320.87</b>	<b>1,760.43</b>	<b>124.09</b>	<b>497.84</b>	<b>55.85</b>	<b>4.05</b>	<b>6.73</b>	<b>15.66</b>	<b>91.20</b>	<b>2,876.72</b>
<b>Carrying value as of March 31, 2020</b>	<b>16.44</b>	<b>676.32</b>	<b>1,483.20</b>	<b>42.95</b>	<b>322.59</b>	<b>9.65</b>	<b>2.14</b>	<b>1.45</b>	<b>16.99</b>	<b>28.73</b>	<b>2,600.46</b>

**Note 3 : Intangible assets**

Following are the changes in the carrying value of Intangible Assets for the year ended March 31, 2019:

	(₹ In Lacs)
<b>Particulars</b>	<b>Software</b>
Gross carrying value as of April 1, 2018	38.46
Additions	1.40
Deletion	-
<b>Gross carrying value as of March 31, 2018</b>	<b>39.86</b>
Accumulated amortization as of April 1, 2018	28.78
Depreciation for the year	4.86
Deletion	-
Accumulated amortization as of March 31, 2019	<b>33.64</b>
<b>Carrying value as of March 31, 2019</b>	<b>6.22</b>

Following are the changes in the carrying value of Intangible Assets for the year ended March 31, 2020:

<b>Particulars</b>	<b>Software</b>
Gross carrying value as of April 1, 2019	39.86
Additions	3.36
Deletion	-
<b>Gross carrying value as of March 31, 2020</b>	<b>43.22</b>
Accumulated amortization as of April 1, 2019	33.64
Depreciation for the year	4.59
Deletion	-
Accumulated amortization as of March 31, 2020	<b>38.23</b>
<b>Carrying value as of March 31, 2020</b>	<b>4.99</b>
<b>WIP</b>	
Building	<b>315.64</b>
<b>Right To Use Lease Assets</b>	
Lease Assets	<b>25.30</b>

The Company has adopted Ind AS 116 'Leases' effective April 1, 2019 and applied the Standard to its leases, pursuant to which it has reclassified its leased asset as Right-of-Use Assets. Further, additions include recognition of leasing arrangement towards Plant and Machinery as Right-of-use Assets of Rs. 26.78 lakh and a Lease Liability of Rs. 26.78 lakh as at April 1, 2019. The impact on the profit for the year is not material.

**Note 4 : Other financial assets**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
Security Deposit for Services	34.63	34.63
Security Deposite for Tender	50.36	50.36
	<b>84.99</b>	<b>84.99</b>

**Note 5 : Other non-current assets**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
Advances for Capital Goods	6.36	-
	<b>6.36</b>	<b>-</b>

**Note 6 : Inventories  
(Valued at lower of cost or Net Realisable Value)**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
Raw materials and components #	147.26	133.04
Fuel	8.32	4.45
Packing Material #	362.44	277.08
Stores and Spares	-	4.63
Work-In-Progress	-	3.79
Finished Goods	1,129.94	368.41
	<b>1,647.96</b>	<b>791.40</b>

# Includes Good in Transit

**Note 7 : Trade receivables**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
<b>Unsecured, Considered Good</b>		
More than 6 Months	485.80	181.78
Others	3,705.07	2,098.48
	<b>4,190.87</b>	<b>2,280.26</b>
<b>Unsecured, Considered Doubtful</b>	38.88	-
	<b>4,229.75</b>	<b>2,280.26</b>
<b>Less : Expected Credit Loss</b>	(40.63)	(1.75)
	<b>4,189.12</b>	<b>2,278.51</b>
<b>Current Portion of Trade Receivables</b>	<b>4,189.12</b>	<b>2,278.51</b>

**Note 8 : Current Investments**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
<b>Unquoted Investments</b>		
Investments in Mutual Funds at fair value through Profit and loss*		
1096217 Units of Aditya Birla Sun Life Medium term plan - Growth Mutual Fund	-	249.82
21275599 Units of HDFC Corporate Debt Opp	354.16	324.56
5165316 Units of Kotak Income Opportunities Fund	1,133.82	1,050.78
1123254 Units of Kotak Medium Term Fund	183.00	172.69
	<b>1,670.97</b>	<b>1,797.85</b>
<b>Other</b>		
Corporate Fixed Deposit	450.89	419.71
<b>Aggregate Value of Current Investments</b>	<b>2,121.87</b>	<b>2,217.56</b>

\* Represents lien marked against various funded and non-funded banking facilities .

**Note 9 : Cash and cash equivalents**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
Cash on Hand	7.91	5.42
<b>Balances with Banks in</b>		
-Rupees Current Accounts	33.96	5.69
-Foreign Currency Current Accounts	52.83	266.13
	<b>94.70</b>	<b>277.24</b>

**Note 10 : Bank balances other than cash & cash equivalents**

Particulars	(₹ In Lacs)	
	As at 31.03.2020	As at 31.03.2019
Fixed deposits with original maturity of more than 3 to 12 months #	3,475.51	530.03
<b>Earmarked balances with banks</b>		
Unpaid Dividend @	113.32	75.42
	<b>3,588.83</b>	<b>605.45</b>

# Include Interest accrued but not due on bank deposits and also includes bank deposit of Rs 3265.94 lacs (31.03.2019 INR 10.21 lacs) lien marked against various funded and non-funded banking facilities.

@ Excludes unclaimed / unpaid amount of demand draft debited to Dividend bank account


**Note 11 : Other financial assets  
(Unsecured, Considered Good)**

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
Advances recoverable in cash or kind or for the value to be received	25.22	41.62
	<b>25.22</b>	<b>41.62</b>

**Note 12 : Other current assets**

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
Balances with government authorities	1,637.10	876.30
Unamortised Portion of Rent	1.63	1.63
Advance to Supplier	73.58	1.75
Prepaid Expenses	35.11	18.90
Others	26.48	8.25
	<b>1,773.91</b>	<b>906.83</b>

**Note 13 : Equity Share capital**

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Authorised</b>		
160.00 Lakhs Equity Shares of ₹10 each	1,600.00	1,600.00
<b>Issued, Subscribed and Fully Paid Up</b>		
133.38 Lakhs (31.03.2019 : 133.38 Lakhs) Equity Shares of ₹10 each fully paid up.	1,333.80	1,333.80
	<b>1,333.80</b>	<b>1,333.80</b>

a) Reconciliation of shares outstanding at the beginning and at the end of the period

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. in lakhs	₹ In lakhs	No. in lakhs	₹ In lakhs
<b>Equity Shares</b>				
At the beginning of the year	133.38	1,333.80	111.15	1,111.50
Issued during the year #	-	-	22.23	222.30
<b>Outstanding at the end of the year</b>	<b>133.38</b>	<b>1,333.80</b>	<b>133.38</b>	<b>1,333.80</b>

# During the year FY 18-19 Company has allotted 22.23 Lacs Equity share of ₹ 10 each by way of bonus shares in ratio 1 : 5 to equity shareholder of the Company.

b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

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



c) Details of Shareholders holding more than 5% shares in the company:

Particulars	As at 31.03.2020		As at 31.03.2019	
	No.	% holding	No.	% holding
Veena Garg	5,953,800	44.64	5,953,800	44.64

**Note 14 : Other Equity**

(₹ In Lacs)

Particulars	Reserves and Surplus				Total
	Securities Premium Reserve	Capital Reserve	Retained Earnings	Other Comprehensive Income	
Balance as at April 1,2018	302.76	30.00	5,130.74	(10.02)	5,453.48
Profit/ Loss for the year	-	-	1,520.91	-	1,520.91
Final Dividend Paid FY 2017 - 18	-	-	(277.88)	-	(277.88)
Dividend Tax Paid Final Dividend FY 2017-18	-	-	(57.13)	-	(57.13)
Interim Dividend Paid FY 2018 -19	-	-	(133.38)	-	(133.38)
Dividend Tax Paid on Interim Dividend FY 2018 -19	-	-	(27.42)	-	(27.42)
On Issue of Bonus shares during the year #	(222.30)	-	-	-	(222.30)
<b>Other Comprehensive Income :</b>					-
Remeasurements of net defined benefit plans	-	-	-	3.44	3.44
<b>Balance as at 31st March,2019</b>	<b>80.46</b>	<b>30.00</b>	<b>6,155.84</b>	<b>(6.58)</b>	<b>6,259.72</b>
Profit/ Loss for the year	-	-	3,984.06	-	3,984.06
Final Dividend Paid FY 2018 - 19	-	-	(400.14)	-	(400.14)
Dividend Tax Paid Final Dividend FY 2017-18	-	-	(82.27)	-	(82.27)
1st Interim Dividend Paid FY 2019 -20	-	-	(133.38)	-	(133.38)
Dividend Tax Paid on Interim Dividend FY 2019 -20	-	-	(27.42)	-	(27.42)
2nd Interim Dividend Paid FY 2019 -20	-	-	(466.83)	-	(466.83)
Dividend Tax Paid on Interim Dividend FY 2019 -20	-	-	(95.96)	-	(95.96)
<b>Other Comprehensive Income :</b>					
Remeasurements of net defined benefit plans	-	-	-	(25.31)	(25.31)
<b>Balance as at 31st March,2020</b>	<b>80.46</b>	<b>30.00</b>	<b>8,933.90</b>	<b>(31.89)</b>	<b>9,012.47</b>

**Nature and Purpose of Reserves**

**Securities Premium Reserve**

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

# INR 222.30 Lacs had been used towards for the Issue of Bonus shares during the year FY 18-19 .



### Capital Reserve

Capital reserve will be utilised in accordance with provision of the Act.

### Retained Earnings

Retained Earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders

### Non Current Liabilities

#### Note 15 : Deferred tax liabilities (net)

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Deferred Tax Liabilities</b>		
Excess of net block of fixed assets as per books of accounts over net block for tax purpose	186.73	204.45
<b>Deferred Tax Assets</b>		
Provision for Expenses	25.47	22.25
Remeasurements of net defined benefit plans	13.40	4.89
<b>Net Deferred Tax liability (a-b)</b>	<b>147.85</b>	<b>177.31</b>
<b>Deferred Tax Charge/(Credit) for the year</b>	<b>(29.46)</b>	<b>6.87</b>

#### Note 16 : Provisions

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
Leave Encashment	33.62	34.12
Gratuity payable / ( Excess provided as per Valuation report )	29.42	(2.44)
	<b>63.04</b>	<b>31.68</b>

#### Note 17 : Current Borrowings

(₹ In Lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
Working capital loans from banks		
Secured	-	-
Working Capital Assistance Loan from Banks #	1.24	229.25
Working Capital in Foreign Currency for Pre and Post Shipment	3,128.51	-
	<b>3,129.75</b>	<b>229.25</b>

### Notes on BORROWING

# Rate of interest is 7.75 % p.a. on Cash Credit Loan which is 6 months MCLR rate. The same is secured against the Mutual funds.

# Rate of interest is 0.50 % p.a. on higher than the interest credited on fixed deposited on Cash Credit Loan which is secured against Fixed Deposited.

\* WC loan in foreign currency for pre and post shipment is lien to LIBOR plus spread as per sanction terms.

**Note 18 : Trade payables****(₹ In Lacs)**

<b>Particulars</b>	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
Current		
Trade payables		
i) Total Outstanding dues of Micro, Small and Medium Enterprises	449.75	249.85
ii) Total Outstanding dues of Vendors other than above	1,733.68	387.21
	<b>2,183.43</b>	<b>637.06</b>

**Note 19 : Other financial liabilities****(₹ In Lacs)**

<b>Particulars</b>	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
Employee benefit expenses payable	48.71	42.34
Unpaid Dividend Account	113.32	75.42
Other	41.09	317.48
Lease Liability	17.03	-
	<b>203.12</b>	<b>435.24</b>

**Note 20 : Other current liabilities****(₹ In Lacs)**

<b>Particulars</b>	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
Statutory Liabilities	77.99	36.96
Advance from customers (In foreign Currency)	81.42	2.78
Advance from customers	6.88	19.27
	<b>166.29</b>	<b>59.01</b>

**Note 21 : Revenue from operations****(₹ In Lacs)**

<b>Particulars</b>	<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
<b>Revenue from operations</b>		
Sale of products (Net of sale return and discounts)	15,397.38	8,243.58
<b>Other operating revenue</b>		
Export benefits & duty drawback incentives	549.54	285.24
Gain on foreign exchange fluctuations (net)	178.13	17.87
	<b>16,125.05</b>	<b>8,546.69</b>

**Note 22 : Other income****(₹ In Lacs)**

<b>Particulars</b>	<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
<b>Interest income on</b>		
Bank deposits	176.43	48.94
Loans & Advances	2.54	2.66
Others	1.94	2.21
Miscellaneous income	20.61	80.01
Short term capital gain on mutual fund	20.05	12.51
Interest Income on financial assets at amortised cost	-	0.66
Unrealised Income on Mutual Fund	108.12	100.14
Leased Rent from Commercial Property	9.80	-
	<b>339.49</b>	<b>247.12</b>

**Note 23 : Cost of materials consumed****(₹ In Lacs)**

<b>Particulars</b>	<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
<b>Raw Materials</b>		
Opening stocks	133.04	132.56
Add : Purchases	2,064.15	1,557.02
	<b>2,197.18</b>	<b>1,689.58</b>
Less : Goods In Transit	-	37.48
Less : Closing stocks	147.26	95.56
<b>Total (a)</b>	<b>2,049.92</b>	<b>1,556.54</b>
<b>Furnance Oil</b>		
Opening Stocks	4.45	3.16
Add : Purchases	80.42	89.83
	<b>84.87</b>	<b>92.99</b>
Less : Closing Stocks	8.32	4.45
<b>Total (b)</b>	<b>76.55</b>	<b>88.54</b>
<b>Packing Material</b>		
Opening Stocks	277.09	190.40
Add : Purchases	2,061.81	1,492.73
	<b>2,338.90</b>	<b>1,683.13</b>
Less : Goods In Transit	-	18.42
Less : Closing stocks	362.44	258.67
<b>Total (c)</b>	<b>1,976.46</b>	<b>1,406.04</b>

**Stores and Consumables**

Opening Stocks	4.63	2.46
Add : Purchases	463.65	250.63
	<b>468.28</b>	<b>253.09</b>
Less : Closing stocks	-	4.63
Total (d)	468.28	248.46
Purchase of Semi-finished Goods / Finised Goods ( e )	339.18	271.17
Less: Taxes / Excise duty refund on Purchase ( f )	-	-
Taxes refund / GST taxes Expense Out ( NET ) ( g )	84.41	111.48
	<b>4,994.80</b>	<b>3,682.23</b>

**Note 24 : Changes in inventories of finished goods, work in process and stock in trade**

(₹ In Lacs)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
<b>Opening Stocks</b>		
- Work in Process	3.79	3.26
- Finished Goods	368.41	424.19
	<b>372.19</b>	<b>427.45</b>
<b>Less : Closing Stocks</b>		
- Work in Process	-	3.79
- Finished Goods	1,129.94	368.41
	<b>1,129.94</b>	<b>372.19</b>
	<b>(757.75)</b>	<b>55.26</b>

**Note 25 : Employee benefits expense**

(₹ In Lacs)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Salaries, wages & bonus	594.54	524.65
Directors' remuneration	162.73	100.64
Directors Sitting Fees	18.00	17.25
Contribution to provident & other funds	43.71	37.09
Contribution to Other funds	3.23	3.48
Workmen & staff welfare	44.40	36.89
Leave eanchment	7.47	-
	<b>874.08</b>	<b>720.00</b>

**Note 26 : Finance costs****(₹ In Lacs)**

<b>Particulars</b>	<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
Interest expense	49.37	6.88
Bank Charges	2.95	3.85
Lease Interest Expenses	0.53	-
	<b>52.85</b>	<b>10.73</b>

**Note 27 : Depreciation and amortisation expense****(₹ In Lacs)**

<b>Particulars</b>	<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
Depreciation of Property, Plant & Equipment	243.88	196.58
Depreciation on Intangible Properties	4.59	4.86
Depreciation on Leased Assets	1.49	-
	<b>249.96</b>	<b>201.44</b>

**Note 28 : Other expenses****(₹ In Lacs)**

<b>Particulars</b>	<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
Freight & Transport	33.18	35.95
Packing Handling	329.73	290.58
Power and Fuel	614.82	438.83
Inspection and Testing Charges	20.97	50.64
Water Charges	18.29	6.77
<b>Repairs and maintenance</b>		
- Building	28.19	33.08
- Plant and machinery	51.49	44.20
- Others	80.90	53.52
<b>Administration Expenses</b>		
Travelling & conveyance	60.78	49.01
Rates, Taxes and Insurance	44.15	35.86
Rent Expenses	11.71	26.40
Printing & stationery	15.30	13.86
Computer Maintenance	10.09	4.81
Professional Charges	155.44	87.07
Commission on Sales	705.11	113.02
Provision for Expenses	-	285.43
Provision for ECL	38.88	1.75



Trade Expenses	2,783.49	-
Bad Debts	4.75	8.31
Membership Subscription	31.84	-
GST Expenses	104.97	-
Auditors' remuneration	2.50	2.80
Postage and Telephone charges	19.73	26.12
Security Charges	13.27	11.49
Advertisement & sales promotion expenses	14.92	28.84
Product Registration Fees	81.03	32.67
Clearing, Freight and Transportation	388.88	280.34
Selling & Distribution Expenses	-	4.98
Corporate Social Responsibility	35.62	22.79
Miscellaneous expenses	80.17	43.68
	<b>5,780.20</b>	<b>2,032.80</b>

#### Payments to Auditor

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Audit fees	2.00	2.00
Tax Audit	0.50	0.50
Others	-	0.30
	<b>2.50</b>	<b>2.80</b>

#### Note 29 : Earnings per equity share

In accordance with Indian Accounting Standard 33 - Earning Per Share, the computation of earning per share is set below:

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
i) Weighted average number of Equity Shares of ₹ 10 each		
a) Number of shares at the beginning of the year	133.38	111.15
b) Number of shares at the end of the period #	133.38	133.38
c) Weighted average number of shares outstanding during the year	133.38	133.38
ii) Net Profit after tax available for equity shareholders	3,984.06	1,520.91
iii) Basic Earning Per Share	29.87	11.40
iv) Diluted Earning Per Share	29.87	11.40
v) Adjusted Earning Per Share (After Bonus Share Effect) #	29.87	11.40

**Note:**

The Company does not have any dilutive potential equity shares. Consequently the basic and diluted earning per share of the Company remain the same.

#During the year FY 18-19 Company has allotted 22.23 Lacs Equity share of ₹ 10 each by way of bonus shares in ratio 1 : 5 to equity shareholder of the Company.

**Note 30 : Contingent Liabilities****(₹ In Lacs)**

<b>Contingent Liabilities not provided for :</b>	<b>2019-2020</b>	<b>2018-19</b>
A) Guarantee given by Banks on behalf of the Company	198.14	306.12
B) Estimated amount of contracts remaining to be executed on capital account	21.00	-

**Note 31 :Income Tax Expenses****(₹ In Lacs)**

<b>Income tax expense</b>	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
A. Amounts recognised in statement of profit and loss		
<b>Current tax</b>		
Current year	1,316.64	561.68
Short /(excess) provision of earlier years	(9.37)	3.31
<b>Deferred tax</b>		
Attributable to—		
Origination and reversal of temporary differences	(20.92)	5.44
	<b>1,286.35</b>	<b>570.43</b>

**(₹ in lacs)**

<b>B. Reconciliation of elective tax rate</b>	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
<b>Profit before tax</b>	5,270.41	2,091.34
Tax at the Indian tax rate of 25.168%% (previous year 29.12%)*	1,326.46	609.00
Effect of expenses that are not deductible in determining taxable profit	9.11	6.78
Tax Impact of income not subject to tax	(27.21)	(29.16)
Effect of Different tax rate	(1.61)	(1.46)
Adjustment of Current Tax of Prior Period	(9.37)	3.31
Others	(11.03)	(18.04)
Income tax expenses recognised in statement of profit and loss	<b>1,286.35</b>	<b>570.43</b>

\* The tax rate used for the current year reconciliation above is the corporate tax rate of 25.168% (previous year 29.12%) payable by corporate entities in India on taxable profits under the Indian tax law.



(₹ in lacs)

C. Income tax recognised in other comprehensive income	As at 31.03.2020	As at 31.03.2019
Remeasurement of defined benefit liability (asset)	(33.82)	(4.85)
Bifurcation of the income tax recognised in other comprehensive income Items that will not be reclassified to profit or loss - Income tax on Remeasurement of defined benefit liability (Asset)	8.51	1.41

**Note 32 : Segment Reporting**

- (i) Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (“CODM”) of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director Officer of the Company. The Company primarily operates in the Business of “Manufacturing of Contraceptives and other products mainly i.e. Jelly & Hand sanitizer”, However other products did not contributed significant revenue during the year. Hence does not have any reportable Segments as per Ind AS 108 “Operating Segments”.
- (ii) The amount of the company's total revenue including from external customers, Outside India is broken down by each product and service is as shown in the table below :-

Revenue from customers :-	(₹ In Lacs)	
Nature of product or service	2019-20	2018-19
a. Male Condoms	6,037.81	4,857.55
b. Female Condoms	9,152.63	3,316.89
c. Jelly	203.82	57.51
d. Other	3.12	11.64
<b>Total</b>	<b>15,397.38</b>	<b>8,243.58</b>

- (iii) A total of external customers contribute more than 10% of company's total revenue. The amount of the company's revenue from external customers broken down into revenue from single territory / country is as shown in the table below -

Information about major customer :-	(₹ In Lacs)	
Location of Customer (Export)	2019-20	2018-19
(i) Brazil	8,435.52	-
(ii) South Africa	1,803.02	2,746.03
(iii) Tanzania	-	855.56
(iv) Zambia	-	711.11
<b>Total Revenue</b>	<b>10,238.54</b>	<b>4,312.70</b>



### Note 33 : Disclosures on Related party transactions

List of Related Parties and Relationships:

#### a) Key Management Personnel / Promoter Directors

Name of related party	Relation
Mr. Omprakash Garg	Chairman & MD, KMP
Mrs. Veena Garg	Non Executive Director & Spouse of Om Prakash Garg
Mr. Pradeep Kumar Jain	Non Executive Director- Independent director
Mr. Jandhyala L. Sharma	Non Executive Director- Independent director
Mr. Saurabh V. Karmase	Company Secretary and Compliance Officer
Mr. Narendra Joshi	Chief Financial Officer
Mr. Durgesh Garg	Nephew of Omprakash Garg
Mr. Pawan Bansal	Nephew of Omprakash Garg

#### b) Transaction with Key managerial Personnel and Related Parties

(₹ in lacs)

Particulars	Details	Year ended 31.03.2020	Year ended 31.03.2019
Mr. Omprakash Garg#	Director Remuneration	68.05	68.05
Mr. Omprakash Garg#	Commission	102.73	40.64
Mr. Pradeep Kumar Jain	Sitting Fees	6.75	6.55
Mr. Jandhyala L. Sharma	Sitting Fees	6.45	5.55
Mrs. Veena Garg	Sitting Fees	4.80	5.20
Mr. Durgesh Garg #	Salary	26.36	22.12
	Advance against Salary	16.20	5.00
Mr. Pawan Bansal#	Salary	17.15	15.54
	Advance against Salary	3.00	-
Mr. Saurabh V. Karmase#	Salary	10.00	8.59
Mr. Narendra Joshi #	Salary	8.13	6.87

#### c) Closing balances with Key managerial Personnel and Related Parties

(₹ in lacs)

Particulars	Details	Year ended 31.03.2020	Year ended 31.03.2019
Mr. Omprakash Garg#	Payables	67.82	26.24
Mr. Durgesh Garg #	Receivable	15.66	-
Mr. Pawan Bansal #	Receivable	1.25	-

# Includes Gross salary and others.

Note: Related Parties are as disclosed by the Management and relied upon by the auditors.

**Note 34 : Employee benefit expenses****Post Employment Benefit Plans:  
Defined Contribution Scheme****(₹ in lacs)**

<b>Amount recognised in the Statement of Profit and Loss</b>	<b>2019-20</b>	<b>2018-19</b>
Contribution to Provident fund and others	43.71	37.09

**Defined Benefit Plans**

The Company has the following Defined Benefit Plans:

**Gratuity:** In accordance with the applicable laws, the Company provides for gratuity, a defined benefit retirement plan ("The Gratuity Plan") covering eligible employees. The Gratuity Plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment), death, incapacitation or termination of employment that are based on last drawn salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation on the reporting date and the Company makes annual contribution to the gratuity fund administered by life Insurance Companies under their respective Group Gratuity Schemes.

The disclosure in respect of the defined Gratuity Plan are given below:

**(₹ in lacs)**

<b>Particulars</b>	<b>Defined Benefit Plans</b>	
	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
Present value of funded obligations	133.63	98.05
Fair Value of plan assets	103.50	100.49
<b>Net (Asset)/Liability recognised</b>	<b>30.14</b>	<b>(2.44)</b>

**Movements in plan assets and plan liabilities****(₹ in lacs)**

<b>Particulars</b>	<b>Present value of obligations</b>	<b>Fair Value of plan assets</b>
As at 1st April 2019	98.05	100.49
Current service cost	7.54	-
Past service cost	-	-
Interest Cost/(Income)	7.27	7.78
Return on plan assets excluding amounts included in net finance income	-	(7.40)
Actuarial (gain)/loss arising from changes in financial assumptions	9.27	-
Actuarial (gain)/loss arising from experience adjustments	17.16	-
Employer contributions	-	8.29
Benefit payments	(5.66)	(5.66)
<b>As at 31st March 2020</b>	<b>133.63</b>	<b>103.50</b>



## Statement of Profit and Loss

(₹ in lacs)

## Employee benefit expenses :

2019-20

Current Service cost	7.54
Past service cost	-
Interest cost/ (Income)	(0.50)
Expected return on Plan Assets	-
Total amount recognised in Statement of P&L	7.03
Remeasurement of the net defined benefit liability :	
Return on plan assets excluding amounts included in net finance income/(cost)	7.40
Actuarial Gain/loss recognised for asset limit affect	26.43
<b>Total amount recognised in Other Comprehensive Income</b>	<b>33.82</b>

## Investment pattern for Fund as on

Category of Asset	As at	As at
	31.03.2020	31.03.2019
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Policy of insurance/Insurer Managed funds	100%	100%
Bank Balance	0%	0%
Other Investments	0%	0%
<b>Total</b>	<b>100%</b>	<b>100%</b>

## Assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

Financial Assumptions	As at	As at
	31.03.2020	31.03.2019
Discount rate	6.80%	7.64%
Salary growth rate	3.00%	3.00%
Expected Rate of Return	4.00%	4.00%
Employee Attrition Rate	Age: 0 to 60 : 1%	Age: 0 to 60 : 1%

**Demographic Assumptions**

Mortality in service : Indian Assured Lives Mortality (2006-08)

**Sensitivity**

The sensitivity of the overall plan liabilities to changes in the weighted key assumptions are:

Particulars	(₹ in lacs)	
	As at 31.03.2020	Increase/ Decrease in liability
<u>Discount rate varied by 1%</u>		
1.00%		122.71
-1.00%		146.11
<u>Salary growth rate varied by 1%</u>		
1.00%		145.40
-1.00%		123.17

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

The expected future cash flows as at 31st March 2020 were as follows:

(₹ in lacs)

Expected contribution	Cashflow
<b>Projected benefits payable in future years from the date of reporting</b>	
2021	5.37
2022	4.38
2023	3.16
2024	22.42
2025	12.36
2026-2030	58.33



(Rs. In Lacs)

Financial Asset & Liabilities as at 31st March 2020	Non Current	Current	Total	Routed through Profit & Loss				Routed through OCI	Carried at Amortised Cost	Total Amount
				Level 1	Level 2	Level 3	Total			
<b>Financial assets</b>										
<b>Investments</b>										
- Mutual funds	-	1,670.97	1,670.97	1,670.97	-	-	1,670.97	-	-	1,670.97
- Corporate Deposit	-	450.89	450.89	-	-	-	-	-	450.89	450.89
	-	<b>2,121.87</b>	<b>2,121.87</b>	<b>1,670.97</b>	-	-	<b>1,670.97</b>	-	<b>450.89</b>	<b>2,121.87</b>
<b>Other Assets</b>										
Security Deposits	84.99	-	84.99	-	-	-	-	-	84.99	84.99
Trade receivables	-	4,189.12	4,189.12	-	-	-	-	-	4,189.12	4,189.12
Cash and cash equivalents	-	94.70	94.70	-	-	-	-	-	94.70	94.70
Bank balances other than cash & cash equivalents	-	3,588.83	3,588.83	-	-	-	-	-	3,588.83	3,588.83
Other Advances	-	25.22	25.22	-	-	-	-	-	25.22	25.22
	<b>84.99</b>	<b>10,019.73</b>	<b>10,104.72</b>	<b>1,670.97</b>	-	-	<b>1,670.97</b>	-	<b>8,433.75</b>	<b>10,104.72</b>
<b>Financial liabilities</b>										
Lease liability	10.29	6.75	17.04	-	-	-	-	-	17.04	
Borrowings	-	3,129.75	3,129.75	-	-	-	-	-	3,129.75	3,129.75
Other Financial Liabilities	-	203.12	203.12	-	-	-	-	-	203.12	203.12
Trade Payables	-	2,183.43	2,183.43	-	-	-	-	-	2,183.43	2,183.43
	<b>10.29</b>	<b>5,523.05</b>	<b>5,533.34</b>	-	-	-	-	-	<b>5,533.34</b>	<b>5,516.30</b>

Financial Asset & Liabilities as at 31st March 2019	Non Current	Current	Total	Routed through Profit & Loss				Routed through OCI	Carried at Amortised Cost	Total Amount
				Level 1	Level 2	Level 3	Total			
<b>Financial assets</b>										
<b>Investments</b>										
- Mutual funds	-	1,797.85	1,797.85	1,797.85	-	-	1,797.85	-	-	1,797.85
- Corporate Deposit	-	419.71	419.71	-	-	-	-	-	419.71	419.71
	-	<b>2,217.56</b>	<b>2,217.56</b>	<b>1,797.85</b>	-	-	<b>1,797.85</b>	-	<b>419.71</b>	<b>2,217.56</b>
<b>Other Assets</b>										
Security Deposits	84.99	-	84.99	-	-	-	-	-	84.99	84.99
Trade receivables	-	2,278.51	2,278.51	-	-	-	-	-	2,278.51	2,278.51
Cash and cash equivalents	-	277.24	277.24	-	-	-	-	-	277.24	277.24
Bank balances other than cash & cash equivalents	-	605.45	605.45	-	-	-	-	-	605.45	605.45
Other Advances	-	41.62	41.62	-	-	-	-	-	41.62	41.62
	<b>84.99</b>	<b>5,420.38</b>	<b>5,505.37</b>	<b>1,797.85</b>	-	-	<b>1,797.85</b>	-	<b>3,707.52</b>	<b>5,505.37</b>
<b>Financial liabilities</b>										
Lease Liabilities	-	-	-	-	-	-	-	-	-	-
Borrowings	-	229.25	229.25	-	-	-	-	-	229.25	229.25
Other Financial Liabilities	-	435.24	435.24	-	-	-	-	-	435.24	435.24
Trade Payables	-	637.06	637.06	-	-	-	-	-	637.06	637.06
	-	<b>1,301.55</b>	<b>1,301.55</b>	-	-	-	-	-	<b>1,301.55</b>	<b>1,301.55</b>

**Note 35 : Financial instruments – Fair values and risk management (continued)****B. Measurement of fair values**

Valuation techniques and significant unobservable inputs

The Fair Value of the Financial Assets & Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, for financial instruments measured at fair value in the statement of financial position, as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique
Non current financial assets and liabilities measured at amortised cost	Discounted cash flows: The valuation model considers the present value of expected receipt/payment discounted using appropriate discounting rates.

**Market risk**

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

**Currency risk**

The Company is exposed to currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in U.S. dollars. The USD exchange rate has changed substantially in recent periods and may continue to fluctuate substantially in the future. The Company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The Company has put in place a Financial Risk Management Policy to Identify the most effective and efficient ways of managing the currency risks.

**Exposure to currency risk**

The currency profile of financial assets and financial liabilities as at March 31, 2020 and March 31, 2019.

(Foreign Currency in lacs)

31st March, 2020	USD	In Rs
<b>Financial assets</b>		
Trade receivables	50.29	3,790.81
Cash and Cash Equivalent	0.70	52.83
<b>Net exposure for assets</b>	<b>50.99</b>	<b>3,843.63</b>
<b>Financial liabilities</b>		
Advance from Debtors	1.08	81.42
Trade Payable	18.55	1,398.73
Foreign Currency Borrowings (Including Current Maturities)	41.50	3,128.51
Net exposure for liabilities	61.13	4,608.66
<b>Net exposure (Assets - Liabilities)</b>	<b>(10.15)</b>	<b>(765.03)</b>



31st March 2019	USD	INR
<b>Financial assets</b>		
Trade receivables	29.61	2,048.26
Cash and Cash Equivalents	3.85	266.13
<b>Net exposure for assets</b>	<b>33.46</b>	<b>2,314.39</b>
<b>Financial liabilities</b>		
Advance from Debtors	0.04	2.78
Trade Payable	0.66	45.62
Foreign Currency Borrowings (Including Current Maturities)	-	-
<b>Net exposure for liabilities</b>	<b>0.70</b>	<b>48.40</b>
<b>Net exposure (Assets - Liabilities)</b>	<b>32.76</b>	<b>2,265.99</b>

### Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against US dollars at 31st March would have affected the measurement of financial instruments denominated in US dollars and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. In cases where the related foreign exchange fluctuation is capitalised to fixed assets or recognised directly in reserves, the impact indicated below may affect the Company's income statement over the remaining life of the related fixed assets or the remaining tenure of the borrowing respectively.

(₹ in lacs)

Effect in INR (before tax)	Profit or loss	
	Strengthening	Weakening
<b>For the year ended 31st March, 2020</b>		
5% movement		
USD	(38.25)	38.25
	<b>(38.25)</b>	<b>38.25</b>
<b>Effect in INR (before tax)</b>	<b>Profit or loss</b>	<b>Weakening</b>
	<b>Strengthening</b>	
<b>For the year ended 31st March, 2019</b>		
5% movement		
USD	113.30	(113.30)
	<b>113.30</b>	<b>(113.30)</b>

### (b) Particulars of hedged and unhedged foreign currency exposures as at the reporting date

As at 31st March 2020	(Foreign Currency in lacs)	
Particulars	USD	INR
Trade Receivables	50.29	3,790.81
Cash and Cash Equivalents	0.70	52.83
Less : Foreign currency forward contracts (Sell)	9.73	733.31
Unhedged Receivable	<b>41.26</b>	<b>3,110.33</b>



Advance from Debtors	1.08	81.42
Trade Payable	18.55	1398.73
Foreign Currency Borrowings (Including Current Maturities)	41.50	3128.51
Less : Foreign currency forward contracts (Buy)	-	-
<b>Unhedged Payable</b>	<b>61.13</b>	<b>4,608.66</b>

<b>As at 31st March 2019</b>	<b>(Foreign Currency in lacs)</b>	
<b>Particulars</b>	<b>USD</b>	<b>INR</b>
Trade Receivables	29.61	2,048.26
Cash and Cash Equivelent	3.85	266.13
Less : Foreign currency forward contracts (Sell)	3.00	194.52
<b>Unhedged Receivable</b>	<b>30.46</b>	<b>2,119.87</b>
Advance from Debtors	0.04	2.78
Trade Payable	0.66	45.62
Foreign Currency Borrowings (Including Current Maturities)	-	-
Less : Foreign currency forward contracts (Buy)	-	-
<b>Unhedged Payable</b>	<b>0.70</b>	<b>48.40</b>

#### 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 is exposed to interest rate risk through the impact of rate changes on interest-bearing liabilities and assets. The Company manages its interest rate risk by monitoring the movements in the market interest rates closely.

#### Exposure to interest rate risk

Company's interest rate risk arises primarily from borrowings. The interest rate profile of the Company's interest-bearing financial instruments is as follows.

	<b>(₹ In Lacs)</b>	
	<b>As at 31.03.2020</b>	<b>As at 31.03.2019</b>
Borrowing bearing variable interest rate	3,129.75	229.25
<b>Total of Variable Rate Financial Liabilities</b>	<b>3,129.75</b>	<b>229.25</b>

#### Cash flow sensitivity analysis for variable-rate instruments

The sensitivity analysis below have been determined based on the exposure to interest rates for financial instruments at the end of the reporting year and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates :



(₹ in lacs)

Cash flow sensitivity (net)	Profit or loss	
	50 bp increase	50 bp decrease
<b>INR</b>		
<b>31st March 2020</b>		
Variable-rate loan instruments	(15.65)	15.65
<b>Cash flow sensitivity (net)</b>	<b>(15.65)</b>	<b>15.65</b>
<b>31st March 2019</b>		
Variable-rate loan instruments	(1.15)	1.15
<b>Cash flow sensitivity (net)</b>	<b>(1.15)</b>	<b>1.15</b>

**Other price risk**

The Company invests its surplus funds in various Equity and debt instruments . These comprise of mainly liquid schemes of mutual funds (liquid investments), Equity shares, Debentures and fixed deposits. This investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments. However due to the very short tenor of the underlying portfolio in the liquid schemes, these do not pose any significant price risk.

**Liquidity risk**

Liquidity is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the contractual maturities of significant financial liabilities :

## Maturity Analysis of Significant Financial Liabilities

(₹ In Lacs)

<b>31st March 2020</b>	<b>Total</b>	<b>Upto 1 year</b>	<b>1-5 years</b>	<b>More than 5 years</b>
Current Borrowings	3,129.75	3,129.75	-	-
Trade and other payables	2,183.43	2,183.43	-	-
Other Financial Liabilities (Current & Non Current)	203.12	203.12	-	-
Lease Liability	17.04	6.75	10.29	
<b>31st March 2019</b>	<b>Total</b>	<b>Upto 1 year</b>	<b>1-5 years</b>	<b>More than 5 years</b>
Current borrowings	229.25	229.25	-	-
Trade and other payables	637.06	637.06	-	-
Other Financial Liabilities (Current & Non Current)	435.24	435.24	-	-

**Note 36 : Capital Management**

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The aim to maintain an optimal capital structure and minimise cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted). Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is total debt divided by total capital plus total debt.

(₹ in lacs)

Particulars	As at 31.03.2020	As at 31.03.2019
Total Debt	3,129.75	229.25
Total Equity	10,346.27	7,593.52
<b>Total debt to equity ratio (Gearing ratio)</b>	<b>0.30</b>	<b>0.03</b>

**Note 37 : COVID -19 Impact**

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of investments, inventories and receivables. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial results has used internal and external sources on the expected future performance of the Company.

The management believes that the business will rebound as soon as lockdowns are fully lifted domestic as well as worldwide and does not foresee any incremental risk towards recoverability of its assets, however, Management believes that at this point it is difficult to assess the future since partial lockdown continuous to be effective in many parts across the worldwide.

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**For Chaturvedi Sohan & Co**

Chartered Accountants  
Firm Registration No : 118424W

**Devanand Chaturvedi**

Partner  
Membership No. 041898

Place: Mumbai

Date : 30th June, 2020

**For and on behalf of the Board****Omprakash Garg**

Chairman & Managing Director  
DIN No. : 00140756  
Place: Ohio, USA

**Narendra M. Joshi**

Chief Financial Officer  
Place : Nashik

**Pradeep Kumar Jain**

Independent Director  
DIN No. : 01852819  
Place: Mumbai

**Saurabh V. Karmase**

Company Secretary  
Place : Nashik

# #Factory Tour



MALE FEMALE MALE FEMALE  
CONDOM CONDOM CONDOM CONDOM  
WATER BASED LUBRICANT LUBRICANT  
FEMALE CONDOM WATER BASED  
MALE FEMALE MALE FEMALE  
CONDOM CONDOM CONDOM CONDOM  
WATER BASED LUBRICANT LUBRICANT  
FEMALE CONDOM WATER BASED



# CUPID<sup>®</sup>

## Registered Office & Factory Address

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