

Date: October 4, 2024

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s)

Notice is hereby given that the resolutions set out below are proposed for approval by the members of **Creative Graphics Solutions India Limited** ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice is also attached.

The Board of Directors has appointed Mr. Tarun Koli, M/s Tarun Koli & Associates, Practising Company Secretary, bearing Membership No. PCS – 55196 & CP No. – 20451, as the Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of CDSL (Central Depository Services (India) Limited) for facilitating E-Voting to enable the Members to cast their votes electronically. In accordance with the MCA Circulars, the Company has made necessary arrangements with CDSL (Central Depository Services (India) Limited).

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting:	Thursday, October 10, 2024 (09:00 A.M. IST)
End of e-voting:	Thursday, November 7, 2024 (05:00 P.M. IST)

The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before Monday, November 11, 2024 and will be displayed on the Company's website at www.creativegraphics.co.in. The results will simultaneously be communicated to the Stock Exchange.

As the provision of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 the promoter/shareholders in control shall provide an exit opportunity to the dissenting shareholders.

BRANCHES : BADDI, NOIDA, MUMBAI, CHENNAI, HYDERABAD, AHMEDABAD, PUNE

Processors of : Digital & Analogue Plates for Flexography, Letter Press, Corrugated Box Printing & U. V. Spot Coating

SPECIAL BUSINESS:**ITEM NO 01: Variation in the objects of the Initial Public Issue (IPO) as stated in the Prospectus of the Company dated April 5, 2024**

To consider and if thought fit to pass with or without modification the following resolution as special resolution

“RESOLVED THAT pursuant to provisions of Section 27 read with Section 13 (8) of the Companies Act, 2013, Rule 7 read with Rule 3(3) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Regulation 32 (1) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2014 and all other necessary applicable provisions under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended from time to time and subject to the necessary approvals, if any, required, the consent of the members of the Company be and is hereby accorded for the variation/deviation/alteration in spending of IPO proceeds within the objects of issue mentioned in the prospectus filed with the Stock Exchange on 5th April, 2024 (“Prospectus”) for the purpose of raising money through IPO to an extent of ₹ 5,440.00 Lakhs (“IPO Proceeds”) from the public via IPO of its equity shares (the “Issue”).

“RESOLVED FURTHER THAT the Company has already utilized ₹ 2,908.78 Lakhs of the net IPO proceeds and ₹ 2,531.22 Lakhs remains unutilized (the “Unutilized Amount”) as on date as follows:

<i>(Amount in Lakhs)</i>				
Sr. No.	Particulars of Object	Proposed Utilization of Proceeds as per Prospectus	Amount Actually Utilized by the Company	Balance Amount Available for Utilization
1	To meet out the working capital requirements of our company “Creative graphics”;	1,500.00	500.00	1,000.00
2	Repayment/prepayment, in part or full, of certain of our borrowings;	1,100.00	1,079.86	20.14
3	To meet out the capital expenditure of our company “Creative graphics”;	1,000.00	0.00	1,000.00
4	To meet out the inorganic growth through unidentified acquisition for company;	500.00	0.00	500.00
5	General Corporate Expenses	860.35	849.27	11.08
6	Fund utilized for meeting IPO Expenses	479.65	479.65	0.00
	Total	5,440.00	2,908.78	2,531.22

“RESOLVED FURTHER THAT The Company plans to deviate the unutilized amount to invest in our wholly owned subsidiary company “Wahren India Private Limited” – “Wahren” to meet its working capital requirements. Wahren is our forward integrated entity engaged in the high-quality packaging solutions for the pharmaceutical industry. Wahren is primarily dedicated to production of Alu-Alu Foil, Blister Foil, Tropical Alu-Alu Foil, CR Foil, Pharmaceutical Sachet.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Deepanshu Goel, Managing Director, Mrs. Sarika Goel, Executive Director and Ms. Puja Arora Mehrotra, Company Secretary and Compliance officer of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary to comply with the provisions of Section 27 of the Companies Act, 2013 and Rules made there under for the time being in force or and any modification or changes implemented during the course of the postal ballot and desirable including without limitation, to make modifications, changes, variations, alterations or revisions in the matters relating to acquisitions and strategic initiatives as it may deem fit, seek requisites approvals from the appropriate authorities, appoint consultants, advisors and other agencies.

Date: 04.10.2024

Place: Noida

**By Order of the Board of Directors
For Creative Graphics Solutions India Limited
Sd/-**

**Deepanshu Goel
Managing Director
DIN: 03118826**

Registered Office: 3F-305, Third Floor, SSG East Plaza, Plot No. 1&2, Mamram, Complex, Mayur Vihar Phase-3, Near SFS Flats, Pocket-C, Delhi-110096

Corporate Office: A-31, Sector-58, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh, India, 201301

NOTES:

1. The explanatory statement pursuant to Sections 102 and 110 of the Companies Act stating all material facts and the reasons for the proposals set out in Resolution No. 1 is annexed herewith.
2. In compliance with the MCA Circulars, In accordance with the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (the "MCA Circulars"), this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Friday, October 04, 2024 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
3. Members may please note that the Postal Ballot Notice will also be available on the Company's website at creativegraphics.net.in, websites of the Stock Exchanges i.e., National Stock Exchange of India Limited at <http://www.nseindia.com> and on the website of CDSL <https://www.cdslindia.com/>
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form.
5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date i.e October 4, 2024, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date i.e October 4, 2024, should treat this Postal Ballot Notice for information purpose only.
6. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended ("SEBI Master Circular"), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
7. The E-voting period commences at 9:00 a.m. (IST) on Thursday, October 10, 2024 and ends at 5:00 p.m. (IST) on Thursday, November 7, 2024. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.
8. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Thursday, November 7, 2024.
9. The Form PAS-1 format of an advertisement that provides details of a special resolution to vary the terms of a contract or change the objects of a prospectus is annexed in the postal ballot notice as annexure-A.
10. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account

maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company

	name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- i. The shareholders should log on to the e-voting website www.evotingindia.com
- ii. Click on "Shareholders" module.
- iii. 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company OR
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to www.evotnigindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- vi. If you are a first-time user then follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details	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.

OR Date of Birth (DOB)	If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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vii. After entering these details appropriately, click on “SUBMIT” tab.

viii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

ix. For Members holding shares in physical form, the details can be used for remote e-voting on the resolutions contained in this Notice only.

x. Click on the EVSN for <**CREATIVE GRAPHICS SOLUTIONS INDIA LIMITED**> on which you choose to vote.

xi. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same you will find an 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”.

xii. Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution’s details.

xiii. 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.

xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote

xv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

xvi. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

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

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

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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 update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

To address issues/grievances of shareholders relating to the ensuing AGM, including e-voting, the following official has been designated:

Name of Official	Ms. Puja Arora Mehrotra
Designation	Company Secretary & Compliance Officer
Address	A-31, Sector-58, Noida- 201301
Contact	+91- 7428496617
E-mail	cs@creativegraphics.net.in

Date: 04.10.2024

Place: Noida

**By Order of the Board of Directors
For Creative Graphics Solutions India Limited**

Sd/-

**Deepanshu Goel
Managing Director
DIN: 03118826**

Registered Office: 3F-305, Third Floor, SSG East Plaza, Plot No. 1&2, Mamram, Complex, Mayur Vihar Phase-3, Near SFS Flats, Pocket-C, Delhi-110096

Corporate Office: A-31, Sector-58, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh, India, 201301

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any re-enactment(s) made thereunder, if any, for the time being in force), the following explanatory statements set out all material facts relating to the special business mentioned under agenda items of the accompanying Notice:

Item No. 1: Variation in the objects of the Initial Public Issue (IPO) as stated in the prospectus of the company dated April 5, 2024

Pursuant to the board resolution dated March 05, 2024 and the special resolution passed dated March 05, 2024 pursuant to Section 62(1) (C) of the Companies Act, 2013 in the Extra-Ordinary General Meeting ("EGM") by the shareholders of the Company held on March 05, 2024, the Company had raised ₹ 5,440.00 Lakhs (hereinafter referred to as "IPO Proceeds") from the public via IPO of its equity shares (the "Issue").

A. The original purpose or object of the Offer, total money raised and money utilised for the objects of the company stated in the prospectus:

The proposed utilization of the IPO Proceeds as per the Letter of Offer and the amount actually utilized by the Company against the same is as follows:

(Amount in Lakhs)

Sr. No.	Particulars of Object	Proposed Utilization of Proceeds as per Prospectus	Amount Actually Utilized by the Company	Balance Amount Available for Utilization
1.	To meet out the working capital requirements of our company "Creative graphics";	1,500.00	500.00	1,000.00
2.	Repayment/prepayment, in part or full, of certain of our borrowings;	1,100.00	1,079.86	20.14
3.	To meet out the capital expenditure of our company "Creative graphics";	1,000.00	0.00	1,000.00
4.	To meet out the inorganic growth through unidentified acquisition for company;	500.00	0.00	500.00
5.	General Corporate Expenses	860.35	849.27	11.08
6.	Fund utilized for meeting IPO Expenses	479.65	479.65	0.00
	Total	5,440.00	2,908.78	2,531.22

As shown in the table above, ₹ 2,531.22 Lakhs out of this amount remains unutilized (the "Unutilized Amount") as on date.

Due to reasons stated below in subsequent paragraphs, we are planning to deviate the unutilized amount to invest in our wholly owned subsidiary company "Wahren India Private Limited" – "Wahren" to meet its working capital requirements. Wahren is our forward integrated entity engaged in the high-quality packaging solutions for the pharmaceutical industry. Wahren is primarily dedicated to production of Alu-Alu Foil, Blister Foil, Tropical Alu-Alu Foil, CR Foil, Pharmaceutical Sachet

B. The extent of achievement of proposed objects:

The Company has already utilized ₹ 2,908.78 Lakhs out of the IPO proceeds, as specified in the Prospectus filed with the Registrar of Companies, National Capital Territory of Delhi and Haryana.

BRANCHES : BADDI, NOIDA, MUMBAI, CHENNAI, HYDERABAD, AHMEDABAD, PUNE

Processors of : Digital & Analogue Plates for Flexography, Letter Press, Corrugated Box Printing & U. V. Spot Coating

C. The particulars of the proposed alteration or change in the objects:

The unutilized IPO proceeds of ₹ 2,531.22 Lakhs is intended to be utilized to meet out the working capital requirements of our wholly-owned subsidiary company “Wahren”

D. The reason and justification for seeking variation

Wahren started commercial operations in July 2023 and is growing rapidly. It has already recorded ₹ 5,000.00 Lakhs in turnover year till date in FY2024-2025. In comparison, the full year turnover of Creative Graphics for FY2023-2024 was ₹ 9,552 Lakhs. Given the fast growth of Wahren, we expect it to overtake the company in terms of scale within the current financial year. The fast growth in Wahren has created a requirement of working capital funds in this business. Meanwhile, the requirements of the parent company (i.e., Creative Graphics) have been either met through alternative means or have changed as follows:

1. Working Capital Requirements for “Creative Graphics” already met;

As per the prospectus dated April 05, 2024, the company estimated the working capital utilisation of ₹1,500.00 Lakhs from the IPO Proceeds. As of date, “Creative Graphics” has utilized ₹500.00 Lakhs out of its IPO proceeds for its working capital requirements. The remainder of this need was met through an ₹1,100.00 Lakhs enhancement in our working capital limit at attractive terms. We therefore do not foresee the requirement of IPO proceeds towards this objective anymore.

2. Capital expenditure for “Creative Graphics” already done;

According to the prospectus dated April 5, 2024, the company initially projected a capital expenditure of ₹ 1,000.00 Lakhs from IPO proceeds. These funds were oriented towards purchase of new high-tech machinery in the flexographic plate business. As of today, we do not see any requirement of funds in this area as the machinery has already been procure with alternative means.

The company has been able to secure from the machine manufacturer an attractive off-balance sheet financing structure in which the procured machine will be made available to the company in the form of a lease arrangement. The upfront payment for initiating this lease structure has been made out of internal accruals and the machine has already been delivered by the manufacturer.

3. Inorganic acquisitions for “Creative Graphics” to be done from internal accruals and banking facilities;

According to the prospectus dated April 5, 2024, the company initially proposed to utilise ₹ 500.00 Lakhs from IPO proceeds “to meet out the inorganic growth through unidentified acquisition for company”. As of this date, we do not foresee the inorganic acquisitions getting closed within this financial year so there are no immediate fund requirements in this area.

The ongoing deals have fallen through due to high expected valuations of the target business. We shall be making acquisitions only at justified valuations and are willing to wait for the right opportunity. Given the unreasonable expectation of target companies, we expect the financial return from investments in Wahren to be much better comparatively, especially given the high growth rate seen in this business.

“Creative Graphics” is a profitable company which generates positive cash flows each year. Further, banking limits are readily available on-demand should the need arise. Should a deal materialise in the future, we expect to be able to fund its acquisition through internal accruals and bank funding.

The risk factors pertaining to the new objects:

The management proposes to deploy the unutilized amount for the working capital requirements of a subsidiary company which is growing at a much higher rate compared to the company. The strategic adjustment underscored the company’s commitment to generate the best return on its deployed capital. However, considering unforeseen economic, market, business or other conditions beyond the control of the management, there is no assurance that deployment of the funds as above will be profitable and help with business expansion.

The revised Schedule of implementation of the project:

Our company proposes to deploy the remaining Net Proceeds towards the Object as under:

(Amount in Lakhs)

Particular	Amount to funded from Net Proceeds	Estimated Deployment	
		2024-25	2025-26
To meet out the working capital requirements of our company “Wahren”	2531.22	2531.22	0.00

Accordingly, in terms of the provisions of Sections 27 of the Companies Act, 2013 and any other applicable provisions and the rules made thereunder, the Company seeks approval of the members by way of Special Resolution through postal ballot for variation in the Objects of the Issue as disclosed in the Prospectus, for utilization of the issue proceeds pursuant to applicable provisions of the Companies Act, 2013 and relevant rules made there under (including any amendment thereto or re-enactment thereof for the time being in force) and subject to compliance of such other applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.

Any interested person may obtain a copy of the notice of the resolution from the corporate office of the Company at business hours or can access the 'Investors' Section of the Company's website at <https://creativegraphics.net.in/home/#>.

The intention of the Board and the Management is to enhance shareholder value by utilizing the issue proceeds adequately and appropriately which will lead to increased profitability without compromise on services being rendered by the Company. Your Board recommends the resolution for the member's approval by way of Special Resolution.

As the provision of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 the promoter/shareholders in control shall provide an exit opportunity to the dissenting shareholders.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the aforesaid resolution of this Notice except to the extent of their shareholdings in the Company, if any.

Registered Office:

3F-305, 3rd Floor, SSG East Plaza, Plot No. 1 & 2, Mamram Complex, Mayur Vihar Phase-III, Near SFS Flats, Pocket-C, East Delhi, Delhi, India – 110096

Corporate Office: A-31, Sector-58, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh, India, 201301.

Date: 04.10.2024

Place: Noida

**By Order of the Board of Directors
For Creative Graphics Solutions India Limited
Sd/-**

**Deepanshu Goel
Managing Director
DIN: 03118826**

CREATIVE GRAPHICS SOLUTIONS INDIA LIMITED

(the "company")

CIN: L22219DL2014PLC263964

Registered office: 3F-305, 3rd Floor, SSG East Plaza, Plot No. 1 & 2, Mamram Complex, Mayur Vihar Phase-III, Near SFS Flats, Pocket-C, East Delhi- 110096

Form PAS-1

[Pursuant to section 27(1) and rule 7(2) of Companies (Prospectus and Allotment of Securities) Rules, 2014]

Advertisement giving details of notice of special resolution for varying the terms of any contract referred to in the prospectus or altering the objects for which the prospectus was issued

PUBLIC NOTICE

Notice is hereby given that by a resolution dated October 4, 2024, the Board has proposed to alter the object for which the Initial Public Offering ("IPO") prospectus of the Company dated April 5, 2024 (the "Prospectus") issued in connection with issue of 64,00,000 Equity Shares at an issue price of Rs. 85/- per Equity Shares aggregating to Rs. 5440.00 Lakhs ("IPO Proceeds").

In pursuance of the said resolution, further notice is given that for approving the said proposition, a special resolution is to be passed by postal ballot.

The details regarding such alteration are as follows-

1) Particulars of the objects proposed to be altered:

Rs 2531.22 Lakhs out of the IPO Proceeds remains unutilized ("Unutilized Amount") as follows:

(Amount in Lakhs)

Sr. No.	Particulars of Object	Proposed Utilization of Proceeds as per Prospectus	Amount Actually Utilized by the Company	Balance Amount Available for Utilization
1.	To meet out the working capital requirements of our company "Creative graphics";	1,500.00	500.00	1,000.00
2.	Repayment/prepayment, in part or full, of certain of our borrowings;	1,100.00	1,079.86	20.14
3.	To meet out the capital expenditure of our company "Creative graphics";	1,000.00	0.00	1,000.00
4.	To meet out the inorganic growth through unidentified acquisition for company;	500.00	0.00	500.00
5.	General Corporate Expenses	860.35	849.27	11.08
6.	Fund utilized for meeting IPO Expenses	479.65	479.65	0.00
	Total	5,440.00	2,908.78	2,531.22

2) Particulars of the proposed alteration:

The company intends to deploy the unutilized amount of Rs. 2531.22 Lakh towards a new object of meeting the working capital requirements of its fully owned subsidiary called Wahren India Private Limited ("Wahren").

3) Reasons/justification for the variation:

Wahren started commercial operations in July 2023 and is growing rapidly. It has already recorded ₹ 5,000.00 Lakhs in turnover year till date in FY2024-2025. In comparison, the full year turnover of Creative Graphics for FY2023-2024 was ₹ 9,552 Lakhs. Given the fast growth of Wahren, we expect it to overtake the company in terms of scale within the current financial year. The fast growth in Wahren has created a requirement of working capital funds in this business. Meanwhile, the requirements of the company have been either met through alternative means or have changed as follows:

- a) Working capital requirement of Rs 1500 Lakhs as mentioned in the prospectus has been already met through (i) ₹500.00 Lakhs out of its IPO proceeds and (ii) an additional ₹1,100.00 Lakhs enhancement in working capital facility received in September 2024.

BRANCHES : BADDI, NOIDA, MUMBAI, CHENNAI, HYDERABAD, AHMEDABAD, PUNE

Processors of : Digital & Analogue Plates for Flexography, Letter Press, Corrugated Box Printing & U. V. Spot Coating

- b) Out of the Rs 1100 Lakhs earmarked for repayment of debt, 20.14 Lakhs remains as all high-cost debts have been repaid already. We do not foresee this amount getting utilized.
- c) The machinery planned to be purchased with the amount earmarked for Capital expenditure was procured under a lease arrangement from the machine manufacturer.
- d) Inorganic acquisition deals have fallen through due to high expected valuations of the target business. Given the unreasonable expectation of target companies, we expect the financial return from investments in Wahren to be much better comparatively, especially given the high growth rate seen in this business.
- e) Rs 11.08 lakhs remains out of general corporate expenses. This amount can be utilized for unspecified objects as such.

4) Effect of the proposed variation/alteration on the financial position of the company:

The proposed alteration shall increase the business and internal accruals of the fully owned subsidiary of the company and therefore strengthen the financial position of the company itself.

5) Major Risk factors pertaining to the new Objects:

The management proposes to deploy the unutilized amount for the working capital requirements of a subsidiary company which is growing at a much higher rate compared to the company. The strategic adjustment underscored the company's commitment to generate the best return on its deployed capital. However, considering unforeseen economic, market, business or other conditions beyond the control of the management, there is no assurance that deployment of the funds as above will be profitable and help with business expansion.

6) Names of Directors who voted against the proposed variation/alteration: None

Any interested person may obtain the copy of the special resolution along with the explanatory statement free of charge at the Corporate office of the company or at the office of its Company Secretary Ms. Puja Arora Mehrotra at Sector A-31, Sector-58, Noida- 201301 or visit the website of the Company viz <https://creativegraphics.net.in/home/> for a copy of the same.

**By Order of the Board of Directors
For Creative Graphics Solutions India Limited**

Sd/-
Deepanshu Goel
Managing Director
DIN: 03118826

Date: 08.10.2024

Place: Noida