MIC Electronics Limited

34th Annual Report 2021-22

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CORPORATE INFORMATION

Board of Directors

Mr. Kaushik Yalamanchili (DIN: 07334243)	-	Chairman & Managing Director
Mr. Siva Lakshmanarao Kakarala (DIN: 03641564)	-	Non-executive Director
Mr. Manideep Katepalli (DIN: 07840019)	-	Independent Director
Mrs. Karuna Gayathri Upadhyayula (DIN: 07901195)	-	Independent Director
Mr. Srinivas Rao Kolli (DIN: 07980993)	-	Independent Director
Mrs. Venkata Naga Lavanya Kandala (DIN: 07891405)	-	Independent Director
Chief Executive Officer	-	Mr. Srinivasan Arunachalam
Chief Financial Officer	-	Mr. Sadasivan Muralikrishnan Madurai
Company Secretary	-	Mr. Srikanth Reddy Kolli

Statutory Auditors
M/s. Bhavani & Co,
Chartered Accountants,
Plot No. 48, Flat No. 301
Micasa, Phase-I, Kavuri Hills,
Hyderabad - 500 033

Secretarial Auditors
M/s. RPR & Associates
Company Secretaries,
H. No. 158/C, 2nd Floor, Vengalrao Nagar,
E Seva Lane, SR Nagar,
Hyderabad – 500038

Registrar & Share Transfer Agents
M/s. Venture Capital and Corporate Investments Pvt. Ltd.,
12-10-167, Bharat Nagar, Hyderabad, Telangana – 500018
Ph: 040-23818475/476, Fax: 040-23868024
Email: info@vccipl.com

Internal Auditors
M/s. RKSB & Associates
Chartered Accountants
H.No. 5-5-139, Siddulawada,
Opp: Municipal Office, Siricilla – 505301
Telangana.

Registered Office
Plot No. 192/B, Phase-II, IDA, Cherlapally,
Hyderabad, Rangareddi, Telangana - 500051.
Tel: (040) 27122222, (040) 27133333
E-mail: cs@mic.co.in
CIN : L31909TG1988PLC008652
WEBSITE : www.mic.co.in
INVESTORS EMAIL ID : cs@mic.co.in

Listing of Securities
1. M/s. BSE Limited (BSE)
2. M/s. National Stock Exchange of India Ltd (NSE)

Bankers / Lenders
Bank of Maharashtra, Cherlapally branch

Board Committees:

Audit Committee	Mr. Srinivas Rao Kolli	Chairman
	Mr Kaushik Yalamanchili	Member
	Mrs. Venkata Naga Lavanya Kandala	Member
Stakeholders Relationship Committee	Mr. Srinivas Rao Kolli	Chairman
	Mr. Manideep Katepalli	Member
	Mrs. Venkata Naga Lavanya Kandala	Member
Nomination and Remuneration Committee	Mrs. Venkata Naga Lavanya Kandala	Chairperson
	Mr. Manideep Katepalli	Member
	Mr. Srinivas Rao Kolli	Member

01 NOTICE

Notice is hereby given that the Thirty Fourth (34th) Annual General Meeting of the Members of M/s. MIC Electronics Limited will be held at A4/ II, Electronic Complex, Kushaiguda, Hyderabad – 500062, Telangana on Monday, the 22nd day of August 2022 at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2022, including Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a director in place of Mr Siva Lakshmanarao Kakarala (DIN: 03641564), who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

3. **To Approve Material Related Party Transaction(s) with M/s. Bikewo Green Tech Private Limited (formerly known as M/s. Right Automobiles Private Limited) :**

   To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time and the Company's Policy on Related Party Transaction(s), the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with M/s. Bikewo Green Tech Private Limited ('BGTPL'), a subsidiary company of M/s. MIC Electronics Limited and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and BGTPL, for an aggregate value of up to ₹ 55,00,00,000/- (Rupees Fifty Five Crores), proposed to be entered during FY 2022-23, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

   RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

   RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

   RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

4. **To Approve Material Related Party Transaction(s) with M/s. RRK Enterprise Private Limited:**

   To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time and the Company's Policy on Related Party Transaction(s), the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with M/s. RRK Enterprise Private Limited ('RRK'), a holding company of M/s. MIC Electronics Limited and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and RRK, for an aggregate value of up to ₹ 35,00,00,000/- (Rupees Thirty Five Crores), proposed to be entered during FY 2022-23, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

   RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board
For MIC Electronics Ltd

Date: July 20, 2022
Place: Hyderabad

Srikanth Reddy Kolli
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY, OR WHERE, THAT IS ALLOWED ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY STAMPED, SIGNED AND DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.

   A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights and such person, who shall not act as a proxy for any other member.

   Proxies submitted on behalf of Limited Companies, Societies, Partnership Firms, etc. must be supported by appropriate resolution / authority, as applicable, issued by the member organization.
2. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slip duly filled and signed will be permitted to attend the meeting. The Company reserves the right to take all steps as may be deemed necessary to restrict non-members from attending the meeting. Members/ Proxies are requested to bring along with them Annual Reports being sent to them.
3. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to please bring your folio number/DP ID-Client ID to enable us to give you a duly filed attendance slip for your signature and participation at the meeting.
4. Members who hold shares in dematerialized form and want to change/correct the Bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR code of their Bank to their Depository participants. The Company will not entertain any direct request from such members for change of address, transposition of names, deletion of name of deceased joint holder and change in the Bank account details. The Registrar is obliged to use only the data provided by the Depositories, in case of such demat shares.
5. Non-resident Indian Shareholders are requested to inform about the following immediately to the Share Transfer Agent or the concerned Depository as the case maybe: - a. the change of residential status on return to India for permanent settlement. b. the particulars of NRE Account with a Bank in India, if not furnished earlier.
6. Copy of the draft letters of appointment of Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company and also available @ www.mic.co.in.
7. The statement pursuant to Section 102 of the Companies Act, 2013, in respect of the SPECIAL BUSINESS to be transacted at the meeting is attached. The relevant details pursuant to regulations 26(4) and 36(3) of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and secretarial standard on general meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this annual general meeting is also annexed as Annexure A.
8. The Share Transfer Books and Register of Members of the Company will remain closed from August 16, 2022, to August 22, 2022 (both days inclusive).
9. Shareholders desiring any information as regards to the accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready at the meeting.
10. The registration of share transfers and other related correspondence will be dealt with, by the Company at M/s. Venture Capital and Corporate Investments Pvt Ltd, having its office at 12-10-167, Bharat Nagar, Hyderabad, Telangana – 500018.
11. The shareholders / members of the Company, who are having equity shares of the Company in physical form, are advised to get dematerialized of their respective equity shares by way of surrendering their physical share certificates to the Registrar and Share Transfer Agents (RTA) of the Company (i.e., M/s Venture Capital and Corporate Investments Pvt Ltd., Hyderabad) through their respective Depository Participants. The shareholders /members, who are not having demat accounts are requested to open the demat accounts and thereafter approach the RTA for dematerialization of their equity shares.
12. 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 the PAN to their Depository Participants Members holding shares in physical form can submit their PAN details to the RTA.
13. Electronic copy of the Annual Report for 2021-22 (including Notice of the 34th Annual General Meeting of the Company along with Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same.
14. In accordance with the MCA Circulars and SEBI Circulars, this Notice ('Notice') along with the 34th Annual Report for the FY 2021-22 is being sent only by e-mail to all the Members whose e-mail addresses are available in the beneficial ownership data of M/s. Central Depository Services (India) Limited and M/s. National Securities Depository Limited ('Depositories') and the record of M/s. Venture Capital

and Corporate Investments Private Limited ('RTA'), Registrar and Share Transfer Agent of the Company and the physical copy of the Notice along with 34th Annual Report for the FY 2021-22 will not be sent to the Members of the Company.

15. Members holding shares in electronic form are requested to update the email id with their respective Depository Participants to receive all the communications in electronic mode.

16. Members may also note that the Notice of the 34th Annual General Meeting and the Annual Report for 2021-22 will also be available on the Company's website www.mic.co.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Hyderabad for inspection during normal business hours on working days.

17. Voting through electronic means:- Pursuant to provisions of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to cast their votes electronically on all resolutions set forth in the notice convening the 34th Annual General Meeting. The business may be transacted through e-voting services provided by M/s. Central Depository Services (India) Limited (CDSL).

The e-voting facility is available at the link www.evotingindia.com, the e-voting facility will be available on and from Friday, August 19, 2022, at 9.00 a.m., and ends on Sunday, August 21, 2022 at 5.00 p.m.

Mr. Y. Ravi Prasada Reddy, Proprietor of M/s. RPR & Associates (CP No. 5360), Practising Company Secretaries, Hyderabad, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of this AGM ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, depositories and RTA, and will also be displayed on the Company's website, www.mic.co.in.

The instructions for shareholders voting electronically are as under:

(i) The voting period begins on Friday, August 19, 2022, at 9.00 a.m., and ends on Sunday, August 21, 2022 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 (record date) of Monday, August 15, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility :

Type of Shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the eVoting is in progress as per the information provided by company. On clicking the eVoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e., CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https:// web.cdslindia.com/myeasi/Registration/EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the eVoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual shareholders holding securities in Demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices. nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

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

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

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

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

Login method for e-Voting for members holding Physical shares and shareholders other than individuals holding in Demat form:

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) 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.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For members holding shares in Demat Form or Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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 OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • 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.

(iv) After entering these details appropriately, click on "SUBMIT" tab.

(v) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(vii) Click on the EVSN 220713016 for the relevant on which you choose to vote.

(viii) 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.

(ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(x) 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.

(xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiii) 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.

(xiv) 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@mic.co.in, yravifcs@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For members holding Physical shares - 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.

(xvi) If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND PURSUANT TO REGULATION 36 OF SEBI (LODR) REGULATIONS, 2015 TO THE ACCOMPANYING NOTICE DATED JULY 20, 2022.

Item No. 3 & 4

To approve material related party transactions for FY 2022-23 with M/s. Bikewo Green Tech Private Limited (BGTPL), M/s. RRK Enterprise Private Limited (RRK):

Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 states that no company shall enter into transactions with a Related Party except with the consent of the Board and members of the Company, where such transactions are either not (a) in Ordinary Course of Business or (b) on arm's length basis. The transactions with the related parties as per resolution No. 3 & 4 are at arm's length and in the ordinary course of business of the Company. Further, pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 ("Listing Regulations"), all related party transactions shall require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of the Company through ordinary resolution. Material Related Party Transaction means transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10 % of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

The Company proposes to enter into transactions of sale/ purchase/ supply/ loan/ debit note/ credit note/ guarantee/ rendering and availing services etc., with related parties as provided in Resolution No. 3 & 4, from time to time, at the agreed terms of the transactions between the parties.

In respect of the transactions of sale/ purchase/ supply/ loan/ debit note/ credit note/ guarantee/ rendering and availing services etc., with BGTPL and RRK will be in the ordinary course of business and on arm's length basis.

The Audit Committee and the Board of Directors has approved the said related party transactions which were placed before them at the meetings held on May 25, 2022 and has noted that these transactions are in the ordinary course of business and all the transactions are at arm's length.

Further, the said transactions may qualify as material Related Party transactions under the Listing Regulations. Accordingly, the members' approval is sought for the same. Information relating to transactions viz. names of the related parties and relationships, monetary value of the transactions is mentioned in the resolution. The terms are determined from contract to contract, as agreed between the parties.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the resolution except Mr Kaushik Yalamanchili who is a Director & Shareholder in M/s. RRK Enterprise Pvt Ltd and a Managing Director of M/s. MIC Electronics Limited.

The Directors recommend the Resolution No. 3 & 4 of the Notice for approval of the members by way of an Ordinary Resolutions.

By Order of the Board
For MIC Electronics Ltd

Date: July 20, 2022
Place: Hyderabad

Srikanth Reddy Kolli
Company Secretary

Annexure

Details of Director(s) seeking appointment/ re-appointment/ regularization at the Annual General Meeting (Pursuant to Reg.36 (3) of SEBI (LODR) Regulations, 2015 is given below:

A	Name	Mr. Siva Lakshmanarao Kakarala
B	Brief Profile	
	i) Age	78 years
	ii) Educational Qualification	MA (Mathematics) and MS (Operations Research)
	iii) Experience in specific functional area	Mr Siva Lakshmana Rao Kakarala is M.A. (Mathematics) from Andhra University and M.S. (Operations Research) from United States of America. He has vast experience in Banking and Financial Sectors in India and the USA; been involved in different industries including bulk drugs, software and electrical and electronics industries. He was also founder and Director of M/s. Natco Pharma Limited and founder and Director of M/s. Laan Research Private Limited. He served as the Chairman at Sri Venkateswara Temple at Bridgewater, NJ and also served as a temple trustee for 29 years.
	iv) Date of appointment on the board of the Company	August 07, 2019
C	Nature of expertise in functional area	Mentioned in clause B (iii) above.
D	Directorship held in other Companies (excluding foreign and Section 8 Companies)	1. M/s. Laan Research Private Limited
E	Chairmanship/ Membership of committees of other Companies (includes only Audit, Stakeholders Relationship and Nomination & Remuneration Committee)	Nil
F	No. of shares of ₹ 02/- each held by the Director	16428191 (7.42%)
G	Relationship between Directors inter se (As per section 2(77) of the Companies Act, 2013 and Companies (Specification of definitions details) Rules, 2014)	Nil
H	Terms and Condition of appointment	NA
I	Number of meetings of the Board attended during the financial year 2021-22	Eight out of Eight meetings held during the year
J	Remuneration last drawn	NA
K	Remuneration proposed to be drawn	NA

BOARD'S REPORT

Dear Members,

Your directors have pleasure in presenting before you the 34th Board's Report on the Company's business and operations, together with the audited financial statements (standalone & consolidated) for the financial year ended March 31, 2022.

Update on successful implementation of the 'Resolution Plan'

In accordance with the applicable provisions of the Insolvency and Bankruptcy Code 2016 ("IBC/Code"), the Corporate Insolvency Resolution Process ("CIRP Process") of M/s. MIC Electronics Limited ("Company") was initiated by the Financial Creditors of the Company. The Financial Creditors petition to initiate the CIRP Process was admitted by the National Company Law Tribunal ("NCLT") Hyderabad Bench on March 13, 2018 ("Insolvency Commencement Date"). Mr. Prabhakar Nandiraju was appointed as the Interim Resolution Professional ("IRP") to manage the affairs of the Company. Subsequently, Mr. Prabhakar Nandiraju was confirmed as the Resolution Professional ("RP") by the committee of creditors ("CoC") at their meeting held on June 01, 2018, on appointment of the IRP/RP, the powers of the Board of Directors of the Company were suspended.

The RP invited expressions of interest and submission of a resolution plan in accordance with the provisions of the Code. Out of various resolution plans submitted by Resolution Applicants, the CoC approved the resolution plan submitted by M/s. Cosyn Limited consortium (M/s. Cosyn Limited, M/s. RRK Enterprise Pvt Ltd and Mr Siva Lakshmana Rao Kakarala). The RP submitted the CoC approved resolution plan to the NCLT on December 10, 2018 for its approval and the NCLT, Hyderabad Bench approved the resolution plan submitted by M/s. Cosyn Limited consortium on July 31, 2019 ("IBC/NCLT Order"). Pursuant to the NCLT order, M/s. Cosyn Limited consortium is under process of implementation of Resolution Plan. A new Board was constituted on August 07, 2019 ("Reconstituted Board" or "Board") and a new management was put in place. In accordance with the provisions of the Code and the NCLT order, the approved resolution plan is binding on the Company and its employees, members, creditors, guarantors and other stakeholders involved.

The entire payments contemplated under the resolution plan were paid to the financial creditors and upon the completion of entire payment, the IA No. 166/2021 in CP(IB) No. 24/7/HDB/2018 was disposed of by the Hon'ble NCLT, Hyderabad bench vide its Order dated July 22, 2021.

The Board Meeting held on June 30, 2021 approved the reduction of capital from ₹ 44,05,08,638/- comprising of 22,02,54,319 equity shares of ₹ 2/- each to ₹ 11,01,28,000/- comprising of 5,50,64,000 equity shares of ₹ 2/- each and obtained the approval for recommencement of trading for the said reduced capital from the stock exchanges w.e.f., December 17, 2021. Thereafter, the Board Meeting held on February 12, 2022 issued the said reduced equity shares of 16,51,90,319 to the resolution applicant(s) i.e., new promoters and to the strategic investors i.e., non-promoters. In addition to the above shares, the Board also issued 11,92,024 equity shares to the strategic investors. The total issue size is 16,63,82,343 equity shares at different prices i.e., for the new promoters the issue price is ₹ 3.40/- per share and to the non-promoters the issue price is ₹ 20/- per share. The Company obtained the in-principal approvals from the stock exchanges on March 15, 2022 and thereafter vide its Board Meeting held on March 25, 2022 allotted the said shares. The Company obtained the listing approvals from the stock exchanges on April 05, 2022 (NSE) and April 07, 2022 (BSE) for the said allotted shares. The Company obtained the trading approvals from the stock exchanges on April 13, 2022 for the said allotted 16,63,82,343 equity shares of ₹ 2/- each w.e.f., April 18, 2022.

During the year under review, the Company have completed the structuring of equity capital and fresh issue of equity shares to resolution applicant(s) i.e., the new promoters as contemplated under clause 7 of the approved resolution plan.

Members are requested to read this report in light of the fact that the new Board of Directors and the management has successfully completed the implementation of the approved resolution plan, during the year under review.

Financial performance

In compliance with the provisions of the Companies Act, 2013 ('Act'), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') the Company has prepared its financial statements as per Indian Accounting Standards ('Ind AS') for the FY 2021-22. The financial highlights of the Company's standalone operations are as follows:

(Amount in ₹ Lakhs)

Particulars	**2021-22**	2020-21
Total Income	**3233.57**	423.24
Total Expenditure	**2952.48**	964.56
Profit before Tax	**281.09**	(541.32)
Provision for Tax	**--**	--
Profit after Tax	**281.09**	(541.32)
Transfer to General Reserve	**--**	--
Profit available for appropriation	**--**	--
Provision for Proposed Dividend	**--**	--
Provision for Corporate Tax	**--**	--

The financial highlights of the Company's consolidated operations are as follows:

(Amount in ₹ Lakhs)

Particulars	**2021-22**	2020-21
Total Income	**4625.28**	423.24
Total Expenditure	**4322.06**	964.88
Profit before Tax	**303.23**	(541.65)
Provision for Tax	**6.95**	--
Profit after Tax	**296.28**	(541.65)
Transfer to General Reserve	**--**	--
Profit available for appropriation	**--**	--
Provision for Proposed Dividend	**--**	--
Provision for Corporate Tax	**--**	--

Performance

a) Operations

The total revenue of the Company for the financial year ended March 31, 2022 was ₹ 3233.57 Lakhs as compared to the previous year's total revenue of ₹ 423.24 Lakhs. During this financial year the Company has earned a net profit of ₹ 281.09 Lakhs as against the previous year's net loss of ₹ 541.32 Lakhs.

b) Prospects

During the year under review, your company executed regular Annual Maintenance Contracts (AMC) of Indian Railways and executed certain lighting and display order of private parties. The Company received the Oxygen Concentrators (OCs) supply order from the Oil and Natural Gas Commission (ONGC) in the Month of June, 2021 for the quantity of 5000 OCs and the order value is ₹ 33 Crores inclusive of taxes. The ONGC order was successfully completed during the year under review. The management of the Company is studying the business lines of the Company in order to identify and focus on the profit generating lines apart from the regular AMCs of Indian Railways. The management of the Company is focused on revival of the Passenger Information System (PIS) division of the Company which supplies the LED display boards to the Indian Railways and to the private parties including the government bodies. The management of the Company is also focused on establishment of manufacturing/assembling unit of all kinds of batteries in particular for electric vehicles and also to enter the market of electric two wheelers.

Change in the nature of business

There was no change in nature of the business of the Company during the financial year ended on March 31, 2022. However, during the year under review, the Company had entered in to two new lines of business verticals i.e., Manufacturing/ assembling/ trading of Oxygen Concentrators (Medical Equipment) and Electric Vehicles including all kinds of batteries.

COVID-19

These are unprecedented times, as our country and the entire world struggle to contain and combat the COVID-19 pandemic. Amidst such rampant uncertainties, we have abided by every safety and social distancing norms and have been consistently communicating the same to both our employees and customers. We stand in solidarity with the Government of India and all our citizens, and our efforts towards the betterment of one and all will continue, unabated.

Share Capital

During the F.Y. 2021-22, the authorised share capital of the Company was increased in the 33rd AGM of the Company held on December 27, 2021 from ₹ 54,00,00,000/- (Rupees Fifty-Four Crores Only) divided into 27,00,00,000 (Twenty-Seven Crores) equity shares of ₹ 02/- (Rupees Two Only) each to ₹ 75,00,00,000/- (Rupees Seventy-Five Crores Only) divided into 37,50,00,000 (Thirty-Seven Crores Fifty Lakhs) equity shares of ₹ 02/- (Rupees Two Only) each.

At the start of the F.Y. 2021-22 the paid-up share capital of the Company was ₹ 44,05,08,638/- (Rupees Forty-Four Crores Five Lakhs Eight Thousand Six Hundred and Thirty-Eight Only) divided into 22,02,54,319 (Twenty-Two Crores Two Lakhs Fifty-Four Thousand Three Hundred and Nineteen) equity shares of ₹ 02/- (Rupees Two Only) each.

In compliance with the approved resolution plan, the erstwhile paid-up equity shares capital of the Company as mentioned above was reduced to ₹ 11,01,28,000/- (Rupees Eleven Crores One Lakh Twenty-Eight Thousand Only) divided into 5,50,64,000 (Five Crores Fifty Lakhs Sixty-Four Thousand) equity shares of ₹ 02/- (Rupees Two Only) each at Board of Directors meeting held on June 30, 2021 due to which the trading in the shares of the Company was suspended w.e.f., June 24, 2021. The Company had obtained the listing & trading approvals from the stock exchanges i.e., NSE & BSE for the said reduced capital for re-commencement of trading w.e.f., December 17, 2021.

Later, the board of directors in its meeting held on February 12, 2022 issued 16,63,82,343 (Sixteen Crores Sixty-Three Lakhs Eighty-Two Thousand Three Hundred and Forty-Three) equity shares of ₹ 2/- (Rupees Two Only) each at a premium of ₹ 1.40/- (Rupees One and Forty Paisa Only) each for 16,46,82,343 (Sixteen Crores Forty-Six Lakhs Eighty-Two Thousand Three Hundred and Forty-Three) Equity Shares to the Promoters (Resolution Applicants) and ₹ 18.00/- (Rupees Eighteen Only) each for the balance 17,00,000 (Seventeen Lakhs) Equity Shares to

the Non-promoters (Strategic Investors) for which the in-principle approvals from the stock exchanges were obtained on March 15, 2022 and allotment was made by the Board of Directors in its meeting held on March 25, 2022. The Company had obtained the listing & trading approvals for said allotments on April 07, 2022 & April 13, 2022 and the trading in the said allotted shares will commence from April 18, 2022. However, the said allotted shares will be under lock-in for a period of one year.

The paid-up capital as at the end of the F.Y. 2021-22 is ₹ 44,28,92,686/- (Rupees Forty-Four Crores Twenty-Eight Lakhs Ninety-Two Thousand Six Hundred and Eighty-Six Only) divided into 22,14,46,343 (Twenty-Two Crores Fourteen Lakhs Forty-Six Thousand Three Hundred and Forty-Three) equity shares of ₹ 02/- (Rupees Two Only) each.

Transfer to reserves

For the financial year ended March 31, 2022, the Company has not transferred any amount to General Reserves and Surplus Account.

Dividend

The Company has not declared any dividend during the year.

Buy Back of shares and disinvestment

The Company has not bought back any of its securities and there was no disinvestment during the Financial Year ended March 31, 2022.

Indian Accounting Standards (Ind AS)

The Company has adopted Indian Accounting Standards (Ind AS) with effect from April 1, 2017 pursuant to Ministry of Corporate Affairs' notification of the Companies (Indian Accounting Standards) Rules, 2015. The standalone and consolidated financial statements of the Company, forming part of the Annual Report, have been prepared and presented in accordance with all the material aspects of the Indian Accounting Standards ('Ind AS') as notified under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules 2015 (by Ministry of Corporate Affairs ('MCA')) and relevant amendment rules issued thereafter and guidelines issued by the Securities Exchange Board of India ("SEBI").

Transfer of unclaimed Dividend(s)/ Shares to Investor Education and Protection Fund

During the FY 2021-22, there was no unpaid/ unclaimed dividend pertaining to FY 2013-14 to be transferred to the Investors Education and Protection Fund ('IEPF') Account established by the Central Government.

Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the shares on which dividend remains unpaid / unclaimed for seven consecutive years or more shall be transferred to the Investor's Education and Protection Fund ('IEPF') after giving due notices to the concerned shareholders, which is not applicable to the Company during the year.

Unclaimed securities demat suspense account

There were no unclaimed securities to be kept in the demat suspense account.

Deposits

The Company has not accepted any deposits from public in terms of Section 73 of the Companies Act, 2013 and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet for the FY 2021-22.

Significant and material orders passed by the regulators

During the FY 2021-22, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Material changes and commitments

There were no material changes and commitments, affecting the financial position of the Company between the end of the financial year March 31, 2022 to which the financial statements relates and the date of signing of this report.

Board of Directors

During the start of the FY 2021-22, the following are the Directors on the Board of the Company

Sl.No.	Name of the Director	DIN	Designation
1	Mr Vishnu Ravi	01144902	Executive Director
2	Mr Siva Lakshmana Rao Kakarala	03641564	Non-executive Director
3	Mr Srinivas Medasani	00827476	Independent Director
4	Ms Karuna Gayathri Upadhyayula	07901195	Independent Director

Mr Vishnu Ravi resigned as Director of the Company on June 30, 2021 and Mr Srinivas Medasani resigned as Director of the Company on July 05, 2021. The board placed vote of appreciation for their services during their tenure.

The Board of Directors in its meeting held on July 06, 2021 had appointed Mr Kaushik Yalamanchili holding DIN: 07334243 as Additional Director in the promoter category and Mr Manideep Katepalli holding DIN: 07840019 as Additional Director in the Independent Director category.

Upon recommendations of the Nomination and Remuneration Committee in its meeting held on September 16, 2021, the Board of Directors in

its meeting held on September 16, 2021, appointed Mr Kaushik Yalamanchili as Managing Director of the Company for a period of three years subject to the approval of members and the members approved his appointment at the 33rd AGM of the Company held on December 27, 2021.

The Board of Directors in its meeting held on March 12, 2022 had appointed Mr Srinivas Rao Kolli holding DIN: 07980993 and Mrs Venkata Naga Lavanya Kandala holding DIN: 07891405 as Additional Directors in the Independent Director category subject to approval of members within a period of 3 (three) months from the date of their appointment.

The members through postal ballot dated June 04, 2022 approved the appointment of Mr Srinivas Rao Kolli and Mrs Venkata Naga Lavanya Kandala as Directors of the Company in the Independent Director category for a period of five years w.e.f., March 12, 2022.

As on March 31, 2022, the board of directors of the Company consists of the following directors:

Sl.No.	Name of the Director	DIN	Designation
1	Mr Kaushik Yalamanchili	07334243	Chairman & Managing Director
2	Mr Siva Lakshmana Rao Kakarala	03641564	Non-executive Director
3	Mr Manideep Katepalli	07840019	Independent Director
4	Ms Karuna Gayathri Upadhyayula	07901195	Independent Director
5	Mr Srinivas Rao Kolli	07980993	Independent Director
6	Mrs Venkata Naga Lavanya Kandala	07891405	Independent Director

Key Managerial Personnel

During the FY 2021-22, the Company is having the following KMPs

1. Mr Vishnu Ravi – Managing Director[1]
2. Mr Muralikrishnan Sadasivan Madurai – Company Secretary[2]
3. Mr Kaushik Yalamanchili – Managing Director[3]
4. Mr Muralikrishnan Sadasivan Madurai – Chief Financial Officer[4]
5. Mr Srikanth Reddy Kolli – Company Secretary[5]
6. Mr Srinivasan Arunachalam – Chief Executive Officer[6]

[1] Mr Vishnu Ravi was resigned w.e.f. June 30, 2021.

[2] Mr Muralikrishnan Sadasivan Madurai was resigned w.e.f. September 30, 2021.

[3] Mr Kaushik Yalamanchili was appointed w.e.f. September 16, 2021.

[4] Mr Muralikrishnan Sadasivan Madurai was appointed w.e.f. October 01, 2021.

[5] Mr Srikanth Reddy Kolli was appointed w.e.f. October 01, 2021.

[6] Mr Srinivasan Arunachalam was appointed w.e.f. February 12, 2022.

Declaration by the Independent Directors

The Company has received declarations from all independent directors of the Company confirming that they continue to meet the criteria of independence, as prescribed under Section 149 of the Companies Act, 2013, rules made there under and SEBI LODR Regulations. The Independent Directors have also confirmed that they have complied with the Company's code of conduct.

Policy on Directors' appointment and remuneration and other details

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors and Senior Management personnel and fix their remuneration. The detailed policy is available on the Company's website at www.mic.co.in.

Annual Board Evaluation

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

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

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

The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was

discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Criteria for Performance Evaluation:

a. Ability of the candidates to devote sufficient time and attention to his professional obligations as Independent Director for informed and balanced decision making.

b. Adherence to the Code of Conduct in letter and in spirit by the Independent Directors.

c. Bringing objectivity and independence of view to the Board's discussions in relation to the Company's strategy, performance, and risk management

d. Statutory Compliance and ensuring high standards of financial probity and Corporate Governance

e. Responsibility towards requirements under the Companies Act, 2013, Responsibilities of the Board and accountability under the Director's Responsibility Statement.

Familiarisation Programme

A handbook covering the role, functions, duties and responsibilities and the details of the compliance requirements expected from the Directors under the Act, and relevant Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were given and explained to the new Directors.

The newly appointed Directors are given induction and orientation with respect to Company's Vision, Core purpose, Core Values and Business operations. In addition, detailed presentations are made by Senior Management Personnel on business environment, performance of the Company at every Board Meeting.

The above initiatives help the Directors to understand the Company, its business and the regulatory framework in which the Company operates and enables the Directors to fulfil their role/responsibility.

Details of Familiarization Programme for the Independent Directors are uploaded on the website of the Company at www.mic.co.in.

Particulars in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo

The information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 are provided in the **Annexure-I** forming part of this Report.

Subsidiary, Associate and Joint Venture Companies

As on April 01, 2021, your Company has one wholly owned subsidiary – M/s. MIC Electronics Inc., USA. The said subsidiary has been wound up and dissolved under the laws of the state of California, USA w.e.f. June 21, 2021.

As on March 31, 2022, your Company is having one subsidiary (50.99%) – M/s. Bikewo Green Tech Pvt Ltd (formerly known as M/s. Right Automobiles Pvt Ltd).

As per the provisions of Section 129(3) of the Companies Act, 2013 (the Act) read with Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statements of the Subsidiary in Form AOC-1 is enclosed as **Annexure-II** to this Report.

Performance and financial position of each of the subsidiaries, associates and joint ventures: As per Rule 8 of Companies (Accounts) Rules, 2014, a Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies of the Company is enclosed as **Annexure-II** to this Report.

Related Party Transactions

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business. There were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions were placed before the Audit Committee and also the Board for approval, where ever required. Prior omnibus approval of the Audit Committee was obtained for the transactions which are of a foreseeable and repetitive nature. A statement giving details of all related party transactions entered into pursuant to the omnibus approval so granted were placed before the Audit Committee and the Board of Directors on a quarterly basis. The Company has developed a Policy on Related Party Transactions for the purpose of identification and monitoring of such transactions. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website www.mic.co.in.

The particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 is prepared in Form AOC-2 pursuant to clause (h) of the Companies (Accounts) Rules, 2014 and the same is annexed herewith as **Annexure-III** to this Report.

Statement of Particulars of Appointment and Remuneration of Managerial Personnel/ employees:

Information required pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided along with a statement containing, inter alia, names of employees employed throughout the financial year and in receipt of remuneration of Rs. 102 lakhs or more, employees employed for part of the year and in receipt of Rs. 80.50 lakhs or more per annum, pursuant to Rule 5(2) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided as

Annexure-IV to this report.

Statutory Auditors

At the 33rd AGM held on December 27, 2021, the members approved the appointment of M/s. Bhavani & Co., Chartered Accountants (Firm Registration No. 012139S) as Statutory Auditors of the company to hold office for a period of five years from the conclusion of 33rd AGM till the conclusion of the 38th AGM. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 07, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the ensuing AGM.

Auditors' Report

(a) Statutory Auditors Report

The board of directors in its meeting held on May 25, 2022 duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2022 and has noted there were no qualifications/ emphasis of the matter and hence no management replies were required to be given.

(b) Internal Auditors

During the year under review, the Company has appointed M/s. RKSB & Associates, Chartered Accountants, Hyderabad as internal auditors to review internal controls and operating systems and procedures as per the scope of audit.

The Board of Directors, on recommendation of the Audit Committee appoints/re-appoints the Internal Auditors of your Company every year in compliance with Section 138 of the Act read with the Companies (Accounts) Rules, 2014.

(c) Cost Auditors

Pursuant to the rules made by the Central Government under sub-section (1) of Section 148 of the Act, the maintenance of cost records is not applicable to the company for the year under review.

(d) Cost Audit Records

Appointment of Cost Auditors is not applicable as the turnover is less than applicable limit and hence maintenance of cost records was not applicable to the Company.

(e) Secretarial Auditors and Report

The Board has appointed Mr Y Ravi Prasada Reddy proprietor of M/s. RPR & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for the financial year ended March 31, 2022 who had given their consent and eligibility to act as the Secretarial Auditors of the Company.

The Secretarial Audit for the financial year ended March 31, 2022, was carried out by M/s. RPR & Associates, Practicing Company Secretaries. The Report given by the Secretarial Auditors in Form MR-3 is annexed as **Annexure-V** and forms integral part of this Report.

The board of directors in its meeting held on July 20, 2022 duly reviewed the Secretarial Auditor's Report for the year ended March 31, 2022 and has noted the following qualifications/ observations/ deviations together with the management replies:

Secretarial Auditors Qualifications in the Secretarial Audit Report	Management Replies
Delay in compliance with various regulations of SEBI LODR like Regulation 7, 13, 23(9), 31, 46 etc	The Company complied with the requirement of said regulations with delay due to Covid-19 and the transition process from Resolution Professional (RP) to the new management as per the Resolution Plan approved by the Hon'ble NCLT, Hyderabad bench.
Delay in submission of Annual Secretarial Compliance Report for the FY 2020-21 as required by the SEBI Circular dated February 08, 2019.	The then secretarial auditor of the Company who was supposed to give this report was demised in the Month of May 2021 and henceforth it was submitted with delay after appointing new secretarial auditor for issuing the said report.
Delay in compliance of Section 203(1) of the Companies Act, 2013 with respect to appointment of Chief Financial Officer during the FY 2021-22.	The Company appointed the Chief Financial Officer w.e.f. October 01, 2021.
Delay in compliance of Section 138, read with rule 13 of Companies Accounts Rules, 2014 with respect to Appointment of Internal auditor.	The Company appointed the internal auditors in its board meeting held on November 12, 2021 to audit for the whole financial year 2021-22 on a quarterly basis.
Delay in compliance of Section 21A of Securities Contracts (Regulation) Act, 1956 read with Rule 21 of Securities Contracts (Regulation) Rules, 1957 and SEBI (Regulatory fees on Stock Exchanges) Regulations, 2006.	All the dues of stock exchanges were paid during the year 2021-22 by the new management.

During the year, the Stock Exchanges levied Fines/ penalties on the Company for non-compliance or delay compliance with SEBI LODR Regulations/ non-submission or delay in submission of various disclosures/ certificates required to be submitted under SEBI LODR Regulations.	The Company applied for waiver of SOP fines with the stock exchanges based on the immunity provided under the Resolution Plan approved by the Hon'ble NCLT, Hyderabad bench and obtained the waiver from both the BSE & NSE on March 09, 2022 & March 10, 2022.

In terms of the amended SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company had obtained the Secretarial Compliance certificate for the FY 2021-22 from M/s. RPR & Associates, Practicing Company Secretaries which is annexed as **Annexure-V(A)** and forms integral part of this Report and the same was also intimated to the Stock Exchanges where the shares of the Company are listed.

Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Company has obtained a certificate on non-disqualification of directors from Mr Y Ravi Prasada Reddy, (Membership No. : FCS 5783), Proprietor of M/s. RPR & Associates, Practicing Company Secretaries (PCS Registration No. 5360) which is annexed as **Annexure-V(B)** and forms integral of this Report.

Corporate Social Responsibility (CSR)

Since the Company did not have profits (average net profits for the last three financial years), it was not obligated to contribute towards CSR activities during FY 2021-22. However, the Company is committed to build its CSR capabilities on a sustainable basis and undertake CSR activities as and when the opportunity arises.

The Annual Report on Corporate Social Responsibility u/s 135 of the Companies Act, 2013 is not required to be given as the Company was not required to contribute towards CSR activities during FY 2021-22.

Management Discussion and Analysis Report

In terms of the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the Management's Discussion and Analysis for the year ended march 31, 2022 is annexed hereto as **Annexure-VI** and forms integral of this Report.

Corporate Governance

Corporate governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. It is imperative that your company's affairs are managed in a fair and transparent manner. This is vital to gain and retain the trust of the stakeholders.

The Report on corporate governance for the year ended March 31, 2022, pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto as **Annexure-VII** and forms integral of this Report.

Auditors' certificate on Corporate Governance

As required by SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the auditor's certificate on corporate governance regarding the compliance of conditions forms integral of this Report.

Statement containing additional information as required under Schedule V of the Companies Act, 2013

A statement containing additional information as required under Clause IV of Section II of Part II of Schedule V of the Companies Act, 2013 is provided in the Report on Corporate Governance, which forms part of this Annual Report.

Risk Management

During the year, the risk assessment parameters were reviewed. The audit committee reviewed the element of risks and the steps taken to mitigate the risks. In the opinion of the Board, there are no major elements of risk which have the potential of threatening the existence of the Company.

The audit committee provides the framework of Risk Management by describing mechanisms for the proactive identification and prioritization of risks based on the scanning of the external environment and continuous monitoring of internal risk factors.

Analysis of the risks identified is carried out by way of focused discussion at the meetings of the Board. The robust governance structure has also helped in the integration of the Enterprise Risk Management process with the Company's strategy and planning processes where emerging risks are used as inputs in the strategy and planning process. Identified risks are used as one of the key inputs in the strategy and business plan.

Internal Financial Control Systems and their adequacy

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

Various Audit Systems in the Company monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the audit reports, Company undertakes corrective actions in respective areas and strengthens the control. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board periodically.

The Board of Directors of the Company have adopted various policies like Related Party Transactions policy, Whistle Blower Policy and such other procedures for ensuring the orderly and efficient conduct of its business for safeguarding 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. The details in

respect of internal financial control and their adequacy are included in the management discussion & analysis, which forms part of this report.

Consolidated Financial Statements

The Consolidated Financial Statements of the Company and its subsidiary for FY 2021-22, are prepared in compliance with the applicable provisions of the Act and as stipulated under Regulation 33 of the Listing Regulations as well as in accordance with the Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015. The Audited Consolidated Financial Statements together with the Auditor's Report thereon forms part of this Annual Report.

Pursuant to the provisions of Section 136 of the Act, the Financial Statements of the Company, Consolidated Financial Statements along with relevant documents and separate annual accounts in respect of subsidiary are available on the website of the Company. The annual accounts of the subsidiary and related detailed information will be made available to investors seeking information till the date of the ensuing 34th AGM.

Listing of Company's Equity Shares

The Company's Equity shares were listed with M/s. BSE Limited and M/s. National Stock Exchange of India Limited (Stock Exchanges). Due to capital reduction, from ₹ 44,05,08,638/- to ₹ 11,01,28,000/- approved by the Board of Directors in its meeting held on June 30, 2021 as required by the Resolution Plan approved by the Hon'ble NCLT, Hyderabad bench, the trading in shares of the Company suspended by the stock exchanges from June 24, 2021 onwards.

The stock exchanges i.e., NSE & BSE had granted approval for recommencement of trading in the said reduced capital of ₹ 11,01,28,000/- divided in to 5,50,64,000 equity shares of ₹ 2/- each with effect from December 17, 2021 and also obtained the trading approval from the stock exchanges for the newly allotted equity shares of 16,63,82,343 to the promoters and non-promoters w.e.f. April 18, 2022.

The Company has paid the Annual Listing Fees to the said Stock Exchange for the Financial Year 2021-22.

Whistle blower Policy

The Company has adopted a Whistle-blower Policy to provide a formal mechanism to the Directors, Employees and its Stakeholders to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. Protected disclosures can be made by a whistle-blower through several channels.

The Policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee. No personnel of the Company have been denied access to the Audit Committee.

The Whistle-blower Policy also facilitates all employees of the Company to report any instance of leak of Unpublished Price Sensitive Information. The Policy is also posted on the website of the Company at www.mic.co.in.

Reporting of Fraud

During the year under review, the Statutory Auditors, Internal Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, to the Audit Committee under Section 143(12) of the Act, details of which need to be mentioned in this Report.

Declaration as per Section 134(3) of the Companies Act, 2013

During the year, the statutory auditors and secretarial auditors have not reported any instances of frauds committed by or against the Company by its Directors/ Officers/ Employees to the Audit Committee or Board under section 143(12) of the Companies Act, 2013 and rules made thereof. Therefore, no details are required to be disclosed under Section 134 (3) (ca) of the Act.

Annual Return

As required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 (as amended), a copy of the Annual Return of the Company for the FY 2021-22 will be placed on the website of the Company at www.mic.co.in.

Prevention of Sexual Harassment of Women at Workplace

The Company has adopted policy on Prevention of Sexual Harassment of Women at Workplace in accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The internal complaints committee was duly constituted as required. During the financial year ended March 31, 2022, the Company has not received any Complaints pertaining to Sexual Harassment.

Particulars of Loans, Guarantees or Securities or Investments

During the year under review, the Company had given unsecured loan of ₹ 8 Crores to M/s. Swift Vitthiya Samavesh Pvt Ltd and made an investment of ₹ 3.33 Crores by way of subscribing to 10,40,300 equity shares of ₹ 10/- each at a premium of ₹ 22/- each of M/s. Bikewo Green Tech Pvt Ltd (formerly known as M/s. Right Automobiles Pvt Ltd).

Managing Director (MD) & Chief Financial Officer (CFO) Certification

The Managing Director and the Chief Financial Officer of the Company have given annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 for the FY 2021-22.

They had also given quarterly certification on financial results while placing the quarterly results before the Board in terms of Regulation 33(2)(a) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015.

The annual certificate given by the Managing Director & the Chief Financial Officer of the Company forms integral part of this report.

Meetings of the Board of Directors and its Committees during the Financial Year 2021-22

During the year under review, the Board convened eight (8) meetings. The dates of the eight meetings are June 30, 2021, July 06, 2021, August 14, 2021, September 16, 2021, November 12, 2021, February 12, 2022, March 12, 2022 and March 25, 2022.

The details were disclosed in the report on Corporate Governance which forms part of this Annual Report. The intervening gap between any two meetings was within the prescribed period.

All the recommendations made by committees of the Board including the Audit Committee were accepted by the Board. A detailed update on the Board, its composition, detailed charter including terms and reference of various Board Committees, number of Board and Committee meetings held during FY 2021-22 and attendance of the Directors at each meeting is provided in the Report on Corporate Governance, which forms part of this Report.

Committees of the Board

The Composition of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee are mentioned in the Report on Corporate Governance.

Nomination and remuneration policy

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy which lays down a framework in relation to selection, appointment and remuneration to Directors, Key Managerial Personnel and Senior Management of the Company. The details of Nomination and Remuneration Committee and Policy are stated in the Corporate Governance Report.

Human Resources

The management believes that competent and committed human resources are vitally important to attain success in the organisation. In line with this philosophy, utmost care is being exercised to attract quality resources and suitable training is imparted on various skillsets and behaviour. Various initiatives were undertaken to enhance the competitive spirit and encourage bonding teamwork among the employees, which resulted to uninterrupted operations of the Company and could achieve the targeted growth in the performance of the Company.

Insurance

All properties and insurable interests of the Company including buildings, plant and machinery and stocks have been fully insured.

Revision of Financial Statements

There was no revision of the financial statements for the year under review.

Compliance with SEBI (LODR) regulations, 2015

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has signed uniform listing agreement with M/s. BSE Limited and M/s. National Stock Exchange of India Limited and framed the required policies which are available on Company's website i.e., www.mic.co.in.

- Board Diversity Policy
- Policy on preservation of Documents
- Risk Management Policy
- Whistle Blower Policy
- Familiarisation programme for non-executive directors
- Sexual Harassment Policy
- Policy on related party transactions
- Code of Conduct and Ethics
- Nomination and Remuneration Policy
- Policy to determine materiality
- Code for prohibition of insider trading
- Code of fair disclosure

Non-Executive Directors Compensation and disclosures

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors. The details of sitting fee paid were given in the Report on corporate governance.

Industry Based Disclosure

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

Event Based Disclosure

During the year under review, the Company has not taken up any of the following activities:

1. **Issue of sweat equity share:** The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014.
2. **Issue of shares with differential rights:** The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014.

3. **Issue of shares under employee's stock option scheme:** The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act is required to be given.
4. **Disclosure on purchase by company or giving of loans by it for purchase of its shares:** The Company did not purchase or give any loans for purchase of its shares.
5. **Preferential Allotment of Shares:** The Company in its board meeting held on March 25, 2022 has allotted 16,63,82,343 equity shares of ₹ 02/- each on preferential basis to the promoters and non-promoters in compliance with the approved resolution plan and obtained the listing & trading approvals from the stock exchanges for the said allotment.

Employees Stock Options

No employee was issued Stock Option, during the year equal to or exceeding 1% of the issued capital of the Company at the time of grant.

Directors' Responsibility Statement

Pursuant to the requirement under Section 134 of the Companies Act, 2013 with respect to the Directors' Responsibility Statement, the Board of Directors of the Company hereby confirms:

i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
ii. Such accounting policies as mentioned in the notes to the financial statements have been selected and applied consistently and judgments and estimates that are reasonable and prudent made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2021-22 and of the statement of profit of the Company for that period;
iii. 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;
iv. The annual accounts for the year 2021-22 have been prepared on a going concern basis.
v. Those proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

That, a system to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Appreciation

The board wish to place on record its appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to stream line all the pending compliances and thereby to have a fresh start for the Company.

Cautionary Statement

Statements in this Report, particularly those which relate to Management Discussion and Analysis as explained in the Corporate Governance Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the circumstances.

Acknowledgement

The board take this opportunity to place on record their sincere thanks to the suppliers, customers, strategic partners, Banks and Financial Institutions, Insurance Companies, Central and State Government, Indian Railways, stakeholders and the shareholders for their support and co-operation extended to the Company from time to time. The board is pleased to record its appreciation of the sincere and dedicated services of the employees and workmen at all levels.

By order of the Board
For MIC Electronics Limited

Mr Kaushik Yalamanchili
Managing Director
DIN: 07334243

Mr Manideep Katepalli
Director
DIN: 07840019

Date: July 20, 2022
Place: Hyderabad

ANNEXURE-I

PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[(Information Under Section 134(3)(m) of The Companies Act, 2013, Read with Rules 8(3) of the Companies (Accounts) Rules, 2014]

FORM A

1. CONSERVATION OF ENERGY
   - (i) Energy Conservation measures : Nil
   - (ii) Total energy consumption : Nil

2. TECHNOLOGY ABSORPTION : Nil

FORM B

(Disclosure of particulars with respect to Technology Absorption)

A. Research and Development (R & D)
   1. Specific areas in which R & D is carried out by the company : NA
   2. Benefits derived as a result of the above R & D : NA
   3. Future plan of action : NA
   4. Expenditure on R & D : NA

B. Technology absorption, adaptation and innovation : NA

The Company is making all its efforts for improving productivity, product quality and reducing consumption of scarce raw materials and fuels.

3. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:

(Rs. In Lakhs)

Particulars	March 31, 2022 (12 Months)	March 31, 2021 (12 Months)
Earnings	Nil	Nil
Outgo	118.91	15.42

ANNEXURE-II

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part – A : Subsidiaries

1	Name of the subsidiary	M/s. Bikewo Green Tech Pvt Ltd (formerly known as M/s. Right Automobiles Pvt Ltd)
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 01, 2021 to March 31, 2022.
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	NA
4	Share capital (2040300 eq. shares of ₹ 10/- each)	₹ 20403000
5	Reserves & surplus	₹ 50930544
6	Total assets	₹ 149740511
7	Total Liabilities (excluding equity and reserves)	₹ 78406969
8	Investments	--
9	Turnover	₹ 138060348
10	Profit before taxation	₹ 2213467
11	Provision for taxation	₹ 694636
12	Profit after taxation	₹ 1518831
13	Proposed Dividend	--
14	% of MIC shareholding	50.99%

Names of subsidiaries which are yet to commence operations: Nil

Part – B: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

1	Names of Associates and Joint Ventures	--
2	Latest Audited Balance Sheet*	--
3	Shares of Associates held by the Company on the year end:	
	- Number of Shares of Rs. 10/- each.	--
	- Amount of Investment	--
	- Extent of Holding %	--
4	Description of how there is significant influence*	--
5	Reason why the Associates are not consolidated	--
6	Net worth attributable to shareholding as per latest audited Balance Sheet*	--
7	Profit / Loss for the year*	
	- Considered in Consolidation	--
	- Not considered in Consolidation	--

ANNEXURE-III

FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

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

   There were no contracts or arrangements or transactions entered into during the year ended March 31, 2022, which were not at arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis:

   The details of contracts or arrangements or transactions at arm's length basis are as follows:

Nature of contract & Name of the related party	Nature of relationship	Duration of Contracts	Salient Terms	Amount (Rs. in Lakhs)
Sales	-	-	-	-
Purchases	-	-	-	-
Managerial Remuneration				
1. Mr Kaushik Yalamanchili[1]	Managing Director	Three years	-	13.00
2. Mr Muralikrishnan S M[2]	Company Secretary	6 Months	-	6.00
3. Mr Muralikrishnan S M[3]	Chief Financial Officer	Ongoing		6.00
4. Mr Srikanth Reddy K[4]	Company Secretary	Ongoing		6.23
5. Mr Srinivasan Arunachalam [5]	Chief Executive Officer	Ongoing		1.21
Reimbursement of Expenses	-	-	-	-
Debit Balances	-	-	-	-
Credit Balances	-	-	-	-
Investments				
M/s. Bikewo Green Tech Pvt Ltd (formerly known as M/s. Right Automobiles Pvt Ltd)	Subsidiary (50.99%)	-	Investment in equity shares	332.90

[1] Mr Kaushik Yalamanchili was appointed as Managing Director w.e.f. September 16, 2021.

[2] Mr Muralikrishnan S M was resigned as Company Secretary w.e.f. September 30, 2021.

[3] Mr Muralikrishnan S M was appointed as Chief Financial Officer w.e.f. October 01, 2021.

[4] Mr Srikanth Reddy K was appointed as Company Secretary w.e.f. October 01, 2021.

[5] Mr Srinivasan Arunachalam was appointed as Chief Executive Office w.e.f. February 12, 2022 who was paid by way of reimbursement of actuals incurred for travelling and accommodation.

ANNEXURE-IV

The details of remuneration during the year 2021-22 as per Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2015 are as follows:

Information as per Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Amount in Rs.)

Name of Managerial Personnel	Designation	Remuneration FY 21-22 (12 Months)	Remuneration FY 20-21 (12 Months)	% of Increase / Decrease in Remuneration	Ratio of Remuneration to MRE	Ratio of Remuneration to	
						Revenues FY.21-22	Net Profit FY.21-22
[1] Mr Kaushik Yalamanchili	Managing Director	1300000	N.A.	--	4.70	0.0040	0.046
Key Managerial Personnel							
[2] Mr M S Murali Krishnan	Company Secretary	6,00,000	7,86,881	52.50	2.17	0.0019	0.021
[3] Mr M S Murali Krishnan	Chief Financial Officer	600000	N.A.	--	2.17	0.0019	0.021
[4] Mr Srikanth Reddy Kolli	Company Secretary	622800	N.A.	--	2.25	0.0019	0.021
[5] Mr Srinivasan Arunachalam	Chief Executive Officer	121436	N.A.	--	0.43	0.0003	0.004

[1] Mr Kaushik Yalamanchili was appointed as Managing Director w.e.f. September 16, 2021.
[2] Mr Muralikrishnan S M was resigned as Company Secretary w.e.f. September 30, 2021.
[3] Mr Muralikrishnan S M was appointed as Chief Financial Officer w.e.f. October 01, 2021.
[4] Mr Srikanth Reddy K was appointed as Company Secretary w.e.f. October 01, 2021.
[5] Mr Srinivasan Arunachalam was appointed as Chief Executive Office w.e.f. February 12, 2022 who was paid by way of reimbursement of actuals incurred for travelling and accommodation.

Remuneration paid to Independent Directors (Sitting Fee)

Sitting fee paid/ payable to Non-executive Directors for the period April 01, 2021 to March 31, 2022

Sl. No.	Name of the Director	Designation	Fee attending for Board Meeting
1	Mr M Srinivas	Independent Director	₹ 24000
2	Mrs U K Gayathri	Independent Director	₹ 160000
3	Mr Manideep Katepalli	Independent Director	₹ 136000
4	Mr Srinivas Rao Kolli	Independent Director	₹ 20000
5	Mrs Venkata Naga Lavanya Kandala	Independent Director	₹ 20000

1. The Median Remuneration of the employees of the Company during the financial year was ₹ 2,76,672/- PA.
2. In the financial year, there was negligible increase in the median remuneration employees compared to previous year.
3. The number of permanent employees on the rolls of the Company as of March 31, 2022 and March 31, 2021 was 38 and 36 respectively.
4. Variations in the market capitalization of the Company:
   a. The Market Capitalization as on March 31, 2022 was ₹ 370,92,26,245/- and as on March 31, 2021 was ₹ 14,53,67,850/-.
   b. Price earnings ratio of the Company as on March 31, 2022 was 15.38.
   c. Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer. The closing price of the company's equity shares on BSE as on March 31, 2022 was market valuer of ₹ 16.75/- for the Face value of ₹ 2/- per share each representing a 44.17% decrease over the IPO held on 2007 market value of ₹ 150/- each Face Value of ₹ 10/- per share.

      Sub-division of shares held during the year 2008 face value of ₹ 10/- each to ₹ 2/- each.

      Consolidation of shares by way of capital reduction from 22,02,54,319 equity shares of face value ₹ 2/- each to 5,50,64,000 equity shares of face value of ₹ 2/- each in the board meeting held on June 30, 2021 in compliance with the resolution plan approved by the Hon'ble NCLT, Hyderabad bench.

      Allotment of 16,63,82,343 equity shares of face value of ₹ 2/- each to the new promoters and strategic investors in the board meeting held on March 25, 2022 in compliance with the resolution plan approved by the Hon'ble NCLT, Hyderabad bench.
5. The key parameters for the variable component of remuneration availed by the directors, if any, are considered as per the Nomination and Remuneration Policy during the period April 01, 2021 to March 31, 2022.
6. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year is 1 : 0.6 ratio of Managerial Remuneration and it is hereby confirmed that the remuneration is as per the remuneration policy of the Company.
7. During the year under review, none of the employees are receiving remuneration as set out in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

03

SECRETARIAL AUDITORS' REPORT

ANNEXURE-V

Form No. MR-3

SECRETARIAL AUDIT REPORT

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

To
The Members of
MIC Electronics Limited
Hyderabad

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

Based on our 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, we hereby report that in our opinion, the Company has, during the audit period covering the period ended on March 31, 2022 (consisting of 12 months from 01.04.2021 to 31.03.2022), generally complied with the statutory provisions listed hereunder and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period ended on March 31, 2022 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - 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) (Amendment) Regulations, 2018 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2018 - Not applicable to the Company during the audit period;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not applicable to the Company during the audit period;

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by "The Institute of Company Secretaries of India" (ICSI).

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into with M/s. BSE Limited and M/s. National Stock Exchange of India Limited.

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

i. Delay in compliance with the provisions of Section 203 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 with respect to appointment of Chief Financial Officer (CFO) of the Company by appointing the CFO from October 01, 2021.

ii. Delay in compliance of Section 138 read with rule 13 of Companies Accounts Rules, 2014 with respect to Appointment of Internal auditor by appointing the internal auditors in the board meeting held on November 12, 2021.

iii. Delay in compliance with various regulations of SEBI LODR like Regulation 7, 13, 23(9), 31, 46 etc

iv. Delay in compliance of Section 21A of Securities Contracts (Regulation) Act, 1956 read with Rule 21 of Securities Contracts (Regulation) Rules, 1957 and SEBI (Regulatory fees on Stock Exchanges) Regulations, 2006.

v. Delay in submission of Annual Secretarial Compliance Report for the FY 2020-21 as required by the SEBI Circular dated February 08, 2019.

vi. During the year, the Stock Exchanges levied fines/ penalties on the Company for non-compliance and/or delay in compliance with SEBI LODR Regulations/ non-submission or delay in submission of various disclosures/ certificates required to be submitted under SEBI LODR Regulations. However, based on the Resolution Plan approved by the Hon'ble NCLT, Hyderabad bench, the Company applied and obtained the waiver of said penalties / fines from the stock exchanges on March 09&10, 2022.

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under specific laws applicable to the Company.

We further report that:

As at March 31, 2022, the Board of Directors of the Company has been constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors as required under the provisions of Section 149, 177 and 178 of the Companies Act, 2013 regarding minimum of number of independent directors on the Board, Audit committee and Nomination and remuneration committee. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Decisions at the Board Meetings and committee meetings were taken unanimously.

We 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.

We further report that during the year under review:

(i) the Company consolidated its shares by way of capital reduction from 22,02,54,319 equity shares of face value ₹ 2/- each to 5,50,64,000 equity shares of face value of ₹ 2/- each in the board meeting held on June 30, 2021 in compliance with the resolution plan approved by the Hon'ble NCLT, Hyderabad bench due to which the trading in the Company shares have been suspended w.e.f. June 24, 2021. The Company obtained approvals from the stock exchanges for the said reduction and recommencement of trading in the said reduced shares w.e.f. December 17, 2021.

(j) The Company issued and allotted 16,63,82,343 equity shares of face value of ₹ 2/- each to the new promoters and strategic investors in the board meeting held on February 12, 2022 and March 25, 2022 in compliance with the resolution plan approved by the Hon'ble NCLT, Hyderabad bench and obtained the listing and trading approvals from the stock exchanges. The trading approval is effective from April 18, 2022.

The compliance by the Company of the applicable financial laws, labour laws, filing of periodical returns, maintenance of financial records and books of accounts have not been reviewed by us since the same have been subject to review by Statutory Auditors, Internal Auditors and other professionals.

For RPR & ASSOCIATES
Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
UDIN: F005783D000654838

Date: 20.07.2022.
Place: Hyderabad

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

ANNEXURE

To
The Members of **MIC Electronics Limited**
Hyderabad

Our Secretarial Audit Report of even date is to be read along with this letter.

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

For RPR & ASSOCIATES
Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
UDIN: F005783D000654838

Date: 20.07.2022.
Place: Hyderabad

04

ANNUAL SECRETARIAL COMPLIANCE CERTIFICATE

ANNEXURE-V(A)

Annual Secretarial Compliance Report of
M/s. MIC Electronics Limited for the year ended 31.03.2022
(Pursuant to circular dated 8thFebruary, 2019 issued by SEBI)

We, M/s. RPR and Associates, Company Secretaries, Hyderabad, have examined:

(a) all the documents and records made available to us and explanation provided by M/s. MIC Electronics Limited (CIN: L31909TG1988PLC008652) having its registered office at Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500 051, ("the listed entity");;

(b) the filings/ submissions made by the listed entity to the stock exchanges;

(c) website of the listed entity; and

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification/report,

For the year ended 31st March, 2022 ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) and amendments from time to time;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not applicable during the period under review;

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- Not applicable during the period under review;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable during the period under review;

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - Not applicable during the period under review;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments from time to time;

(i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2018 regarding the Companies Act and dealing with client;

and clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries";

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sl. No.	Compliance Requirement (Regulations/ Circulars /Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Delay in submission of Annual Secretarial Compliance Report for the FY 2020-21 under Regulations 23(9) of SEBI LODR	Not submitted within the stipulated period.	Submitted the said report to the stock exchanges with delay due to the demise of previous secretarial auditor and appointment of new secretarial auditor for issuing the said report.
2	Delay in appointment of Chief Financial Officer (CFO) under Regulation 2(f)(d) of SEBI LODR	Not appointed the CFO at the beginning of the FY 2021-22	Appointed the CFO w.e.f. October 01, 2021.
3	Delay in compliance with various regulations of SEBI LODR like Regulation 7, 13, 17, 23(9), 31, 33, 46 etc.,	The Company has complied with the provisions of the various regulations under SEBI LODR, beyond the due date(s).	The Company has complied with the provisions of the various regulations under SEBI LODR, with delay. The list of fines levied by the exchanges for the said violations were waived by the stock exchanges during the year under review.

(b) Based on the management representation, the listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from our examination of those records;

ANNUAL SECRETARIAL COMPLIANCE CERTIFICATE

(c) During the Review Period, no actions has been taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder except levying fines/ penalties by the exchanges for non-submissions or delay in submissions as required under the provisions of the SEBI (LODR) Regulations, 2015. The Company, based on the immunity provided under the resolution plan approved by the Hon'ble NCLT, Hyderabad bench, applied for waiver of the said fines and penalties with the stock exchanges i.e., BSE & NSE and obtained waiver on March 09 &10, 2022 for all the fines/ penalties pending till the waiver order.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports.

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity.
1	Not submitted the Annual Secretarial Compliance Report for FY 2019-20 due to the process of Insolvency	Submission of Annual Secretarial Compliance Report for the FY 2019-20 under Regulations 23(9) of SEBI LODR	No action was taken since the secretarial auditor appointed for that year was demised.	No Comment
2		Appointment of Chief Financial Officer under Regulation 2(f)(d) and violation of Regulation 17(8) of SEBI LODR	Appointed the Chief Financial Officer w.e.f. October 01, 2021.	Complied with delay.
3		Non-compliance with various regulations of SEBI LODR like Regulation 7, 13, 17, 23(9), 31, 33, 46 etc.,	Complied with delay and obtained the waiver of fines from the stock exchanges for the delay in compliance.	Complied with delay and obtained the waiver of fines and penalties from BSE & NSE.

During the review period, the Company had implemented the structuring of equity capital and fresh issue of equity shares to resolution applicant(s) as contemplated under clause 7 of the approved resolution plan by the Hon'ble National Company Law Tribunal, Hyderabad bench, the details are given below.

The Board Meeting held on June 30, 2021 approved the reduction of capital from ₹ 44,05,08,638/- comprising of 22,02,54,319 equity shares of ₹ 2/- each to ₹ 11,01,28,000/- comprising of 5,50,64,000 equity shares of ₹ 2/- each and obtained the approval for recommencement of trading for the said reduced capital from the stock exchanges w.e.f., December 17, 2021. Thereafter, in the Board Meeting held on February 12, 2022 issued the said reduced equity shares of 16,51,90,319 to the resolution applicant(s) i.e., new promoters and to the strategic investors i.e., non-promoters. In addition to the above shares, the Board also issued 11,92,024 equity shares to the strategic investors. The total issue size is 16,63,82,343 equity shares at different prices i.e., for the new promoters the issue price is ₹ 3.40/- per share (including the premium of ₹ 1.40/- per share) and to the non-promoters the issue price is ₹ 20/- per share (including the premium of ₹ 18/- per share). The Company obtained the in-principal approvals from the stock exchanges on March 15, 2022 and vide its Board Meeting held on March 25, 2022 allotted the said shares. The Company obtained the listing approvals from the stock exchanges on April 05, 2022 (NSE) and April 07, 2022 (BSE) for the said allotted shares. The Company obtained the trading approvals from the stock exchanges on April 13, 2022 for the said allotted 16,63,82,343 equity shares of ₹ 2/- each w.e.f., April 18, 2022.

For RPR & ASSOCIATES
Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
Peer Review Certificate No. 1425/2021
UDIN: F005783D000288538

Date: 09.05.2022.
Place: Hyderabad

04

ANNUAL SECRETARIAL COMPLIANCE CERTIFICATE

ANNEXURE-V(B)

CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
M/s. MIC ELECTRONICS LIMITED
A4/II, Electronic Complex,
Kushaiguda, Hyderabad,
Telangana - 500062.

We have examined and verified the books, papers, minute books, forms and returns filed and other records maintained by M/s. MIC Electronics Limited (hereinafter referred to as the "Company") having its registered office at Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500051 and the information provided by the Company and its directors and also based on the information available at the websites of Ministry of Corporate Affairs (i.e. www.mca.gov.in) and Securities and Exchange Board of India (i.e. www.sebi.gov.in), we hereby certify that as on the date of this certificate, none of the below mentioned directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

Sl No	Name of the Director	Director Identification Number (DIN)
1	Mr Kaushik Yalamanchili	07334243
2	Mr Siva Lakshmana Rao Kakarala	03641564
3	Mr Manideep Katepalli	07840019
4	Mrs Karuna Gayathri Upadhyayula	07901195
5	Mr Srinivas Rao Kolli	07980993
6	Mrs Venkata Naga Lavanya Kandala	07891405

For RPR & ASSOCIATES
Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
UDIN: F005783D000654631

Date: July 20, 2022.
Place: Hyderabad

ANNEXURE-VI

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Developments

In the context of the changed scenario in terms of Technological Developments, Business Environment and the catastrophic situation the entire world is going through in the wake of COVID-19 pandemic, Your Company's core strength is Technology and Product innovation in the domain of LEDs, communications and Embedded Electronics. The company would strive to leverage on its long-standing experience in the field of LED Display and mini / micro-LED TV products by bringing out contemporary high-end display systems that will find applications in several areas that are of relevance in both urban and rural parts of India and elsewhere in the world. During the year under review, your Company entered in to new business verticals i.e., manufacturing/ assembling/ trading of oxygen concentrators (medical equipment) and electric two wheelers & its batteries which are the emerging markets for business.

Business analysts have projected huge global demand for Display products of various types (flat panel, flexible panel and transparent panel), of various technologies (OLED, Quantum Dot, LED, LCD, e-Paper and others), various applications (Smart phones, tablets, Smart wearable's, television, Digital Signage, PC, laptop, vehicle display and others), various industry verticals (Health care, Consumer Electronics, Retail, BFSI, Defence, Automotive etc) and various geographical domains (North America, Europe, Asia Pacific and LAMEA (Latin America, Middle East, Africa) countries. Annual demand for these products is projected as around US $ 200 Billion by the year 2025. The major chunk of demand is projected for North America (66 billion). Average CAGR is projected as 7.4% while for North America it is 4.7% and for Asia Pacific the estimated CAGR is 11.4%. These estimates have to be taken as indicative and suitable corrections have to be incorporated considering the COVID situation.

Your company needs to make a careful choice in respect of Display types & technologies, products, applications and targeted market regions while drawing up its Business Plans. The new management of the Company is studying the business lines of the Company to identify profit generating segments and to revive the Company, to a robust profit-making enterprise.

Opportunities and Threats

Your company is essentially an R&D driven company and has several firsts to its credit in terms of product innovations. However, historically its weaknesses have been in terms of marketing, revenue generation, HR management, cash-flow management, risk analysis, customer support management, intellectual property protection and structured planning in an overall sense. This new management team has focused on abovementioned weaknesses and is working to establish and implement the standard operating practices by observing leaders in respective filed.

Segment–wise or product-wise performance

Your Company is operating in multiple segments i.e., LED based products, medical equipment (oxygen concentrators), electric two wheelers & its batteries. During the year under review, sales from LED lightings including Solar LED Street lights and sales from LED display boards were to the tune of ₹ 14.00 Lakhs. The revenue generated from AMC contracts of Indian Railways and other private agencies was ₹ 105.60 Lakhs. The revenue generated from the oxygen concentrators was ₹ 2987.38 Lakhs.

Outlook

The Pandemic COVID has not only proved to be a fatal health hazard but also led to substantial changes in the habits and practices of people in the areas of entertainment, sports and education. These changes essentially mean avoidance of mass gatherings and the trend is expected to continue for quite some time not only in India but the world over. This changed scenario will be a design parameter for your company new display products with a target application like: Railway and other transportation applications, Bezel free Video walls, Conference rooms, Video Conferencing applications etc. During the year under review, the Company had successfully completed the Order received from the ONGC for supply of 5000 units of Oxygen Concentrators and the order value is Rs. 34 Crores inclusive of taxes and is expecting similar kind of orders in the near future. The new management of the Company is focusing on identifying the profit generating business lines of the Company apart from continuing the AMCs in order to strengthen the Company. The Company has also entered the business of electric two wheelers & its batteries and is expecting potential upward growth in this line of business in the years to come.

Risks and concerns.

The weak-link of your company historically has been the Marketing and Revenue generation despite the fact that the company has cutting-edge technology and better than contemporary products. This gap needs to be bridged forthwith as the top most priority and marketing strategies have to be efficiently and effectively tuned.

Concerned agencies, identified as responsible for promoting the products and generating revenues will be taken into confidence before / during the product conceptualisation and introduction whenever and wherever necessary, help of market research teams of proven reputation will be sought before embarking on product development.

With respect to customized application products, suitable incentive schemes will be devised for the teams responsible for successfully executing the projects.

While your company has been endeavouring to safeguard its intellectual property by applying for patents, copyrights and trademarks, it has not succeeded in taking effective actions against agencies which are infringing on its patent rights. Effective steps will be taken by hiring the services of experienced legal teams to tackle the situations.

HR management is a discipline which needs to be strengthened in a large measure to effectively manage the faculties of discipline, compensation, reward / redressal schemes and career progressions in your company.

Also, the main goal of the organization will be to meet its financial obligations in terms of profitability and healthy cash flows. All the activities of your company will work to fall in line to meet this core objective.

Internal Financial Control Systems and their Adequacy

The Company has adequate internal financial control systems and procedures in all operational areas and at all levels equipment's procurement, finance, administration, marketing and personnel departments. The Audit committee reviews the adequacy of internal controls from time to time.

Financial review

The Highlights of Financial Operational Performance are given below: (Rs. In Lakhs)

Particulars	2021-22	2020-21	2019-20
Total Income	3233.57	423.24	285.35
Total Expenditure	2952.48	964.56	2678.92
Profit before Tax	281.09	(541.32)	(2393.57)
Provision for Tax	--	--	--
Profit after Tax	281.09	(541.32)	(2393.57)
Transfer to General Reserve	--	--	--
Profit available for appropriation	--	--	--
Provision for Proposed Dividend	--	--	--
Provision for Corporate Tax	--	--	--

The total revenue of the Company for the financial year ended March 31, 2022 is ₹ 3233.57 lakhs as compared to the previous year's total revenue of ₹ 423.24 lakhs. During this financial year the Company has earned a net profit of ₹ 281.09 lakhs as against the previous year's net loss of ₹ 541.32 lakhs.

Human Resources Development and Industrial Relations

The Company believes that the quality of its employees is the key to its success in the long run and is committed to provide necessary human resource development.

Industrial relations during the year are cordial and the Company is committed to maintain the same in future.

By order of the Board
For MIC Electronics Limited

Mr Kaushik Yalamanchili
Managing Director
DIN: 07334243

Mr Manideep Katepalli
Director
DIN: 07840019

Date: July 20, 2022
Place: Hyderabad

ANNEXURE-VII

REPORT ON CORPORATE GOVERNANCE

The Company was admitted to corporate insolvency resolution process ("CIRP") vide order of the National Company Law Tribunal ("NCLT"), Principal Bench, Hyderabad dated March 13, 2018 ("Insolvency Commencement Date") under the provisions of the Insolvency and Bankruptcy Code, 2016("Code"). In connection with the corporate insolvency resolution process of the Company, the NCLT vide its order dated July 31, 2019 approved the Resolution Plan ("IBC/NCLT Order") submitted by M/s. Cosyn Limited Consortium (M/s. Cosyn Limited, M/s. RRK Enterprise Pvt Ltd and Mr Siva Lakshmana Rao Kakarala). Pursuant to the NCLT Order dated July 31, 2019, a new Board has been constituted on August 07, 2019 ("Reconstituted Board" or "Board") and a new management was put in place. In accordance with the provisions of the Code and the NCLT order, the approved resolution plan is binding on the Company and its employees, members, creditors, guarantors and other stakeholders involved.

1. Company's philosophy on corporate governance

M/s. MIC Electronics Limited set the highest standards of Corporate Governance right from its inception benchmarked with the best class practices across the globe. Effective Corporate Governance is the manifestation of professional beliefs and values, which configures the organizational values, credo and actions of its employees. The aim of "Good Corporate Governance" is to ensure commitment of the board in managing the company in a transparent manner for maximizing long-term value of the company for its shareholders and all other partners. It integrates all the participants involved in a process, which is economic, and at the same time social. The Company's core philosophy on the code of Corporate Governance is to ensure:

- Fair and transparent business practices;
- Accountability for performance;
- Compliance of applicable statute;
- Transparent and timely disclosure of financial and management information;
- Effective management control and monitoring of executive performance by the Board; and
- Adequate representation of promoter, executive and independent directors on the Board.

Hence it harmonizes the need for a company to strike a balance at all times between the need to enhance shareholders' wealth whilst not in any way being detrimental to the interests of the other stakeholders in the company.

2. Board of Directors

a. Composition and Category of Directors

In terms of compliance with the regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI Listing Regulations, 2015", the Company endeavour to have an optimum combination of Executive and Non-Executive Directors to maintain the independence of the Board and separate the functions of Governance and Management through Board and Committees. As at March 31, 2022, the Board of Directors ("Board") comprises of Six Directors, of which one is Executive, one is Non-Executive Non-Independent and the other four are Independent Directors. The composition and category of the Board of Directors is as follows:

S.No.	Name of Director	Designation	Category
1	Mr Kaushik Yalamanchili	Managing Director	Promoter group
2	Mr Siva Lakshmana Rao Kakarala	Non-Executive Director	Promoter group
3	Mr Manideep Katepalli	Director	Independent
4	Mrs Karuna Gayathri Upadhyayula	Director	Independent
5	Mr Srinivas Rao Kolli	Director	Independent
6	Mrs Venkata Naga Lavanya Kandala	Director	Independent

Note: Mr Vishnu Ravi resigned as Director w.e.f. June 30, 2021 and Mr Srinivas Medasani resigned as Director w.e.f. July 05, 2021.

b. Attendance of each director at the Board meetings and at the last Annual General Meeting

The particulars of attendance of Board Meetings and Annual General Meeting by Directors for the financial year ended March 31, 2021 has been set out here below:

S.No.	Name of Director	No. of Board Meetings		Attendance at last AGM
		Held	Attended	
1	Mr Vishnu Ravi[1]	1	1	No
2	Mr Siva Lakshmana Rao Kakarala	8	8	No
3	Mr Srinivas Medasani[2]	1	1	No
4	Mrs Karuna Gayathri Upadhyayula	8	8	No
5	Mr Manideep Katepalli[3]	7	7	Yes
6	Mr Kaushik Yalamanchili[4]	7	7	Yes
7	Mr Srinivas Rao Kolli[5]	2	2	No
8	Mrs Venkata Naga Lavanya Kandala[6]	2	2	No

[1] Mr Vishnu Ravi resigned on June 30, 2021.
[2] Mr Srinivas Medasani resigned on July 05, 2021.
[3] Mr Manideep Katepalli appointed on July 06, 2021.
[4] Mr Kaushik Yalamanchili appointed on July 06, 2021.
[5] Mr Srinivas Rao Kolli appointed on March 12, 2022.
[6] Mrs Venkata Naga Lavanya Kandala appointed on March 12, 2022.

c. Number of other Directorships, Committee Membership(s) & Chairmanship(s):

S.No.	Name of Director	Other Directorships	Committee Membership	Committee Chairmanship
1	Mr Kaushik Yalamanchili	3	1	-
2	Mr Siva Lakshmana Rao Kakarala	1	-	-
3	Mr Manideep Katepalli	2	2	-
4	Mrs Karuna Gayathri Upadhyayula	4	-	-
5	Mr Srinivas Rao Kolli	-	1	2
6	Mrs Venkata Naga Lavanya Kandala	-	2	1

- The number of total directorships is in accordance with Section 165 of the Companies Act, 2013.
- The Number of Directorships, Committee memberships and Chairmanships of all listed and unlisted companies are within the limits as per Regulation 26 of SEBI (LODR) Regulations, 2015 and erstwhile Clause 49(II)(D)(2) of the Listing Agreement.

d. Number of Board Meetings held and the date on which held

In terms of compliance with the requirement of Regulation 17(2) of SEBI (LODR) Regulations, 2015, Eight (8) Board Meetings were held during the financial year ended March 31, 2022.

The dates on which the Board meetings were held are:

30.06.2021, 06.07.2021, 14.08.2021, 16.09.2021, 12.11.2021, 12.02.2022, 12.03.2022 and 25.03.2022

e. Disclosure of relationship between the directors inter-se

None of the Directors are related to any other Director.

f. Shares held by Non-Executive Directors

The number of equity shares of the Company held by the non-executive directors, as on March 31, 2022 are as follows:

S.No.	Name of the Director	No of Equity Shares
1	Mr Siva Lakshmana Rao Kakarala	1,64,28,191

g. The details of familiarization programs imparted to independent directors is given below

Your Company follows a structured orientation and familiarization programme through various reports/codes/internal policies for all the Directors with a view to update them on the Company's policies and procedures on a regular basis. Periodic presentations are made at the Board Meetings on business and performance, long term strategy, initiatives and risks involved.

3. Board Committees

Details of the Board Committees and other related information are provided hereunder:

I. Audit Committee

a) Brief description of terms of reference

The role and terms of reference of the Audit Committee are set out in Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Companies Act, 2013, besides other terms as may be referred to by the Board of Directors of the Company. The terms of reference of the Audit Committee broadly are:

1. Review of financial reporting systems;
2. Ensuring compliance with regulatory guidelines;
3. Reviewing the quarterly, half yearly and annual financial results;
4. Approval of annual internal audit plan;
5. Review and approval of related party transactions;
6. Discussing the annual financial statements and auditor's report before submission to the Board with particular reference to the
   i. Director's Responsibility Statement;
   ii. Major accounting entries;
   iii. Significant adjustments in financial statements arising out of audit findings;

iv. Compliance with listing requirements etc.;

7. Interaction with statutory, internal and cost auditors;
8. Recommendation for appointment and remuneration of auditors; and
9. Reviewing and monitoring the auditor's independence and performance etc.

Further the Audit Committee also mandatorily reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee; and
6. Statement of deviations:
   a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI Listing Regulations;
   b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI Listing Regulations.

In addition to the above, the Audit Committee also reviews the financial statements, minutes and details of investments made by the subsidiary companies.

b. Composition, Name of members and Chairman

As on March 31, 2022, the Audit Committee comprises of Two Independent Directors and One Executive Director. The Chairperson of the Audit Committee is Independent Director. The composition of the Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013:

S.No.	Name of the Director	Designation
1	Mr Srinivas Rao Kolli	Chairman
2	Mr Kaushik Yalamanchili	Member
3	Mrs Venkata Naga Lavanya Kandala	Member

- CFO, Statutory Auditors and Internal Auditors attend the Audit Committee meetings on invitation and the Company Secretary acts as the Secretary of the Committee.
- Minutes of meetings of the Audit Committee are placed before the Board and discussed in the meeting.

c. Meetings and attendance during the year

- Four Audit Committee Meetings were held during the financial year ended March 31, 2022. The Audit Committee meetings were held on

  30.06.2021, 14.08.2021, 12.11.2021 and 12.02.2022

- Attendance at the Audit Committee Meeting:

S. No.	Name of Director	No. of Meetings	
		Held	Attended
1	Mrs Karuna Gayathri Upadhyayula	4	4
2	Mr Vishnu Ravi[1]	1	1
3	Mr Srinivas Medasani[2]	1	1
4	Mr Kaushik Yalamanchili	3	3
5	Mr Manideep Katepalli	3	3

[1] Mr Vishnu Ravi resigned on June 30, 2021.

[2] Mr Srinivas Medasani resigned on July 05, 2021.

The Statutory Auditors and Internal Auditors of the Company have also attended the above meetings on invitation. The recommendations made by the Audit Committee from time to time have been followed by the Company. The chairperson of the Audit Committee attended the Annual General Meeting to answer the queries raised by the shareholders regarding Audit and Accounts.

II. Nomination & Remuneration Committee

a. Brief description of terms of reference

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director;

- Recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Carry on the evaluation of every director's performance;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity; and
- Any other matter as the Board may decide from time to time.

b. Composition, Name of members and Chairman

As on the date of this Report, the Nomination and Remuneration Committee was constituted by the Board with 3 Independent Directors. The following is the composition of the Committee.

S.No.	Name of the Director	Designation
1	Mrs Venkata Naga Lavanya Kandala	Chairperson
2	Mr Srinivas Rao Kolli	Member
3	Mr Manideep Katepalli	Member

- The Company Secretary acts as the Secretary of the Committee.
- Minutes of meetings of the Nomination and Remuneration Committee are circulated to all the members of the Board.

c. Nomination and Remuneration Committee meetings

During the period from April 01, 2021 to March 31, 2022, Two Nomination and Remuneration Committee Meetings were held on 16.09.2021 and 12.02.2022 for which all the members of the committee were present.

d. Nomination and Remuneration policy

- The nomination and remuneration committee has adopted a Nomination and Remuneration Policy which, inter-alia, deals with the manner of selection of Board of Directors, KMP & other senior management and their remuneration. Executive Directors and KMP are eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The Executive Director and KMP remuneration are determined based on levels of responsibility and scales prevailing in the industry. The executive directors are not paid sitting fee for any Board/Committee meetings attended by them.
- The Non-executive directors are not paid sitting fees for attending meetings of Board/Committee.

e. Performance Evaluation of Directors

The annual performance evaluation of directors and Board as a whole was carried and noted in the Board Meeting held on July 20, 2022.

III. Independent Directors' Meeting

During the period from April 01, 2021 to March 31, 2022, One Independent Directors Meeting held on 12.02.2022.

IV. Stakeholders Relationship Committee

a. Brief description of terms of reference

The Stakeholders Relationship Committee oversees and reviews all matters connected with the share transfers and also looks into redressing of shareholders complaints like transfer of shares, non-receipt of annual report/dividends etc. The committee oversees the performance of the Registrar of Transfer Agents and recommends measures for overall improvement in the quality of investor services. Email-Id for Investor Grievance: cs@mic.co.in

b. Composition as on the date of this Report

S.No.	Name of the Director	Designation
1	Mr Srinivas Rao Kolli	Chairman
2	Mrs Venkata Naga Lavanya Kandala	Member
3	Mr Manideep Katepalli	Member

c. Name and designation of Compliance Officer

As on March 31, 2022, Mr K Srikanth Reddy was the Company Secretary and Compliance Officer of the Company.

d. Stakeholders Relationship Committee Meeting

During the period from April 01, 2021 to March 31, 2022, One Stakeholders Relationship Committee Meeting held on 12.11.2021.

e. Number of Shareholders complaints received so far

During the year ended March 31, 2022, the Company has received 2 complaints and resolved

f. Number of complaints not resolved to the satisfaction of shareholders is Nil

g. There were no pending complaints as at the year end.

Remuneration of Directors

a. Details of Remuneration of Non-executive Directors

- There were no pecuniary transactions with any non-executive director of the Company.
- Sitting Fee is not paid to Non-Executive Non-Independent Director for attending the Board and Committee Meetings

b. Details of Remuneration of Executive Directors and Key Managerial Personnel:

- Mr Kaushik Yalamanchili, Managing Director was paid Gross Salary of ₹ 13 Lakhs p.a. for the FY 2021-22, whose date of appointment was September 16, 2021.
- Mr M S Muralikrishnan, Company Secretary was paid Gross Salary of ₹ 6 Lakhs p.a. for the FY 2021-22, who resigned w.e.f. September 30, 2021.
- Mr M S Muralikrishnan, Chief Financial Officer was paid Gross Salary of ₹ 6 Lakhs p.a. for the FY 2021-22 whose date of appointment was October 01, 2021.
- Mr K Srikanth Reddy, Company Secretary was paid Gross Salary of ₹ 6.23 Lakhs p.a. for the FY 2021-22 whose date of appointment was October 01, 2021.

4. General Body Meetings

Location and Time, where last three Annual General Meetings held

Year	Locations	Date	Time
33rd AGM (2020-21)	A4/II, Electronic Complex, Kushaiguda, Hyderabad, Telangana – 500062.	December 27, 2021	10.30 A.M
32nd AGM (2019-20)	Video Conference (venue deemed to be the registered office of the Company)	December 31, 2020	10.30 A.M
31st AGM (2018-19)	A4/II, Electronic Complex, Kushaiguda, Hyderabad, Telangana – 500062.	December 21, 2019	10.30 A.M

5. Means of Communication

a. Financial / Quarterly Results

The quarterly results of the Company are published in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in widely circulated newspapers.

b. Newspapers wherein results normally published

The results of the Company are published in widely circulated newspapers.

c. Any website, where displayed

The results of the Company are published on the Company's website: www.mic.co.in

d. Whether it also displays official news releases

Official news releases along with quarterly results are displayed on the Company's website: www.mic.co.in

e. Presentations made to institutional investors or to the analysts

There are no presentations made to the investors / analysts.

The website www.mic.co.in contains a separate dedicated section for the Company's "Investor Relations" where shareholders' information is available. The full Annual Report, shareholding pattern, corporate governance reports etc. is also available in the 'Investor Info' section on the website of the Company.

6. Subsidiary Companies

Subsidiary Companies as on March 31, 2022 are: M/s. Bikewo Green Tech Pvt Ltd (formerly known as M/s. Right Automobiles Pvt Ltd)

The Details of aforesaid Subsidiary Company as required in accordance with Clause 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are provided in the Board's Report.

M/s. MIC Electronics Inc, USA was wound-up and dissolved on June 24, 2021.

7. General shareholder information

Annual General Meeting	Date : August 22, 2022
	Time : 11.00 AM
	Venue : A4/II, Electronic Complex, Kushaiguda, Hyderabad, Telangana – 500062.
Financial Calendar	April 01, 2021 to March 31, 2022
Date of Book Closure	August 16, 2022 to August 22, 2022 (both days inclusive)
Dividend Payment Date	Nil
Listing on Stock Exchanges	M/s. BSE Ltd and M/s. National Stock Exchange of India Ltd
Scrip/Stock Code	532850 on BSE and MICEL on NSE
ISIN Number for NSDL&CDSL	INE287C01037

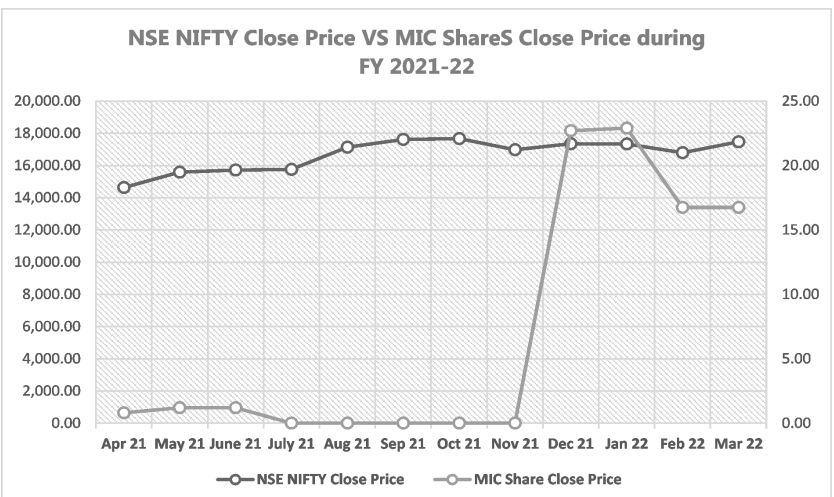
8. Market price data

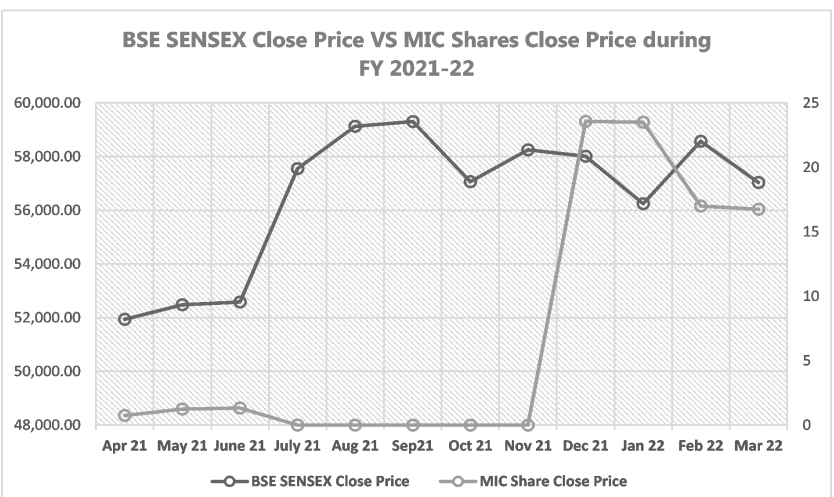
Trading in the shares of the Company was suspended by the stock exchanges from June 24, 2021 due to capital reduction as per the resolution plan. The Company applied to the stock exchanges for relisting of the reduced capital of ₹ 11,01,28,000/- divided in to 5,50,64,000 equity shares of ₹ 2/- each and obtained the approval for re-commencement of trading w.e.f. December 17, 2021.

Market Price data: High / Low during each month in the Period 2021-22 and performance in comparison to broad based indices such as NSE Nifty and BSE SENSEX.

Month & Year	NSE (in rs.)		NIFTY		BSE (in rs.)		sensex	
	high	low	high	low	high	low	high	low
Apr-21	0.80	0.60	14855.45	14601.70	0.75	0.63	50375.77	47204.50
May-21	1.30	0.85	15606.35	15374.00	1.28	0.77	52013.22	48028.07
Jun-21	1.45	1.20	15839.10	15708.75	1.52	1.25	53126.73	51450.58
Jul-21	0	0	15862.80	15744.85	0	0	53290.81	51802.73
Aug-21	0	0	17153.50	16915.85	0	0	57625.26	52804.08
Sep-21	0	0	17742.15	17585.35	0	0	60412.32	57263.90
Oct-21	0	0	17915.85	17613.10	0	0	62245.43	58551.14
Nov-21	0	0	17324.65	16931.40	0	0	61036.56	56382.93
Dec-21	22.70	14.15	17400.80	17238.50	23.57	14.51	59203.37	55132.68
Jan-22	38.30	22.90	17410.00	17264.15	39.75	23.35	61475.15	56409.63
Feb-22	23.60	16.70	16815.90	16356.30	23.95	16.50	59618.51	54383.20
Mar-22	22.95	16.55	17559.80	17435.20	23.10	16.20	58890.92	52260.82

Note: Trading was suspended w.e.f., June 24, 2021 due to capital reduction process which was recommenced w.e.f., December 17, 2021.





Distribution of Shareholding as on March 31, 2022

Shares	Holders		Shares	
	Number	% To Total	No of Shares	% To Total
Up to - 500	49982	86.26	5558367	2.51
501 - 1000	3350	5.78	2553610	1.15
1001 - 2000	2152	3.71	3077607	1.39
2001 - 3000	917	1.58	2300280	1.04
3001 - 4000	353	0.61	1242159	0.56
4001 - 5000	260	0.45	1229507	0.56
5001 - 10000	460	0.79	3272415	1.48
10001 and above	467	0.81	202212398	91.31
Total	57941	100	221446343	100

Share holding pattern as on March 31, 2022

Category	Holding as on 31-03-2022	%
BODIES CORPORATE	14612795	6.60
CLEARING MEMBER	379785	0.17
CENTRAL/STATE GOVERNMENT(S)	--	--
FINANCIAL INSTITUTIONS/BANKS	--	--
FOREIGN BODIES CORPORATE	--	--
FOREIGN INSTITUTIONAL INVESTORS	--	--
INSURANCE COMPANIES	--	--
MUTUAL FUNDS/UTI	--	--
NON-RESIDENTIAL INDIVIDUALS	2011118	0.91
FOREIGN NATION	--	--
FOREIGN PORTFOLIO INVESTORS - INDIVIDUAL(FPI)	--	--
FOREIGN PORTFOLIO INVESTORS - CORPORATE(FPI)	--	--
PROMOTER AND PROMOTER GROUP	165257593	74.63
INDIVIDUALS	39177087	17.69
ALTERNATE INVESTMENT FUNDS	--	--
QUALIFIED INSITUTIONAL BUYERS	--	--
TRUST	7965	0.00
IEPF AUTHORITY MCA	--	--
TOTAL	221446343	100.00

Dematerialisation of shares and liquidity

Considering the capital reduction approved by the Board of Directors in its meeting held on June 30, 2021 and allotment of shares to the new promoters and strategic investors in compliance with the resolution plan, 22,09,38,091 shares representing 99.78% shares have been in dematerialisation form while 5,08,252 shares representing 0.22% in physical form.

The Company has not issued any GDR/ADR and there are no outstanding warrants or any convertible instruments.

Depositories for Equity Shares

(i) M/s. National Securities Depository Limited (NSDL) and

(ii) M/s. Central Depository Services Limited (CDSL)

Registrar & Transfer agents

M/s. Venture Capital and Corporate Investments Pvt. Ltd.
12-10-167, Bharatnagar, Hyderabad-500018
Tel: 040-23868257 / 258, E-mail: info@vccipl.com

Share Transfer System

SEBI vide its Circular No. CIR/MIRSD/8/2012, dated July 5, 2012 has reduced the time-line for registering the transfer of shares to 15 days, the Physical share transfers are processed and the share certificates are returned to the shareholders within a maximum period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. In compliance with the Listing Agreement with the Stock Exchanges, a Practicing Company Secretary carries out audit of the system of transfer and a certificate to that effect is issued.

Plant Locations

1	**M/s. MIC Electronics Limited** Plot No.192/B, Phase-II, IDA, Cherlapally, Hyderabad - 500051
2	**M/s. MIC Electronics Limited** A-4/11, Electronic Complex, Kushaiguda, Hyderabad, Telangana - 500062.

Address for Correspondence

Sl.No.	Shareholders Correspondence for	Address
1	Transfer/ Dematerialization/ Consolidation/ Split of shares, Issue of Duplicate Share Certificates, Non- receipt of dividend/ Bonus shares, etc., change of address of Members and Beneficial Owners and any other query relating to the shares of the Company.	M/s. Venture Capital and Corporate Investments Pvt. Ltd. 12-10-167, Bharatnagar, Hyderabad-500018 Tel: 040-23868257/258 E-mail: info@vccipl.com
2	Investor Correspondence / Queries on Annual Report, Revalidation of Dividend Warrants, Sub-Division, etc.	M/s. MIC Electronics Limited Plot No.192/B, Phase-II, IDA, Cherlapally, Hyderabad – 500051, E-mail: cs@mic.co.in

8. Other Disclosures

a. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

Besides the transactions mentioned elsewhere in the Annual Report, there were no materially significant related party transactions during the year conflicting with the interest of the Company.

b. Details of non-compliance by the listed entity, penalties, structures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years;

The stock exchanges levied penalties for non-compliances or delay in compliances with the SEBI LODR Regulations and the Company had applied for waiver based on the immunity provided by the Hon'ble NCLT, Hyderabad bench under the Resolution Plan. The said waiver applications were approved by the stock exchanges and waived all the fines and penalties till date on March 09 & 10, 2022.

c. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel have been denied access to the audit committee;

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI Listing regulations,2015, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The policy is available on the Company website, www.mic.co.in. During the financial year under review, none of the Complaint has received.

d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements;

The Company has complied with all the mandatory requirements of Corporate Governance as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Adoption of non- mandatory requirements pursuant to SEBI (LODR), 2015 is being reviewed by the Board from time to time.

e. Web link where policy for determining 'material' subsidiaries is disclosed;

The policy for determining 'material' subsidiaries is available on the website of the Company http://www.mic.co.in

f. Web link where policy on dealing with related party transactions;

The policy on dealing with related party transactions is available on the website of the Company: http://www.mic.co.in

g. Disclosure of commodity price risks and commodity hedging activities: Not applicable

h. As on March 31, 2021, the Company has complied with the requirements of the Schedule V Corporate Governance report sub- paras (2) to (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

9. As on March 31, 2022, the Disclosures of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:

Regulation	Particulars of Regulation	Compliance Status (Yes/No)
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stake Holders Relationship Committee	Yes
21	Risk Management Committee	NA
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24	Corporate Governance requirement with respect of Subsidiary of Listed entity	Yes
25	Obligation with respect to Independent Director	Yes
26	Obligation with respect to Directors and Senior Management	Yes
27	Other Corporate Governance Requirement	Yes
46(2)(b)to(i)	Website	Yes

10. Code of Conduct

The Company has in place a comprehensive Code of Conduct applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. A copy of the Code has been posted on the Company's website.

11. MD and CFO Certification

In line with the requirements of Schedule-V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, MD and CFO of the Company have submitted a certificate, certifying inter-alia, that the Financial Statements and the Cash Flow Statement for the year ended March 31, 2022 were reviewed to the best of their knowledge and belief, that they do not contain any material untrue statement, do not omit any material facts, are not misleading statements, together present a true and fair view and are in compliance with the applicable laws and regulations. The certificate further confirms that the transactions entered into by the Company for establishing internal control, financial reporting, evaluation of the internal control systems and making of necessary disclosures to the Auditors and the Audit Committee have been complied with.

12. Disclosure with respect to Demat suspense account/ unclaimed suspense account

There are no unclaimed securities to be kept in the demat suspense account.

13. Proceeds from public issues, rights issues, preferential issues, etc.

During the year ended March 31, 2022, there were no proceeds from public issues, rights issues. However, the resolution applicants i.e., the new promoters as per the resolution plan were issued on February 12, 2022 and allotted on March 25, 2022 16,46,82,343 equity shares against the amounts paid by them as contemplated under the resolution plan. Further the strategic investors i.e., non-promoters were issued and allotted 17,00,000 equity shares @ ₹ 20/- each along with the new promoters. The proceeds from the said preferential issue were utilized for the working capital requirements of the Company.

14. The Company has adopted the policy on dissemination of information on the material events to stock exchanges in accordance with the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said policy is available on the website of the Company http://www.mic.co.in

15. The Company has adopted the policy on preservation of documents in accordance with the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Documents Preservation Policy is available on the website of the Company: http://www.mic.co.in.

16. Company's Policy on prevention of insider trading

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, and in continuation with your Company's efforts to enhance the standards of corporate governance in the Company, and to strictly monitor and prevent insider trading within the company, your company has in place a Code of Conduct which is approved by the Board.

As on March 31, 2022, Mr Srikanth Reddy Kolli, Company Secretary of the Company is acting as Compliance Officer for the said purpose. The code is applicable to all such employees, officers, Directors and Promoters of the Company who are expected to have access to the unpublished price sensitive information relating to the Company and the same is being implemented as a self-regulatory mechanism. The code has been circulated to all the members of the Board and Senior Management and others concerned the compliance of the same has been affirmed by them.

By order of the Board
For MIC Electronics Limited

Mr Kaushik Yalamanchili
Managing Director
DIN: 07334243

Mr Manideep Katepalli
Director
DIN: 07840019

Date: July 20, 2022
Place: Hyderabad

MD & CFO CERTIFICATION TO THE BOARD

Pursuant to Regulation 17(8) of SEBI (LODR), Regulations, 2015

We hereby certify that:

a. We have reviewed financial statements and the cash flow statement for the Financial Year ended March 31, 2022 and that these statements;
   i. Do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and
   ii. Together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of Business conduct and Ethics.

c. We accept responsibility 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 and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to address these deficiencies.

d. We have disclosed, wherever applicable to the Auditors and the Audit Committee:
   i. That there were no deficiencies in the design or operations of Internal Controls that could adversely affect the company's ability to record, process, summarize and report financial data including any corrective actions;
   ii. That there are no material weaknesses in the internal controls over financial reporting;
   iii. That there are no significant changes in internal control over financial reporting during the year;
   iv. All significant changes in the accounting policies during the year, if any, and that the same have been disclosed in the notes of the financial statements; and
   v. That there are no instances of significant fraud of which we have become aware of and involvement therein of the management or an employee having a significant role in the company's internal control system over financial reporting.

For MIC Electronics Limited

Date: May 25, 2022
Place: Hyderabad

Mr Kaushik Yalamanchili
Managing Director

Mr M S Muralikrishnan
Chief Financial Officer

DECLARATION ON CODE OF CONDUCT

This is to confirm that the Board has laid down a code of conduct for all the Board members and Senior Management Personnel of the Company. The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended on March 31, 2022 as envisaged in the chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For MIC Electronics Limited

Date: May 25, 2022
Place: Hyderabad

Mr Kaushik Yalamanchili
Managing Director

CERTIFICATE ON CORPORATE GOVERNANCE

To The Members
M/s. MIC Electronics Limited, Hyderabad.

We, RPR & Associates have examined the compliance of conditions of corporate governance by M/s. MIC Electronics Limited ("the Company"), for the year ended March 31, 2022, as per the relevant provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

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

We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance Issued by the Institute of Chartered Accountants of India.

In our opinion and to the best of our information and according to our explanations of the relevant records and the explanations given to us by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations except the deviations mentioned in our Secretarial Audit Report dated July 20, 2022 for the FY 2021-22.

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

For RPR & ASSOCIATES
Company Secretaries

Place: Hyderabad
Date: July 20, 2022

Y. Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
UDIN: F005783D000654794

07

AUDITORS' REPORT

INDEPENDENT AUDITORS' REPORT

To the members,

M/s. MIC ELECTRONICS LIMITED,

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of MIC ELECTRONICS LIMITED (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters :

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Auditor's Response
Revenue Recognition : The Company recognizes revenue from products based on the terms and conditions of transactions which varies with different customers. For sale transactions in a certain period of time around the Balance Sheet date, it is essential to ensure that the control of goods have transferred to the customers. As revenue recognition is subject to management's judgement on whether the control of the goods have been transferred, we consider cut-off of revenue as a key audit matter.	**Principal audit procedures :** We obtained an understanding of the revenue recognition process and tested the company's controls around the timely and accurate recording of sales transactions. We have obtained an understanding of a sample of customer contracts. Our test of revenue samples focused on sales recorded immediately before the year – end, obtaining evidence to support the appropriate timing of revenue recognition, based on terms and conditions set out in sales contracts and delivery documents.

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, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Standalone Financial Statements:

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

policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements:

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements:

1. As required by 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, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the 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, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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".

g) 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.

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 standalone financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For BHAVANI & CO.
Chartered Accountants
Firm's Registration No. 012139S

CA S KAVITHA
PARTNER
Membership No.229966
UDIN # 22229966AJNWSU6045

Place : Hyderabad
Date : 25.05.2022

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Infosys Limited of even date):

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment and Intangibl Assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed on property provided to us, we report that, the title deeds, comprising all the immoveable properties of land and buildings which are freehold, are held in the name of the Company as at the Balance Sheet date.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right- of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

ii. (a) As explained to us, the inventories were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) During the year, the company has been sanctioned working capital limits in the form of Working Capital Demand Loan (WCDL) and Short Term Loan (STL) by the Bank to the tune of Rs.15 cr. The company has not filed quarterly returns/statements with the Bank.

iii. The Company has made investments in a Company and granted advances in the nature of loans which are unsecured to company during the year, in respect of which:

(a) The Company has provided loan during the year.

(A) No loans or advances and guarantees or security given to subsidiaries, joint venture and associates

(B) The aggregate amount during the yearis Rs.800 lakhs and the balance outstanding at the balance sheet date with respect to such loans is Rs.800 lakhs.

(b) In our opinion, the investments made and the terms and conditions of the grant of loan during the year are, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans grantedby the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.

(d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has granted loans repayable on demand during the year. . The aggregate amount of loans is Rs.800 lakhs and accounts for 100% of loan. No loans provided to the promoters or related parties as defined in clause (76) of Section 2 of the Companies Act, 2013.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. Pursuant to the rules made by the Central Government under sub section (1) of Section 148 of the Act, the maintenance of cost records is not applicable for the company.

vii. In respect of statutory dues:

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

Name of the statue	Nature of the dues	Amount	Period to which the amount relates	Due date	date of payment
Employees Provident Fund & Miscellaneous provisions act, 1952	Provident Fund	28,55,830	From 2018-19 onwards	Various dates	Nil
Income Tax Act, 1961	TDS	31,64,593	From 2018-19 onwards	Various dates	Nil
T.S. Municipalities Act, 1965	Property Tax	36,57,542	From 2018-19 onwards	Various dates	Nil

(b) There are no disputed Statutory dues during the year.

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. (a) The Company has not defaulted in repayment of loans and borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) There are no Term Loans availed during the year and hence the provisions of Clause (ix) (c) of the Order are not applicable

(d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has made preferential allotment to the Resolution Applicant and strategic investors in compliance with approved Resolution Plan by Hon'ble NCLT, Hyderabad order dated 31.07.2019 and the funds raised have been used for the purposes for which the funds were raised.

xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) There are no whistle-blower complaints during the year by the company.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b), (c) and (d) of the Order are not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceeding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year.

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

xx. Since the provisions of Section 135 of the Companies Act, 2013 with regard to Corporate Social Responsibility are not applicable to the company, hence clause 3 (xx) of the Order is not applicable.

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For BHAVANI & CO.
Chartered Accountants
Firm's Registration No. 012139S

CA S KAVITHA
PARTNER
Membership No.229966
UDIN # 22229966AJNWSU6045

Place : Hyderabad
Date : 25.05.2022

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Infosys Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub- section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls over financial reporting of MIC ELECTRONICS LIMITED (the "Company") as of March 31, 2022 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company 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") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future 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, to the best of our information and according to the explanations given to us, 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, 2022, based on the criteria for internal financial control over financial reporting 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 ICAI.

For BHAVANI & CO.
Chartered Accountants
Firm's Registration No. 012139S

CA S KAVITHA
PARTNER
Membership No.229966
UDIN # 22229966AJNWSU6045

Place : Hyderabad
Date : 25.05.2022

BALANCE SHEET AS AT 31st MARCH 2022

(Rs.in Lakhs)

	Particulars	Note	As at 31.03.2022		As at 31.03.2021	
I.	**ASSETS**					
(1)	**Non-Current Assets**					
	Property, Plant & Equipment	2.01	**4375.73**		4629.56	
	Other Intangible Assets	2.02	**3.28**		3.01	
	Financial Assets					
	(i) Investments	2.03	**332.90**		-	
	(ii) Other Financial Assets	2.04	**21.46**		56.56	
	Other Non Current Assets	2.05	**7.18**		5.54	
				4740.55		4694.68
(2)	**Current Assets**					
	Inventories	2.06	**274.66**		189.02	
	Financial Assets					
	(i) Trade receivables	2.07	**129.26**		396.08	
	(ii) Cash & Cash Equivalents	2.08	**12.31**		10.35	
	(iii) Bank balances other than (ii) above	2.09	**82.78**		91.05	
	(iv) Loans	2.10	**800.00**		-	
	(v) Other Financial Assets	2.11	**-**		159.38	
	Other Current Assets	2.12	**303.44**		134.57	
				1602.45		980.43
	TOTAL ASSETS			**6343.00**		5675.11
II.	**EQUITY AND LIABILITIES**					
(1)	**Equity**					
	Equity Share Capital	2.13	**4428.93**		4405.09	
	Other Equity		**1568.08**		(4628.37)	
	TOTAL EQUITY			**5997.01**		(223.28)
(2)	**Liabilities**					
	Non-current liabilities					
	Financial Liabilities					
	(i) Borrowings	2.14	**-**		2608.16	
	Long Term Provisions	2.15	**6.66**		-	
				6.66		2608.16
	Current liabilities					
	Financial Liabilities					
	(i) Borrowings	2.16	**100.00**		170.12	
	(ii) Trade Payables	2.17	**42.13**		63.31	
	(iii) Other Financial Liabilities	2.18	**41.88**		2841.05	
	Other current liabilities	2.19	**155.32**		215.74	
				339.33		3290.23
	TOTAL EQUITY & LIABILITIES			**6343.00**		5675.11
	See accompanying notes to financial statements	1-2.45				

As per our report of even date

For BHAVANI & CO.
Chartered Accountants
Firm Reg. No: 012139S

CA S Kavitha Padmini
Partner
M.No : 229966

Place : Hyderabad
Date : 25.05.2022

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

K Manideep
Director
Din No. 07840019

M.S. Murali Krishnan
Chief Financial Officer

K Srikanth Reddy
Company Secretary
M.No. A25290

STATEMENT OF PROFIT & LOSS FOR PERIOD ENDED 31ST MARCH 2022

(Rs.in Lakhs)

	Particulars	Note	Year ending 31.03.2022	Year ending 31.03.2021
I	**INCOME :**			
	Revenue from operations	2.20	**3114.10**	108.97
	Other Income	2.21	**119.47**	314.27
	Total Income		**3233.57**	423.24
II	**EXPENDITURE :**			
	Cost of material consumed	2.22	**1971.45**	19.23
	Changes in Inventories of finished goods, work-in-progress and stock-in-trade	2.23	**(12.73)**	51.70
	Employee benefits expense	2.24	**203.30**	62.74
	Finance Costs	2.25	**113.88**	8.78
	Depreciation and amortization expense	2.01/2.02	**260.58**	682.36
	Other expenses	2.26	**416.01**	139.76
	Total expenses		**2952.48**	964.56
III	**Profit/(Loss) before exceptional items and tax (I-II)**		**281.09**	(541.32)
IV	**Exceptional Items**		**-**	-
V	**Profit/(Loss) before tax (III+IV)**		**281.09**	(541.32)
VI	**Tax expenses:**			
	Deffered tax (Liability)/Asset		**-**	-
VII	**Profit/(Loss) for the period from continuing operations (V - VI)**		**281.09**	(541.32)
VIII	**Other comprehensive Income**			
	A (i) Items That May Not Be Reclassified to Profit or Loss		**-**	
	(ii) Income Tax Relating to Items That May Not Be Reclassified to Profit or Loss		**-**	-
	B (i) Items That May Be Reclassified to Profit or Loss		**-**	-
	(ii) Income Tax Relating to Items That May Be Reclassified to Profit or Loss		**-**	-
IX	**Total Comprehensive Income For The Period (VII+VIII) (Comprising Profit/(Loss) and Other Comprehensive Income For The Period)**		**281.09**	(541.32)
X	**Earnings per equity share of par value Rs 2/- each**			
	- Basic		**0.13**	(0.25)
	- Diluted		**0.13**	(0.25)
	See accompanying notes to financial statements	1-2.45		

As per our report of even date

For BHAVANI & CO.
Chartered Accountants
Firm Reg. No: 012139S

CA S Kavitha Padmini
Partner
M.No : 229966

Place : Hyderabad
Date : 25.05.2022

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

K Manideep
Director
Din No. 07840019

M.S. Murali Krishnan
Chief Financial Officer

K Srikanth Reddy
Company Secretary
M.No. A25290

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31ST MARCH 2022

(Rs in Lakhs)

A. Movements in Equity Share Capital

	Balance at the beginning of the reporting period	Changes in Equity Share capital during the year	Balance at the end of reporting period
As at 31.03.2022	**4,405.09**	**23.84**	**4,428.93**
As at 31.03.2021	4,405.09	-	4,405.09

B. Other Equity

Statement of Changes in Equity for the period ended 31st March 2022

Particulars	Other Equity						
	Capital Reserve	Securities Premium Reserve	Share warrants forfeited	Amalgamation Reserve	General Reserve	Retained Earnings	Total Other Equity
Balance as at 01.04.2020	**2.67**	**18843.09**	**5838.81**	**180.00**	**1800.00**	**(44604.64)**	**(17940.07)**
Profit for the year	-	-	-	-	-	(541.32)	**(541.32)**
Balances written off due to CIRP	13,853.03	-	-	-	-	-	**13,853.03**
Balance as at 31.03.2021	**13,855.70**	**18,843.09**	**5,838.81**	**180.00**	**1,800.00**	**(45,145.97)**	**(4,628.37)**
Profit for the year	-	-	-	-	-	281.09	**281.09**
Share Premium	-	2,611.55	-	-	-	-	**2,611.55**
Reduction in share capital pursuant to NCLT Order	3,303.81	-	-	-	-	-	**3,303.81**
Balance as at 31.03.2022	**17159.50**	**21454.64**	**5838.81**	**180.00**	**1800.00**	**(44864.88)**	**1568.08**

Pursuant to the order of NCLT dt.31.07.2019 approving the resolution plan, necessary write off of assets/ expenses / write back of liability / provision has been carried out in the books of accounts of the company. As per the order any debit or credit being the balancing figure shall be adjusted by the company in the capital reserve and the same shall be deemed to be in compliance with the applicable accounting standards. During the year, reduction in share capital is passed to capital reserve in complaince with order of NCLT dt.31.07.2019.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2022

(Rs in Lakhs)

Particulars	Figures as at the end of 31st March 2022	Figures as at the end of 31st March 2021
Cash Flow from Operating Activities		
Profit/(Loss) before Income tax from		
Continued Operations	**281.09**	(541.32)
Profit before Income tax	**281.09**	(541.32)
Adjustments for non cash/non operational expenses :		
Depreciation & amortisation expenses	**260.58**	682.36
Financial Charges	**113.88**	8.78
Interest received /Other Income	**32.64**	303.83
Operating Profit before Working Capital Changes	**688.18**	453.64
Adjustments for working capital changes		
(Increase)/Decrease in Investments	**(332.90)**	
(Increase)/Decrease in Trade Receivables	**266.82**	554.61
(Increase)/Decrease in Inventories	**(85.64)**	4,763.91
(Increase)/Decrease in Loans	**(800.00)**	-
(Increase)/Decrease in Other financial assets	**194.48**	9.29
(Increase)/Decrease in Other Non Current Assets	**(1.64)**	862.87
(Increase)/Decrease in Other Current Assets	**(168.87)**	313.04
Increase/(Decrease) in Trade Payables	**(21.18)**	(5,868.84)
Increase/(Decrease) in Provisions	**6.66**	(214.67)
Increase/(Decrease) in borrowings	**(2,608.16)**	2,608.16
Increase/(Decrease) in Other financial liabilities	**(2,799.18)**	(15,933.81)
Increase/(Decrease) in Other Current Liabilities	**(60.43)**	(2,094.56)
Cash generated from Operations	**(6,410.04)**	(15,000.00)
Financial Charges paid	**(113.88)**	(8.78)
Direct Taxes paid	**-**	(68.97)
Net Cash Flow from operating activities	**(5,835.73)**	(14,624.11)
Cash Flow from Investing Activities		
Expenditure on acquisition of tangible and intangible assets (net of Sale proceeds)	**(7.01)**	2,146.10
(Increase) / Decrease of Capital Work-in-Progress	**-**	182.55
Interest Received/Other Income	**(32.64)**	(303.83)
Net Cash Flow from Investing Activities	**(39.65)**	2,024.82
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**(70.12)**	(1,277.57)
Deposits paid towards LCs & BGs	**8.27**	29.53
Increase/(Decrease) in capital reserve	**3,303.81**	13,853.03
Increase/(Decrease) in Share Capital	**23.84**	-
Increase/(Decrease) in Share Premium	**2,611.55**	-
Net Cash Flow from financing activities	**5,877.35**	12,604.98
Net Increase in Cash and Cash equivalents	**1.96**	5.69
Cash and Cash equivalents as at the beginning of the year	**10.35**	4.65
Cash and Cash equivalents as at the end of the year	**12.31**	10.35

As per our report of even date

For BHAVANI & CO.
Chartered Accountants
Firm Reg. No: 012139S

CA S Kavitha Padmini
Partner
M.No : 229966

Place : Hyderabad
Date : 25.05.2022

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

K Manideep
Director
Din No. 07840019

M.S. Murali Krishnan
Chief Financial Officer

K Srikanth Reddy
Company Secretary
M.No. A25290

1 Significant Accounting Policies

1.1 Basis of Preparation

(a) Statement of Compliance

The standalone financial statements has been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

(b) Basis of measurement

The standalone financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

i. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments);

ii. Defined benefit and other long-term employee benefits.

(c) Functional and presentation currency

The standalone financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the entity operates. All financial information presented in Indian rupees in lakhs and has been rounded to the nearest rupee in lakhs except share and per share data.

(d) Use of estimates and judgement

The preparation of standalone financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

1.2 Summary of significant accounting policies

i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The standalone financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

ii) Foreign currency transactions and balances

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit and loss and reported within foreign exchange gains / (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

iii) Investment in subsidiaries

Investment in subsidiaries is measured at cost. Dividend income from subsidiaries is recognized when its right to receive the dividend is established.

iv) Financial instruments

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payable are recognized net of directly attributable transactions costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortized cost; non derivative financial liabilities at amortized cost.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Financial instrument is derecognized only when the Company has transferred its right to receive/ extinguish its obligation to pay cash flow from such financial instruments.

a) Non-derivative financial assets

Financial assets at amortized cost

A financial asset shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

Amortized cost is represented by security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

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.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand and in banks.

b) Non-derivative financial liabilities

Financial liabilities at amortized cost

Financial liabilities at amortized cost represented by trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method.

v) Property plant and equipment:

Recognition and measurement: Normally Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. The Company has elected to apply the optional exemption to use this previous GAAP value as deemed cost at 1 April 2016, the date of transition except land and building which are valued at market value.

Depreciation: Normally the Company depreciates property, plant and equipment over the estimated useful life of the assets as prescribed in Schedule II of the Companies Act 2013 on a straight-line basis from the date the assets are ready for intended use. Wherever the useful life is determined by technical assessment for certain assets, such assets are depreciated as per their assessed life. Assets acquired under finance lease and leasehold improvements are amortized over the lower of estimated useful life and related term. 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 standalone financial statements upon sale or disposition of the asset and the resultant gains or losses are recognized in the statement of profit and loss.

vi) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

vii) Inventory

a) Raw materials and Work in Progress are valued at cost. Finished goods are valued at cost or net realizable value which ever is less.

b) The basis of determining the cost is

Raw materials	:	Weighted average cost
Stores and spares	:	Weighted average cost
Work in process and finished goods	:	Material cost plus appropriate share of labour, related overheads and levies

c) In case of identified Obsolete/Surplus/Non-moving items necessary provision is made and charged to revenue.

viii) Impairment

a) Financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss.

i) The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 36-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 36 months ECL.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 36 months ECL is a portion of the lifetime ECL which results from default events that are possible within 36 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

ii) All contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated

reliably, then the entity is required to use the remaining contractual term of the financial instrument.

iii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

Financial assets measured at amortised cost, contractual revenue receivable: ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Untill the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

b) Non-financial assets

The Company assesses at each reporting date whether there is any objective evidence that a non financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognised in profit or loss and reflected in an allowance account. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

ix) Employee benefits

a) Gratuity & Provident Fund:

Gratuity provision is made to all eligible employees based on the actuarial valuation. The company is making actual gratuity payments as and when crystalized. The company has not taken any insurance policy for payment of gratuity.

b) The company has a provident fund scheme for their employees. Contribution to the scheme are charged to profit and loss account.

c) Accrued Leave Salary:

Liability towards Accrued Leave Salary, as at the end of the year is recognized on the basis of actuarial valuation. The company is making actual payments as and when crystalized.

x) Provisions

All the provision are recognized as per Ind AS 37. 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.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

xi) Research & Development (R&D)

Revenue expenditure on R & D is charged to revenue in the year in which it is incurred. Capital expenditure, if any, on R & D is added to fixed assets.

xii) Revenue recognition:

Accounting Policies, change in Accounting estimates and errors (As per Ind-As 8) :

1. Review of accounting policies

a. Revenue recognition :

Ind As 115 recognises revenue of transfer of the control of goods or services, either over a period of time or a point of time, at an amount that the entity expects to be entitles in exchange for those goods or services. In order to align with Ind As 115, the Accounting policy on revenue recognition was reviewed and revised.

b. Lease :

a. Lease liability is initially recognised and measured at an amount equal to the present value of minimum lease payments during the lease term that are not yet paid.

b. Right of use asset is recognised and measured at cost, consisting of initial measurement of lease liability plus any lease payments made to the lessor at or before the commencement date less any lease incentives received, initial estimate of the restoration costs and any initial direct costs incurred by the lseess.

c. the lease liability is measured in subsequent periods using the effective interest rate method. The right-of-use asset is depreciated over the lease term.

d. Low value leases upto Rs.6 lakhs p.a. per lease and short term leases of 12 months or less are fully charged to expense.

xiii) Finance income and expense

Finance income consists of interest income. Interest income is recognized as it accrues in the statement of profit and loss, using the

effective interest method.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the statement of profit and loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

xiv) Income tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

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 the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

xv) Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the year.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

xvi) Borrowing costs

Borrowings costs directly attributable to acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which it occur. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

xvii) Prepaid Expenses

Expenses are accounted under prepaid expenses by only when the amount relating to the unexpired period.

xviii) Restatement of earliest prior period financials on material error/ommissions

The value of error and ommissions is construed to be material for restating the opening balances of assets and liabilities and equity for the earliest prior period presented if the amount in each case of earlier period income / expenses exceeds 1.00% of the previous year turnover of the company.

xix) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under companies (Indian Accounting Standards) Rules as issued from time to time . On March 23, 2022, MCA amended the companies (Indian Accounting Standards) Amendment Rules, 2022, as below.

Ind AS 16-Property Plant and Equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant and equipment. The effective date for adoption of this amendment is annual periods beginning or or after April 1, 2022. The company has evaluated the amendment and there is no impact on its consolidated financial statements.

Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets - The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1,2022, although early adoption is permitted. The company has evaluated the amendment and the impact is not expected to be material.

Note 2.01 : Property, Plant & Equipment

(Rs. In Lakhs)

The changes in the carrying value of property, plant and equipment for the year ended 31st March 2022 are as follows :

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 31.03.2022	As at 31.03.2021
Land & Land Development	2,164.71	-	-	**2,164.71**	-	-	-	**-**	**2,164.71**	2,164.71
Buildings	2,203.16	-	-	**2,203.16**	284.81	109.54	-	**394.35**	**1,808.81**	1,918.35
Plant & Machinery	9,648.11	19.57	-	**9,667.68**	9255.06	94.17	-	**9349.23**	**318.45**	393.05
Furniture & Fixtures	215.08	-	-	**215.08**	167.74	24.09	-	**191.83**	**23.25**	47.34
Office Equipment	31.78	0.23	-	**32.01**	25.62	2.95	-	**28.57**	**3.44**	6.17
Electrical Installations	131.30	-	-	**131.30**	98.84	15.52	-	**114.36**	**16.94**	32.46
D.G.Set	12.28	-	-	**12.28**	7.00	4.67	-	**11.67**	**0.61**	5.28
Transformer	11.09	-	-	**11.09**	6.32	4.22	-	**10.54**	**0.55**	4.77
Vehicles	167.56	-	90.58	**76.98**	122.41	1.28	71.73	**51.96**	**25.02**	45.16
Computers	349.15	5.26	-	**354.41**	337.33	3.60	-	**340.93**	**13.48**	11.82
Display Equipment not put to use	48.54	-	-	**48.54**	48.07	-	-	**48.07**	**0.47**	0.47
Total (Rs)	**14982.76**	**25.06**	**90.58**	14917.24	**10353.20**	**260.04**	**71.73**	10541.51	**4375.73**	**4629.56**

Note 2.02 : Intangible Assets

The changes in the carrying value of intangible assets for the year ended 31st March, 2022 are as follows :

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 01.04.2021	Additions	Deletions	As at 31.03.2022	As at 31.03.2022	As at 31.03.2020
Computer Software	152.77	0.80	-	**153.57**	149.76	0.54		**150.30**	**3.28**	3.01
Total (Rs)	**152.77**	**0.80**	**-**	153.57	**149.76**	**0.54**	**-**	150.30	**3.28**	**3.01**

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE - 2.03		
Investments		
Investments carried at cost, Unquoted equity shares in subsidiaries:		
- Bikewo Green Tech Pvt Ltd	**332.90**	-
(10,40,300 No of ordinary shares of Rs.10 each fully paid up purchased at a premium of Rs.22 each)		
	332.90	-
NOTE - 2.04		
Other Financial Assets		
Unsecured, Considered Good :		
- Security Deposits	**19.12**	46.97
- Bank Deposits with more than 12 months maturity	**2.34**	9.60
	21.46	56.56
Unsecured, considered doubtful :		
- Security Deposits	**546.37**	555.23
	546.37	555.23
Less : Provision for doubtful deposits/advances	**546.37**	555.23
	21.46	56.56
NOTE - 2.05		
Other Non Current Assets		
Unsecured, Considered Good :		
- Electricity Deposit	**7.18**	5.54
	7.18	5.54
Unsecured, considered doubtful :		
Others		
- Share Application money pending allotment in other companies	**30.00**	30.00
	30.00	30.00
Less : Provision for doubtful deposits/advances	**30.00**	30.00
	7.18	5.54

Particulars	As at 31.03.2022		As at 31.03.2021	
NOTE- 2.06				
Inventories				
Raw Material	**193.50**		1187.16	
Less : Depletion in value of inventories	**-**	**193.50**	1064.79	122.37
Material under customs clearance	**-**		549.24	
Less : Depletion in value of inventories	**-**	**-**	549.24	-
Work-in-Progress	**76.99**		1939.13	
Less : Depletion in value of inventories	**-**	**76.99**	1872.48	66.65
Finished Goods	**2.39**		1214.36	
Less : Depletion in value of inventories	**-**	**2.39**	1214.36	-
Stores and Spares	**1.78**		11.34	
Less : Depletion in value of inventories	**-**	**1.78**	11.34	-
		274.66		189.02

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.07		
Trade Receivables		
Trade receivables considered good - unsecured	**93.09**	329.18
Less : Allowance for expected credit loss	**-**	-
Trade receivables considered good - unsecured	**93.09**	329.18
Trade receivables which have significant increase in credit risk	**36.16**	66.89
Less : Allowance for expected credit loss	**-**	-
	36.16	66.89
Trade receivables - credit impaired	**3301.92**	3311.98
Less : Allowance for expected credit loss	**3301.92**	3311.98
	-	-
Total Trade receivables	**129.26**	396.08

Trade receivables ageing schedule for the year ended as on March 31, 2022 and March 31, 2021

Particulars	Less than six months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables						
- **Considered good**	**93.09**	**-**	**-**	**-**	**-**	**93.09**
	329.18	-	-	-	-	329.18
- **Which have significant increase in credit risk**	**-**	**-**	**0.46**	**17.77**	**17.93**	**36.16**
	-	-	23.20	43.70	-	66.89
- **Credit impaired**	**-**	**-**	**8.02**	**0.87**	**3293.02**	**3301.92**
	4.54	4.54	0.87	-	3302.02	3311.98
	93.09	**0.00**	**8.48**	**18.65**	**3310.95**	**3431.18**
	333.72	4.54	24.07	43.70	3302.02	3708.06
Less : Allowance for credit loss						**3301.92**
						3311.98
Total Trade receivables						**129.26**
						396.08

NOTE- 2.08		
Cash & Cash equivalents		
Balance with Banks :		
In Current Accounts	**2.13**	10.24
Cheques, Drafts on Hand	**10.00**	-
Cash in Hand	**0.18**	0.10
	12.31	10.35
NOTE- 2.09		
In Margin Money Accounts	**82.78**	91.05
	82.78	91.05
NOTE- 2.10		
Loans		
Considered Good - Unsecured		
Other Loans	**800.00**	-
	800.00	-
NOTE- 2.11		
Other Financial Assets		
Security Deposits		
- Deposit-Delhi Metro Rail Corpn	**-**	159.38
	-	159.38

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.12		
Other Current Assets		
Unsecured Considered Good		
Interest receivable	**23.72**	0.00
Advance for expenses	**0.51**	1.44
Other Advances		
(i) Prepaid Expenses	**0.44**	1.49
(ii) Balances with Govt Authorities		
TDS receivable	**36.42**	28.38
GST Input	**102.30**	75.96
(iii) Others		
Advance for Materials	**133.97**	23.68
Advance for Services	**1.07**	3.63
Other advances	**5.00**	-
	303.44	134.57
Unsecured Considered Doubtful		
Other advances	**-**	15.03
	-	15.03
Less : Provision for bad and doubtful advances	**-**	15.03
	303.44	134.57

Equity Share Capital

		As at 31.03.2022		As at 31.03.2021	
		No.of Shares	**Amount**	No.of Shares	Amount
I.	**Authorised:**				
	Equity shares of Rs 2/- each with voting rights	**375,000,000**	**7,500.00**	270,000,000	5,400.00
II.	**Issued,Subscribed and Paid up:**				
	Equity shares of Rs 2/- each with voting rights	**221,446,343**	**4,428.93**	220,254,319	4,405.09
		221,446,343	**4,428.93**	220,254,319	4,405.09

The Company has only one class of equity shares having a par value of Rs. 2/- per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the management is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

a) Details of Reconciliation of Share Capital

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Equity shares with voting rights:-				
Opening Balance	**220,254,319**	**4,405.09**	220,254,319	4405.09
Reduction in share capital	**(165,190,319)**	**(3303.81)**	-	-
Fresh Issue	**166,382,343**	**3327.65**	-	-
Closing Balance	**221,446,343**	**4428.93**	220,254,319	4405.09

b) Details of shares held by each shareholder holding more than 5% shares:

S.No.	Class of shares / Name of shareholder	As at 31st March, 2022		As at 31st March, 2021	
		Number of shares held	**% holding**	Number of shares held	% holding
	Equity shares with voting rights				
1	Siva Lakshmana Rao Kakarala	**16,428,191**	**7.42%**	-	-
2	RRK Enterprise Pvt Ltd	**148,829,402**	**67.21%**	-	-
3	Malaxmi Infraventures India Pvt Ltd	**-**	**-**	14,000,000	6.36%

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

c) Details of shares held by promoters as at 31.03.2022

S.No.	Promoter's Name	Number of shares	% of total shares	% of change during the year
1	Siva Lakshmana Rao Kakarala	**16,428,191**	**7.42%**	**7.16%**
2	RRK Enterprise Pvt Ltd	**148,829,402**	**67.21%**	**100%**

NOTE - 2.14

Borrowings (Rs. In Lakhs)

	As at 31st March, 2022		As at 31st March, 2021	
	Current Portion (*)	**Non-Current Portion**	Current Portion (*)	Non-Current Portion
Secured Loans				
Long Term Loans - From Banks				
Srei Equipment Finance Ltd	**-**	**-**	506.74	-
Unsecured Loans				
Cosyn Consortium on account of resolution plan	**-**	**-**	-	2608.16
	-	**-**	506.74	2608.16

(*) Current portion of Long-term liabilities shown under other current liabilities

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.15		
Long Term Provisions		
Provision for employee benefits		
- Provision for gratuity	**3.19**	-
- Provision for leave encashment	**3.46**	-
	6.66	-

NOTE - 2.16

Borrowings

(A)	**Secured Loans - from Banks**		
	Bank of Maharashtra (STL ACCOUNT)	**100.00**	-
(B)	**UnSecured Loans**		
	(i) Intercorporate Loans - from others		
	JBB Infrastructures Pvt Ltd	**-**	6.61
	Reliance Capital Ltd	**-**	139.09
	Sri Kanakadurga Castings Pvt Ltd	**-**	2.24
	(ii) Loans against corporate guarantees to Banks		
	Andhra Bank	**-**	15.90
	Axis Bank Ltd	**-**	6.29
	Total Borrowings (i+ii)	**100.00**	170.12

Short Term Loan taken from Bank of Maharashtra is secured as follows:

1) Primary : Hypothecation of entire current assets both present and future

2) Equitable Mortgage of Industrial Land and building located at Plot Nos.A-4/1 to A-4/7 situated at Electronics Complex, Kushaiguda, Industrail Park, TSIIC, Kapra, Under GHMC, Medchal-Malkajgiri - 500062.

3) Personal guarantee of Y Kaushik (Managing Director) and Y Satya Poorna Chandar.

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
NOTE - 2.17				
Trade Payables				
Payables for materials				
- dues to MSME	**-**		-	
- dues to Others	**6.24**		0.74	
Payables for services				
- dues to MSME	**-**		-	
- dues to Others	**35.89**		62.57	
		42.13		63.31
		42.13		63.31

Trade Payables ageing schedule for the year ended as on March 31, 2022 and March 31, 2021

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Outstanding dues to MSME	-	-	-	-	-
	-	-	-	-	-
Others	**21.19**	**6.38**	**7.91**	**6.65**	**42.13**
	25.59	21.59	16.11	0.02	63.31
Total Trade receivables	**21.19**	**6.38**	**7.91**	**6.65**	**42.13**
	25.59	21.59	16.11	0.02	63.31

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE - 2.18		
Other Financial Liabilities		
Current maturities of long term borrowings (Refer Note No : 2.14)	**-**	506.74
Interest accrued and due on borrowings	**-**	-
Secured		
- Interest accrued and due on borrowings	**0.13**	2220.20
Unsecured		
- Interest accrued and due on short term borrowings	**-**	28.21
Share Warrants Application Money refundable	**-**	23.08
Payables for expenses	**41.75**	62.82
	41.88	2841.05
NOTE - 2.19		
Other Current Liabilities		
Statutory remittances	**117.74**	84.50
Salaries Payable	**26.52**	94.11
Directors remuneration Payable	**11.06**	2.05
Others	**-**	35.09
	155.32	215.74

Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.20				
Revenue from Operations				
(A) Revenue from Sale of products				
Domestic	**3,005.06**		104.94	
		3,005.06		104.94
		3,005.06		104.94
(B) Other operating revenues				
AMC Charges & Service Charges	**109.04**		4.03	
		109.04		4.03
		109.04		4.03
Total Revenue from Operations (A+B)		**3114.10**		108.97

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars		Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.21					
Other Incomes					
Interest Received on Deposit-Delhi Metro Rail Corpn			**-**		298.30
Interest Received from others			**32.64**		5.52
Credit Balances written back			**42.03**		-
Rents received			**2.16**		10.32
Profit on sale of vehicle			**0.33**		-
Bad debts recovered			**36.31**		0.12
Other non operating Income			**5.99**		-
			119.47		314.27
NOTE- 2.22					
Cost of Materials Consumed					
A) Raw Material Consumed					
Opening Stock		**-**	**1187.16**	-	1187.16
Add : Purchases		**2038.25**		19.25	
Less : Depletion in valuation of Stocks		**1064.79**		-	
Less : Material consumed for R&D		**2.26**		0.04	
			971.20		19.22
			2158.36		1206.37
Less : Closing Stock			**193.50**		1187.16
Raw Material Consumed			**1964.86**		19.22
B) Packing Materials and consumables					
Opening Stock			**11.34**		11.34
Add :Purchase of packing material & consumables			**8.37**		0.01
Less : Depletion in value of stocks			**11.34**		-
			8.37		11.35
Less : Closing Stock			**1.78**		11.34
Consumption			**6.59**		0.01
Total Cost of material consumed			**1971.45**		19.23
NOTE- 2.23					
Changes in Inventory					
Closing Stock of :					
Work-in-Progress			**76.99**		1939.13
Finished Goods / FG in transit			**2.39**		1214.36
	Total (A)		**79.38**		3153.49
Opening Stock of :					
Work-in-Progress		**1939.13**			1927.73
Less : Depletion in value of stocks		**1872.48**	**66.65**		-
Finished Goods		**1214.36**			
Less : Depletion in value of stocks		**1214.36**	**-**		
	Total (B)		**66.65**		3205.19
Increase/(Decrease) in Stock (A-B)			**12.73**		(51.70)
NOTE- 2.24					
Employee Benefit expense					
Salary, Wages, Allowances & other Benefits			**180.24**		59.98
Directors Remuneration			**13.00**		-
P. F. & ESI Contribution			**6.31**		2.68
Staff Welfare Expenses			**3.74**		0.08
			203.30		62.74
NOTE- 2.25					
Financial Cost					
Bank Charges			**12.12**		8.78
Interest on :					
- Short term Borrowings & Others			**101.76**		-
			113.88		8.78

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars		Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.26					
Other Expenses					
Job-works, Installation charges & Maintenance Expenses			**18.96**		6.75
Power and Fuel			**10.15**		3.23
Insurance			**3.58**		1.03
Repairs & Maintenance			**9.98**		1.45
Printing & Stationary			**5.53**		0.86
Postage, Telephones & Internet			**2.33**		3.21
Licenses, Fees, Rates & Taxes			**34.65**		64.62
Interest & Penalties			**31.59**		-
Professional Charges			**95.51**		18.55
Payment to the auditor					
As Statutory Auditors		**3.50**		3.50	
As Tax auditors		**1.50**		1.50	
for Reimbursement of expenses		**0.09**	**5.09**	0.02	5.02
General Expenses			**60.00**		8.28
Board Meeting Expenses			**3.60**		2.64
Foreign exchange rate difference			**0.11**		0.41
Security Expenses			**11.01**		5.12
Travelling & Conveyance			**12.49**		1.14
Bad debts & debit balances written off			**41.43**		-
Vehicle Maintenance			**2.37**		0.29
Selling & Distribution Expenses			**5.66**		1.50
R & D Expenses			**61.95**		15.67
			416.01		139.76

NOTE- 2.27

(i) In the opinion of the management the Trade Receivables, Current Assets, Loans and Advances are expected to realise the amount at which they are stated and provision for all known liabilities have been adequately made in the accounts.

(ii) The balances of trade receivables, trade payables, long term loans & advances, short term loans & advances, other current assets & other current liabilities are subject to confirmation from respective parties.

Sl.No.	Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
NOTE- 2.28			
Foreign Currency / Exchange Transactions :			
A)	**Value of Imports on CIF Basis**		
	Components	**118.91**	15.42
		118.91	15.42

NOTE- 2.29

Contingent Liabilities : The following contingent liabilities are not provided for.

Particulars	As at 31th March, 2022	As at 31th March, 2021
Counter guarantees given by the company to banks towards issue of B.Gs.	**39.67**	42.07

NOTE- 2.30

Managerial Remuneration :

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Managing Director & Director		
Remuneration	**13.00**	-
Total	**13.00**	-

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

NOTE- 2.31

Disclosure of Sundry Creditors under Trade Payables is based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" . As per the records with the company, none of the enterprises have been identified as Micro, Small and Medium Enterprises.

NOTE- 2.32

Value of Imported and Indigenous Materials Consumed and their Percentage to total consumption:

Particulars	For the year ended 31st March, 2022		For the year ended 31st March, 2021	
	Value	**%**	Value	%
Imported	**501.47**	**25.44%**	18.84	97.99%
Indigeneous (including purchase of traded goods)	**1,469.98**	**74.56%**	0.39	2.01%
Total	**1,971.45**	**100.00%**	19.23	100.00%

NOTE- 2.33

Figures have been rounded off to nearest rupees in lakhs. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

NOTE : 2.34 : Disclosure Under Accounting Standards

2.34.1 Employee Benefits as per Ind-As 19

General Description of defined/contributory benefit plans

Plan	Description
Gratuity	Gratuity provision is made to all eligible employees based on the actuarial valuation. The company is making actual gratuity payments as and when crystalized. The company has not taken any insurance policy for payment of gratuity.
Provident Fund	The company has a provident fund scheme for their employees. Contribution to the scheme are charged to profit and loss account.
Accrued Leave Salary	Liability towards Accrued Leave Salary, as at the end of the year is recognized on the basis of actuarial valuation. The company is making actual payments as and when crystalized.

Other Disclosures :

Other defined benefit plans :

		Gratuity	Accrued Leave Salary
A.	**Changes in the present value of the obligation as on 31st March 2021**		
	Present value of obligation at the beginning of the year	-	-
	Interest cost	-	-
	Current service cost	-	-
	Past service cost	-	-
	Benefits paid/payable	-	-
	Actuarial gain/loss on obligation	-	-
	Present value of obligation at the end of the period 31st March 2022	**-**	**-**
	Present value of obligation at the beginning of the year	-	-
	Interest cost	-	-
	Current service cost	2.21	3.02
	Past service cost	0.98	0.44
	Benefits paid/payable	-	-
	Actuarial gain/loss on obligation	-	-
	Present value of obligation at the end of the period	3.19	3.46
B.	**Changes in the fair value of the plan Assets as on 31st March 2021**		
	Fair value of plan assets at the beginning of the year	-	-
	Expected return on plan assets	-	-
	Contributions	-	-
	Benefits paid/payable	-	-
	Actuarial gain/loss on plan assets	-	-
	Fair value of plan assets at the end of the period 31st March 2022	-	-
	Fair value of plan assets at the beginning of the year	-	-
	Expected return on plan assets	-	-

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

	Contributions	-	-
	Benefits paid/payable	-	-
	Actuarial gain/loss on plan assets	-	-
	Fair value of plan assets at the end of the period		
C.	**Amounts recognised in the Balance sheet as on 31st March 2021**		
	Present value of the obligations at the end of the year	-	-
	Fair value of plan assets at the end of the year	-	-
	Liability(+)/Asset (-) recognised in the balance sheet 31st March 2022		
	Present value of the obligations at the end of the year	3.19	3.46
	Fair value of plan assets at the end of the year	-	-
	Liability(+)/Asset (-) recognised in the balance sheet	(3.19)	(3.46)
D.	**Amounts recognised in the Statement of P&L for the period ended**		
	Expenses recognised in Statement of Profit and Loss 31st March 2021		
	Current service cost	-	
	Past service cost	-	
	Interest cost	-	
	Expected return on plan assets	-	
	Net acturarial gain/loss recognised in the year	-	
	Expenses recognised in Statement of Profit and Loss 31st March 2022		
	Current service cost	3.19	3.46
	Past service cost	-	-
	Interest cost	-	-
	Expected return on plan assets	-	-
	Net acturarial gain/loss recognised in the year	-	-
	Expenses recognised in Statement of Profit and Loss	3.19	3.46

E. Principal Actuarial Assumptions:

	DESCRIPTION	2021-22	2020-21
i.	Discount Rate	**6.96%**	-
ii.	Mortality Rate	**100% of IALM 2012-14**	-
iii.	Medical Cost Trend rates	**-**	-
iv.	Expected average remaining service	**13.95**	-
v.	Employee Attrition Rate (Past Service)	**-**	-

i) The discount rate adopted above is based on market yields at the balance sheet date on government bonds.

NOTE- 2.35

In accordance with Indian Accounting Standard (IndAS 108) on operating segments, informtion has been given in the consolidated financial statements of the Company and therefore no separate disclosure on segment information is given in these financial statements.

NOTE- 2.36

Related party disclosures :

In Accordance with the Ind AS Issued by the ICAI, the transactions with related parties are given below:

a. List of Related Parties where there exists controlling interest and the nature of relationship :

Sl.No.	Name of the Related Party	Nature of Relationship
1	M/s. RRK Enterprise Pvt Ltd	Holding Company
2	M/s. Bikewo Green Tech Pvt Ltd	Subsidiary Company
3	Shri Yalamanchili Kaushik, Managing Director	Key Management Personnel
4	Shri K.Siva Lakshmana Rao, Non Executive Director	
5	Ms. U.K.Gayathri, Independent Director	
6	Shri K Manideep, Independent Director	
7	Shri K Srinivasa Rao,Independent Director	
8	Ms K V N Lavanya, Independent Director	
9	Shri K Srikanth Reddy, Company Secretary	
10	Shri M.S.Muralikrishnan, Chief Financial Officer	

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

b) Aggregated Related party transactions

i) Particulars of transactions during the year (Rs. In Lakhs)

Sl.No.	Nature of Transaction	for the year ended 31st March, 2022	for the year ended 31st March, 2021
	Expenditure during the year		
1	Remuneration to Key Managerial personnel	**31.12**	7.87
2	Sitting fees to Directors	**3.60**	2.64

ii) Amounts due from /(due to) related parties at the year end

Sl.No.	Nature of Transaction	As at 31st March, 2022	As at 31st March, 2021
1	Outstanding balances payable to Management Pesonnel	**12.82**	8.70
2	Sitting fee and other expenses payable to Directors	**6.91**	3.94

NOTE- 2.37 Calculation of earnings per share (Ind AS 33)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Profit attributable to Share Holders	**281.09**	(541.32)
No. of Equity Shares Outstanding	**221,446,343**	220,254,319
Weighted No. of Equity Shares	**221,446,343**	220,254,319
Convertible Share Warrants	**-**	-
No. of diluted equity shares	**221,446,343**	220,254,319
Nominal Value of Equity Share	**2.00**	2.00
Basic EPS	**0.13**	(0.25)
Diluted EPS	**0.13**	(0.25)

NOTE- 2.38

Intangible Assets (Ind AS-38) - R&D

The Research & Development expenditure, charged to statement of profit & loss during the year is Rs.62.00 Lakhs (previous year Rs.15.67 Lakhs)

NOTE- 2.39

Provisions, Contingent Liabilities and Contingent Assets (Ind AS-37) : Necessary details in regard to provisions have been disclosed in notes 2.29

Note-2.40 : Disclosure as required under Regulation 34(3) and 53(f) of SEBI (LODR)

2.40.1 Loans and advances in the nature of loans to Subsidiary companies where there is no repayment schedule or no interest : Nil

2.40.2 There are no Investments by the loanees as mentioned in 2.40.1 in the shares of MIC Electronics Ltd.

2.40.3 The company does not have any associate companies as on 31st March, 2022

2.40.4 There are no loans and advances in the nature of loans to firms/companies in which directors are interested.

Note-2.41 : Others

2.41.1 Fair Value Measurement

Financial instruments by category

	As at 31st March 2022			As at 31st March 2021		
	FVTPL	**FVTOCI**	**Amortised cost**	FVTPL	FVTOCI	Amortised cost
Financial Assets						
Investments			**332.90**			-
Trade receivables			**129.26**			396.08
Cash and cash equivalents			**12.31**			10.35
Other bank balances			**82.78**			91.05
Loans			**800.00**			-
Other financial assets			**21.46**			215.94
Total	**-**	**–**	**1378.70**	–	–	713.41

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Financial Liabilities						
Borrowings			**100.00**			2,778.28
Trade payables			**42.13**			63.31
Other financial liabilities			**41.88**			2,841.05
Total	**-**	**–**	**184.01**	–	–	5,682.65

1 Assets that are not financial assets (such as receivables from statutory authorities, prepaid expenses, advances paid and certain other receivables) as of 31 March 2022, and 31st March 2021, respectively, are not included.

2 Other liabilities that are not financial liabilities (such as statutory dues payable, advances from customers and certain other accruals) as of 31 March 2022, and 31st March 2021, respectively, are not included.

The carrying amounts of above financial assets and labilities are considered to be same as their fair values, due to their short-term nature.

2.41.2 Financial Risk Management

a) Risk Management Framework

The Company's management has overall responsibility for the establishment and oversight of the Company's risk management framework. The management has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the management on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The management monitors the compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

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

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, loans	Ageing analysis	Diversification of bank deposits and closing monitoring of receivables
Liquidity risk	Borrowings and other liabilities	Cash flow forecasts	Regular follow up on receivables and temporary borrowings to meet day to day operations.
Market risk-currency risk	Imports giving rise to foreign currency payables	-	-

A. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

Trade receivables

The Company sales are generally based on advance payments and credit sales. The trade receivables in the books are mainly on account of credit sales to different parties, government undertakings like Railways, EESL etc.

Pursuant to the order of NCLT dt.31.07.2019 approving the resolution plan, necessary write off of assets including trade and other receivables has been carried out in the books of accounts of the company. The management has made analysis of the Trade receivables and made necessary provisions for bad and doubtful debts in the books of accounts as on 31st March 2022. the same has been reflected at Note No.2.07. The provision for loss allowance based on historic losses has not been considered as it is deemed inappropriate for the current year due to unique circumstances of company going through CIRP process and subsequent write off of trade receivables.

B. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Maturities of financial liabilities

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

NOTES TO THE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

	Year ended 31 March 2022	Year ended 31 March 2021
	On demand	On demand
Borrowings	**100.00**	2,778.28
Trade payables	**42.13**	63.31
Other financial liabilities	**41.88**	2,841.05
Total	**184.01**	5,682.65

C. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Foreign currency risk

Since majority of the Company's operations are being carried out in India and since all the material balances are denominated in its functional currency, the company does not carry any material exposure to currency fluctuation risk.

The Company's exposure to foreign currencies in minimal and hence no sensitivity analysis is presented.

Ratios

2.42 The following are analytical ratios for the year ended March 31,2022 and March 31, 2021

Particulars	Numerator	Denominator	Numerator	Denominator	31st March 2022	31st March 2021
	Description		Values			
Current Ratio	Current Assets	Current Liabilities	1,602.44	339.32	4.72	
			980.43	3,290.23		0.30
Debt Equity Ratio	Total Debts	Shareholders' Equity	106.66	5,997.01	0.02	
			2,778.28	(223.28)		-
Debt Service Coverage ratio	Net Income before interest and Income tax	Debt service	382.85	201.76	1.90	
			(541.32)	170.12		-
Return on equity (ROE)	Net profit after tax	Average Shareholders' equity	281.09	2,886.86	0.10	
Trade receivables turnover ratio	Revenue	Average Trade receivables	3,114.10	262.67	11.86	
			108.97	673.38		0.16
Trade payables turnover ratio	Purchases of materials	Average Trade payables	2,046.62	3.49	585.92	
			19.26	2,904.30		0.01
Net Capital Turnover ratio	Revenue	Working capital	3,114.10	1,263.12	2.47	
			108.97	(2,309.80)		-
Net Profit ratio	Net Profit	Revenue	281.09	3,233.57	0.09	
			(541.32)	423.24		-
Return on Capital Employed (ROCE)	Net Income before interest and Income tax	Capital Employed (Non Current Assets+ Wcapital)	382.85	6,003.66	0.06	
			(541.32)	2,384.88		-
Return on investments (ROI)	Net Profit after tax	Share Capital	281.09	4,428.93	0.06	

Other Notes

2.43 Corporate Insolvency Resolution Process (CIRP) has been initiated in respect of MIC Electronics Limited ("company") under the provisions of the Insolvency and Bankrupty Code, 2016 ('Code') by an order of the National Company Law Trubinal (NCLT), Hyderabad with effect from 13th March 2018. As per Section 17 of the Code, appointed Mr.N.Prabhakar as the interim Resolution Professional (IRP) in terms of IBC. Mr.N.Prabhakar was subsequently confirmed by the committee of creditors (CoC) as the Resolution Professional (RP).

Pursuant to the approval of resolution plan, The resolution applicants has made a total payment of Rs.55.99 Crores to creditors and other Stake holders as per resolution plan approved by Honourable NCLT dated 31.07.2019. Subsquently, the company share capital was reduced from 22,02,54,319 shares to 5,50,64,000 shares of face value Rs.2.00 each on 30.06.2021.

Further, 16,63,82,343 equity shares of face value Rs.2 each together with premium were alloted on 25.03.2022 to the resolution applicants and strategic investors.

2.44 Management reviewed the deferred tax assets/liabilities on temporary differences between the tax base of assets and liabilities and their carrying amounts for the financial reporting purpose at reporting date. However, as the company has recently came out of CIRP, there is virtual uncertainity of taxable profits in near future and availability of deferred tax assets to be set off. Accordingly, the deferred tax (net assets) for the reporting period i.e, April 1, 2021 to March 31, 2022 have not been considered.

2.45 The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slow down of economic activity. As on the date of these results, the Company based on the internal and external information available and the current indicators, believes that there is no material impact of the pandemic on its overall performance, except as mentioned hereinbefore. However, given the uncertainties associated with the nature and duration of COVID-19, the Company continues to monitor the situation closely and shall take appropriate actions based on material changes (if any).

09

AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

To the members,

M/s. MIC ELECTRONICS LIMITED,

Report on the Audit of Consolidated Financial Statements:

Opinion

We have audited the accompanying consolidated financial statements of M/s. MIC ELECTRONICS LIMITED ("the Parent") and its subsidiary (The Parent and its subsidiary together referred to as group), which comprise the Balance Sheet as on 31stMarch, 2022, and the Statement of Profit and Loss (including other Comprehensive Income), statement of changes in equity and statement of cash flows for the year ended 31st March, 2022 and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanation given to us, the accompanying consolidated financial statements give the information required by the Companies Act 2013 in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies Accounting Standard Rules 2015 as amended (IndAS) and other accounting principles generally accepted in India, of the state of affairs of the group as at 31st March 2022 and its profit, total comprehensive income, its cash flows, its changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated 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 Consolidated financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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 Matters	Auditor's Response
Revenue Recognition : The Parent recognizes revenue from products based on the terms and conditions of transactions which varies with different customers. For sale transactions in a certain period of time around the Balance Sheet date, it is essential to ensure that the control of goods have transferred to the customers. As revenue recognition is subject to management's judgment on whether the control of the goods have been transferred, we consider cut-off of revenue as a key audit matter.	**Principal audit procedures :** We obtained an understanding of the revenue recognition process and tested the company's controls around the timely and accurate recording of sales transactions. We have obtained an understanding of a sample of customer contracts. Our test of revenue samples focused on sales recorded immediately before the year – end, obtaining evidence to support the appropriate timing of revenue recognition, based on terms and conditions set out in sales contracts and delivery documents.

Information other than the consolidated financial statements and Auditor's report there on:

The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance and Business Responsibility Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information , compare the financial statements of the subsidiary provided by the management to the extent it relates to these entities and in doing so, place reliance on the financials of subsidiary submitted by the management and consider whether the other information is materially inconsistent with the consolidated financial statement or our knowledge obtained during the course of our audit or otherwise appears to be material misstated. Other information so far it relates to the subsidiary is traced from the financial statements submitted by the management. However, the subsidiary's financial statements are audited by other auditor.

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 consolidated financial statements:

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fairview of the financial position, financial performance, in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the parent 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the group'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 the Board of Directors either intends to liquidate the group or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements:

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 group 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 group'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated 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 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
   a. Except for possible effects of the matters as described in the "Basis of qualified opinion" paragraph, we have sought and obtained

the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) Except for possible effects of the matters as described in the "Basis of qualified opinion" paragraph, in our opinion, proper books of account as required by law have been kept by the group so far as it appears from our examination of those books

c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules,2014.

e) On the basis of written representations received from the directors as on March 31, 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, 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 group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

g) 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.

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, in our opinion and to the best of our information and according to the explanations given to us:

(i) The group has disclosed the impact of pending litigations on its financial position to the extent ascertained, in its consolidated financial statements;

(ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

(iii) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Group.

(iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For BHAVANI & CO.
Chartered Accountants
Firm's Registration No. 012139S

CA S Kavitha
PARTNER
Membership No. 229966
UDIN # 22229966AJNYCM8390

Place : Hyderabad
Date : 25.05.2022

09

AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

"Annexure A" to the Consolidated Auditor's Report of even date on the Consolidated Financial Statements of MIC ELECTRONICS LIMITED

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

We have audited the internal financial controls over financial reporting of MIC ELECTRONICS LIMITED ("the Parent") and its subsidiary (The Parent and its subsidiary together referred to as group), as of March 31, 2022 in conjunction with our audit of the consolidated financial statements of the group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Group's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Parent and its subsidiary 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 Group'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 Group'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 group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Group's internal financial controls 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 Group'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 group; (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 group are being made only in accordance with authorisations of management and directors of the group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the group'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, to the best of our information and according to the explanations given to us, the Group 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, 2022, based on the criteria for internal financial control over financial reporting established by the group 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 BHAVANI & CO.
Chartered Accountants
Firm's Registration No. 012139S

CA S Kavitha
PARTNER
Membership No. 229966
UDIN # 22229966AJNYCM8390

Place : Hyderabad
Date : 25.05.2022

CONSOLIDATED BALANCE SHEET FOR PERIOD ENDED 31ST MARCH 2022

(Rs.in Lakhs)

	Particulars	Note.	As at 31.03.2022		As at 31.03.2021	
I.	**ASSETS**					
(1)	**Non-Current Assets**					
	Property, Plant & Equipment	2.01	**4692.57**		4629.56	
	Capital Work in Progress		**462.39**		-	
	Other Intangible Assets	2.02	**14.47**		3.01	
	Financial Assets					
	(i) Investments	2.03	**-**		752.15	
	(ii) Other Financial Assets	2.04	**21.46**		56.56	
	Deferred Tax Assets (net)		**-**		-	
	Other Non Current Assets	2.05	**9.57**		5.54	
				5200.47		5446.82
(2)	**Current Assets**					
	Inventories	2.06	**786.85**		189.02	
	Financial Assets					
	(i) Trade receivables	2.07	**134.50**		396.08	
	(ii) Cash & Cash Equivalents	2.08	**14.35**		10.40	
	(iii) Bank balances other than (ii) above	2.09	**82.78**		91.05	
	(iv) Loans	2.10	**844.67**		-	
	(v) Other Financial Assets	2.11	**-**		159.38	
	Other Current Assets	2.12	**443.89**		202.46	
				2307.03		1048.38
	TOTAL ASSETS			**7507.50**		6495.20
II.	**EQUITY AND LIABILITIES**					
(1)	**Equity**					
	Equity Share Capital	2.13	**4428.93**		4405.09	
	Other Equity		**1848.52**		(3904.39)	
	Non-controlling interest		**100.00**		-	
	TOTAL EQUITY			**6377.45**		500.70
(2)	**Liabilities**					
	Non-current liabilities					
	Financial Liabilities					
	(i) Borrowings	2.14	**235.01**		2608.16	
	Long Term Provisions	2.15	**6.66**		-	
	Deferred Tax Liabilities (net)		**2.46**		-	
				244.13		2608.16
	Current liabilities					
	Financial Liabilities					
	(i) Borrowings	2.16	**479.95**		170.12	
	(ii) Trade Payables	2.17	**50.53**		159.07	
	(iii) Other Financial Liabilities	2.18	**115.32**		2841.41	
	Other current liabilities	2.19	**222.88**		215.74	
	Income Tax Liabilities (Net)	2.20	**17.25**		-	
				885.92		3386.35
	TOTAL EQUITY & LIABILITIES			**7507.50**		6495.20
	See accompanying notes to financial statements	1-2.43				

As per our report of even date

For BHAVANI & CO.
Chartered Accountants
Firm Reg. No: 012139S

CA S Kavitha Padmini
Partner
M.No : 229966

Place : Hyderabad
Date : 25.05.2022

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

K Manideep
Director
Din No. 07840019

M.S. Murali Krishnan
Chief Financial Officer

K Srikanth Reddy
Company Secretary
M.No. A25290

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR PERIOD ENDED 31ST MARCH 2022

(Rs. In Lakhs)

	Particulars	Note	Year ending 31.03.2022		Year ending 31.03.2021	
I	**INCOME :**					
	Revenue from operations	2.21		**4494.70**		108.97
	Other Income	2.22		**130.58**		314.27
	Total Income			**4625.28**		423.24
II	**EXPENDITURE :**					
	Cost of material consumed	2.23		**1971.45**		19.23
	Purchase of stock-in-trade			**1224.18**		
	Changes in Inventories of finished goods, work-in-progress and stock-in-trade	2.24		**(192.92)**		51.70
	Employee benefits expense	2.25		**314.82**		62.74
	Finance Costs	2.26		**173.42**		8.92
	Depreciation and amortization expense	2.01/2.02		**291.21**		682.36
	Other expenses	2.27		**539.89**		139.94
	Total expenses			**4322.06**		964.88
III	**Profit/(Loss) before exceptional items and tax (I-II)**			**303.23**		(541.65)
IV	**Exceptional Items**			**-**		
V	**Profit/(Loss) before tax (III+IV)**			**303.23**		(541.65)
VI	**Tax expenses:**					
	Current tax		**4.39**		-	
	Deffered tax (Liability)/Asset		**(2.56)**	**(6.95)**	-	-
VII	**Profit/(Loss) for the period from continuing operations (V - VI)**			**296.28**		(541.65)
VIII	**Other comprehensive Income**					
	A (i) Items That May Not Be Reclassified to Profit or Loss			**-**		-
	(ii) Income Tax Relating to Items That May Not Be Reclassified to Profit or Loss			**-**		-
	B (i) Items That May Be Reclassified to Profit or Loss			**-**		-
	(ii) Income Tax Relating to Items That May Be Reclassified to Profit or Loss			**-**		-
IX	**Total Comprehensive Income For The Period (VII+VIII) (Comprising Profit/(Loss) and Other Comprehensive Income For The Period)**			**296.28**		(541.65)
X	**Earnings per equity share of par value Rs 2/- each**					
	Basic			**0.13**		(0.25)
	Diluted			**0.13**		(0.25)
	Notes forming part of financial statements	1-2.43				

As per our report of even date

For BHAVANI & CO.
Chartered Accountants
Firm Reg. No: 012139S

CA S Kavitha Padmini
Partner
M.No : 229966

Place : Hyderabad
Date : 25.05.2022

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

K Manideep
Director
Din No. 07840019

M.S. Murali Krishnan
Chief Financial Officer

K Srikanth Reddy
Company Secretary
M.No. A25290

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31ST MARCH 2022

(Rs. In Lakhs)

A. Movements in Equity Share Capital

	Balance at the beginning of the reporting period	Changes in Equity Share capital during the year	Balance at the end of reporting period
As at 01.04.2022	4,405.09	23.84	4,428.93
As at 31.03.2021	4,405.09	-	4,405.09

B. Other Equity

Statement of Changes in Equity for the period ended 31st March 2021

Particulars	Other Equity						
	Capital Reserve	Securities Premium Reserve	Share warrants forfeited	Amalgamation Reserve	General Reserve	Retained Earnings	Total Other Equity
Balance as at 01.04.2020	**2.67**	**18843.09**	**5838.81**	**180.00**	**1800.00**	**(43828.66)**	**(17164.09)**
Profit for the year	-	-	-	-	-	(494.38)	**(494.38)**
Effect of currency translation on consolidation						(21.79)	**(21.79)**
Balances written off due to CIRP	13,853.03	-	-	-	-	-	**13,853.03**
Balance as at 31.03.2021	**13,855.70**	**18,843.09**	**5,838.81**	**180.00**	**1,800.00**	**(44,344.84)**	**(3,827.24)**
Profit for the year	-	-	-	-	-	296.28	**296.28**
Share Premium	-	2,799.65	-	-	-	-	**2,799.65**
Reduction in share capital pursuant to NCLT Order	3,303.81	-	-	-	-	-	**3,303.81**
Reserves of MIC Electronics Inc.						(723.98)	**(723.98)**
Balance as at 31.03.2022	**17159.50**	**21642.74**	**5838.81**	**180.00**	**1800.00**	**(44772.54)**	**1848.52**

Pursuant to the order of NCLT dt.31.07.2019 approving the resolution plan, necessary write off of assets/ expenses / write back of liability / provision has been carried out in the books of accounts of the company. As per the order any debit or credit being the balancing figure shall be adjusted by the company in the capital reserve and the same shall be deemed to be in compliance with the applicable accounting standards. During the year, reduction in share capital is passed to capital reserve in complaince with order of NCLT dt.31.07.2019.

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2022

(Rs in Lakhs)

Particulars	Figures as at the end of 31st March 2022	Figures as at the end of 31st March 2021
Cash Flow from Operating Activities		
Profit/(Loss) before Income tax from		
Continued Operations	**296.28**	(541.65)
Effect of currency translation on consolidation	**-**	(21.79)
Profit before Income tax	**296.28**	(563.44)
Adjustments for non cash/non operational expenses :		
Depreciation & amortisation expenses	**291.21**	682.36
Financial Charges	**173.42**	8.92
Decrease on account of cessation of MIC Electronics Inc	**(723.98)**	-
Interest received /Other Income	**32.64**	303.83
Operating Profit before Working Capital Changes	**69.57**	431.66
Adjustments for working capital changes		
(Increase)/Decrease in Investments	**752.15**	-
(Increase)/Decrease in Trade Receivables	**261.58**	554.61
(Increase)/Decrease in Inventories	**(597.83)**	4,763.91
(Increase)/Decrease in Loans	**(844.67)**	-
(Increase)/Decrease in Other financial assets	**194.48**	11.32
(Increase)/Decrease in Other Non Current Assets	**(4.04)**	864.52
(Increase)/Decrease in Other Current Assets	**(241.43)**	313.06
Increase/(Decrease) in Trade Payables	**(108.54)**	(5,873.96)
Increase/(Decrease) in Provisions	**6.66**	(214.67)
Increase/(Decrease) in borrowings	**(2,373.15)**	2,608.16
Increase/(Decrease) in Other financial liabilities	**(2,726.09)**	(15,933.45)
Increase/(Decrease) in Other Current Liabilities	**7.13**	(2,094.56)
Cash generated from Operations	**(5,673.76)**	(15,001.07)
Financial Charges paid	**(173.42)**	(8.92)
Direct Taxes paid	**19.71**	(68.97)
Net Cash Flow from operating activities	**(5,757.89)**	(14,647.30)
Cash Flow from Investing Activities		
Expenditure on acquisition of tangible and intangible assets (net of Sale proceeds)	**(365.67)**	2,146.10
(Increase) / Decrease of Capital Work-in-Progress	**(462.39)**	182.55
Purchase of Investments	**-**	22.63
Interest Received/Other Income	**(32.64)**	(303.83)
Net Cash Flow from Investing Activities	**(860.71)**	2,047.45
Cash Flow from Financing Activities		
Proceeds from borrowings	**309.82**	(1,277.57)
Deposits paid towards LCs & BGs	**8.27**	29.53
Increase/(Decrease) in capital reserve	**3,303.81**	13,853.03
Increase/(Decrease) in Share Capital	**23.84**	-
Non-controlling interest	**100.00**	-
Increase/(Decrease) in other equity	**77.15**	-
Increase/(Decrease) in Share Premium	**2,799.65**	-
Net Cash Flow from financing activities	**6,622.54**	12,604.98
Net Increase in Cash and Cash equivalents	**3.94**	5.14
Cash and Cash equivalents as at the beginning of the year	**10.40**	5.26
Cash and Cash equivalents as at the end of the year	**14.35**	10.40

As per our report of even date

For BHAVANI & CO.
Chartered Accountants
Firm Reg. No: 012139S

CA S Kavitha Padmini
Partner
M.No : 229966

Place : Hyderabad
Date : 25.05.2022

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

K Manideep
Director
Din No. 07840019

M.S. Murali Krishnan
Chief Financial Officer

K Srikanth Reddy
Company Secretary
M.No. A25290

CONSOLIDATED FINANCIAL STATEMENTS

1 Significant Accounting Policies and Notes on Accounts

1.1 Basis of Preparation

(a) Statement of Compliance

The consolidated financial statements has been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

(b) Basis of measurement

The consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

i. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments);

ii. Defined benefit and other long-term employee benefits.

(c) Functional and presentation currency

The consolidated financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the entity operates. All financial information presented in Indian rupees in lakhs and has been rounded to the nearest rupee in lakhs except share and per share data.

(d) Use of estimates and judgement

The preparation of consolidated financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

(e) Principles of consolidation

The consolidated financial statements have been prepared on the following basis:

i. The consolidated financial statements are prepared to the extent possible by using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements except as otherwise stated.

ii. the financial statements of the company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses as specified in Indian Accounting Standard 110 - "Consolidated Financial Statements".

iii. The difference between the cost of investment in the subsidiaries, the Company's share of net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.

iv. Non controlling interest in net profit/loss of the subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to the share holders of the company.

v. Non controlling interest in the net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet seperately from liabilities and equity of the Company's share holders.

vi. The financial statements of Bikewo Green Tech Pvt Ltd have been prepared on accrual basis and according to the historical cost basis assmuing the Company is a going concern.

1.2 Summary of significant accounting policies

i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The consolidated financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

ii) Foreign currency transactions and balances

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit and loss and reported within foreign exchange gains / (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

iii) Investment in subsidiaries

Investment in subsidiaries is measured at cost. Dividend income from subsidiaries is recognized when its right to receive the dividend is established.

iv) Financial instruments

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payable are recognized net of directly attributable transactions costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortized cost; non derivative financial liabilities at amortized cost.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Financial instrument is derecognized only when the Company has transferred its right to receive/ extinguish its obligation to pay cash flow from such financial instruments.

a) Non-derivative financial assets

Financial assets at amortized cost

A financial asset shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

Amortized cost is represented by security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

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.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand and in banks.

b) Non-derivative financial liabilities

Financial liabilities at amortized cost

Financial liabilities at amortized cost represented by trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method.

v) Property plant and equipment:

Recognition and measurement: Normally Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. The Company has elected to apply the optional exemption to use this previous GAAP value as deemed cost at 1 April 2016, the date of transition except land and building which are valued at market value.

Depreciation: Normally the Company depreciates property, plant and equipment over the estimated useful life of the assets as prescribed in Schedule II of the Companies Act 2013 on a straight-line basis from the date the assets are ready for intended use. Wherever the useful life is determined by technical assessment for certain assets, such assets are depreciated as per their assessed life. Assets acquired under finance lease and leasehold improvements are amortized over the lower of estimated useful life and related term. 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 consolidated financial statements upon sale or disposition of the asset and the resultant gains or losses are recognized in the statement of profit and loss.

vi) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

vii) Inventory

a) Raw materials and Work in Progress are valued at cost. Finished goods are valued at cost or net realizable value which ever is less.

b) The basis of determining the cost is

Raw materials	:	Weighted average cost
Stores and spares	:	Weighted average cost
Work in process and finished goods	:	Material cost plus appropriate share of labour, related overheads and levies

c) In case of identified Obsolete/Surplus/Non-moving items necessary provision is made and charged to revenue.

viii) Impairment

a) Financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss.

i) The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 36-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 36 months ECL.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 36 months ECL is a portion of the lifetime ECL which results from default events that are possible within 36 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

ii) All contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

iii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

Financial assets measured at amortised cost, contractual revenue receivable: ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Untill the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

b) Non-financial assets

The Company assesses at each reporting date whether there is any objective evidence that a non financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognised in profit or loss and reflected in an allowance account. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

ix) Employee benefits

a) Gratuity & Provident Fund:

Gratuity provision is made to all eligible employees based on the actuarial valuation. The company is making actual gratuity payments as and when crystalized. The company has not taken any insurance policy for payment of gratuity.

b) The company has a provident fund scheme for their employees. Contribution to the scheme are charged to profit and loss account.

c) Accrued Leave Salary:

Liability towards Accrued Leave Salary, as at the end of the year is recognized on the basis of actuarial valuation. The company is making actual payments as and when crystalized.

x) Provisions

All the provision are recognized as per Ind AS 37. 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.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

xi) Research & Development (R&D)

Revenue expenditure on R & D is charged to revenue in the year in which it is incurred. Capital expenditure, if any, on R & D is added to fixed assets.

xii) Revenue recognition:

Accounting Policies, change in Accounting estimates and errors (As per Ind-As 8) :

1. Review of accounting policies

a. Revenue recognition :

Ind As 115 recognises revenue of transfer of the control of goods or services, either over a period of time or a point of time, at an amount that the entity expects to be entitles in exchange for those goods or services. In order to align with Ind As 115, the Accounting policy on revenue recognition was reviewed and revised.

The said revision has nil impact on the financials of the company as the company was recognising and accounting revenue in line with the Ind As 115.

b. Lease :

a. Lease liability is initially recognised and measured at an amount equal to the present value of minimum lease payments during the lease term that are not yet paid.

b. Right of use asset is recognised and measured at cost, consisting of initial measurement of lease liability plus any lease payments made to the lessor at or before the commencement date less any lease incentives received, initial estimate of the restoration costs and any initial direct costs incurred by the lseess.

c. the lease liability is measured in subsequent periods using the effective interest rate method. The right-of-use asset is depreciated over the lease term.

d. Low value leases upto Rs.6 lakhs p.a. per lease and short term leases of 12 months or less are fully charged to expense.

xiii) Finance income and expense

Finance income consists of interest income. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the statement of profit and loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

xiv) Income tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

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 the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

xv) Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the year.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

xvi) Borrowing costs

Borrowings costs directly attributable to acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which it occur. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

xvii) Prepaid Expenses

Expenses are accounted under prepaid expenses by only when the amount relating to the unexpired period.

xviii) Restatement of earliest prior period financials on material error/ommissions

The value of error and ommissions is construed to be material for restating the opening balances of assets and liabilities and equity for the earliest prior period presented if the amount in each case of earlier period income / expenses exceeds 1.00% of the previous year turnover of the company.

xix) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under companies (Indian Accounting Standards) Rules as issued from time to time . On March 23, 2022, MCA amended the companies (Indian Accounting Standards) Amendment Rules, 2022, as below.

Ind AS 16-Property Plant and Equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant and equipment. The effective date for adoption of this amendment is annual periods beginning or or after April 1, 2022. The company has evaluated the amendment and there is no impact on its consolidated financial statements.

Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets - The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1,2022, although early adoption is permitted. The company has evaluated the amendment and the impact is not expected to be material.

Note 2.01 : Property, Plant & Equipment

(Rs. In Lakhs)

The changes in the carrying value of property, plant and equipment for the year ended 31st March 2022 are as follows:

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 31.03.2022	As at 31.03.2021
Land & Land Development	2,164.71	-	-	**2,164.71**				**-**	**2,164.71**	2,164.71
Buildings	2,216.41	-	-	**2,216.41**	285.65	109.75	-	**395.41**	**1,821.00**	1,930.76
Plant & Machinery	9,648.72	19.57	-	**9,668.29**	9,255.53	94.28	-	**9,349.81**	**318.48**	393.19
Furniture & Fixtures	220.31	-	-	**220.31**	168.16	24.59	-	**192.74**	**27.57**	52.15
Office Equipment	33.09	0.47	-	**33.56**	25.88	3.24	-	**29.12**	**4.44**	7.21
Electrical Installations	136.28	-	-	**136.28**	100.75	15.99	-	**116.74**	**19.54**	35.53
D.G.Set	12.28	-	-	**12.28**	7.00	4.67	-	**11.67**	**0.61**	5.28
Transformer	11.09	-	-	**11.09**	6.32	4.22	-	**10.54**	**0.55**	4.77
Vehicles	303.02	189.39	90.58	**401.83**	127.22	26.68	71.73	**82.17**	**319.66**	175.80
Computers	352.76	6.41	-	**359.18**	339.28	4.37	-	**343.65**	**15.52**	13.48
Display Equipment not put to use	48.54	-	-	**48.54**	48.07	-	-	**48.07**	**0.47**	0.47
Total (Rs)	**15147.22**	**215.85**	**90.58**	15272.48	**10363.85**	**287.79**	**71.73**	10579.91	**4692.57**	**4783.36**

Capital Work in progress ageing schedule for the year ended as on March 31, 2022 and March 31, 2021

Particulars	Less than six months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Electric car retro fittings	140.62	45.52	276.25	-	-	462.39
	-	-	-	-	-	-

Note 2.02 : Intangible Assets

The changes in the carrying value of intangible assets for the year ended 31st March, 2022 are as follows:

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 01.04.2021	Additions	Deletions	As at 31.03.2022	As at 31.03.2022	As at 31.03.2021
Computer Software	170.58	1.23	-	**171.81**	153.92	3.42		**157.34**	**14.47**	16.66
Total (Rs)	**170.58**	**1.23**	**-**	171.81	**153.92**	**3.42**	**-**	157.34	**14.47**	**16.66**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE - 2.03		
Investments		
Investments carried at cost, Unquoted equity shares in susbsidairies		
Other Investments by MIC Electronics Inc, USA, Sports LED Media	-	752.15
	-	752.15
NOTE - 2.04		
Other Financial Assets		
Unsecured, Considered Good :		
- Security Deposits	**19.12**	46.97
- Bank Deposits with more than 12 months maturity	**2.34**	9.60
	21.46	56.56
Unsecured, considered doubtful :		
Security Deposits	**546.37**	555.23
	546.37	555.23
Less : Provision for doubtful deposits/advances	**546.37**	555.23
	21.46	56.56
NOTE - 2.05		
Other Non Current Assets		
Unsecured, Considered Good :		
- Electricity Deposits	**7.18**	5.54
- Others	**2.40**	-
	9.57	5.54
Unsecured, considered doubtful :		
Others		
- Share Application money pending allotment in other companies	**30.00**	30.00
	30.00	30.00
Less : Provision for doubtful deposits/advances	**30.00**	30.00
	9.57	5.54

Particulars	As at 31.03.2022		As at 31.03.2021	
NOTE- 2.06				
Inventories				
Raw Material	**193.50**		1187.16	
Less : Depletion in value of inventories	-	**193.50**	1064.79	122.37
Material under customs clearance	-		549.24	54,924,197
Less : Depletion in value of inventories	-	-	549.24	-
Work-in-Progress	**76.99**		1939.13	
Less : Depletion in value of inventories	-	**76.99**	1872.48	66.65
Finished Goods	**2.39**		1214.36	
Less : Depletion in value of inventories	-	**2.39**	1214.36	-
Purchase in Transit		**24.81**		-
Stock in Trade		**487.38**		-
Stores and Spares	**1.78**		11.34	
Less : Depletion in value of inventories	-	**1.78**	11.34	-
		786.85		189.02

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.07		
Trade Receivables		
Trade receivables considered good - unsecured	**98.34**	329.18
Less : Allowance for expected credit loss	**-**	-
Trade receivables considered good - unsecured	**98.34**	329.18
Trade receivables which have significant increase in credit risk	**36.16**	66.89
Less : Allowance for expected credit loss	**-**	-
	36.16	66.89
Trade receivables - credit impaired	**3301.92**	3311.98
Less : Allowance for expected credit loss	**3301.92**	3311.98
	-	-
Total Trade receivables	**134.50**	396.08

Trade receivables ageing schedule for the year ended as on March 31, 2022 and March 31, 2021

Particulars	Less than six months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables						
- **Considered good**	**97.95**	**-**	**0.39**	**-**	**-**	**98.34**
	329.18	-	-	-	-	329.18
- **Which have significant increase in credit risk**	**-**	**-**	**0.46**	**17.77**	**17.93**	**36.16**
	-	-	23.20	43.70	-	66.89
- **Credit impaired**	**-**	**-**	**8.02**	**0.87**	**3293.02**	**3301.92**
	4.54	4.54	0.87	-	3302.02	3311.98
	97.95	-	8.87	18.65	3310.95	**3436.43**
	333.72	4.54	24.07	43.70	3302.02	3708.06
Less : Allowance for credit loss						**3301.92**
						3311.98
Total Trade receivables						**134.50**
						396.08

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.08		
Cash & Cash equivalents		
Balance with Banks :		
In Current Accounts	**2.13**	10.30
Cheques, Drafts on Hand	**10.00**	-
Cash in Hand	**2.21**	0.10
	14.35	10.40
NOTE- 2.09		
In Margin Money Accounts	**82.78**	91.05
	82.78	91.05
NOTE- 2.10		
Loans		
Considered Good - Unsecured:		
Other Loans	**844.67**	-
	844.67	-
NOTE- 2.11		
Other Financial Assets		
Security Deposits		
- Deposit-Delhi Metro Rail Corpn	**-**	159.38
	-	159.38

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.12		
Other Current Assets		
Unsecured Considered Good		
Deposits	**74.37**	-
Interest receivable	**23.72**	-
Advance for expenses	**0.51**	1.44
Advance to related parties	**-**	67.31
Other Advances		
(i) Prepaid Expenses	**8.38**	2.07
(ii) Balances with Govt Authorities		
TDS receivable	**38.91**	28.38
GST Input	**135.83**	75.96
(iii) Others		
Advance for Materials	**156.09**	23.68
Advance for Services	**1.07**	3.63
Other advances	**5.00**	-
	443.89	202.46
Unsecured Considered Doubtful		
Other advances	**-**	15.03
	-	15.03
Less : Provision for bad and doubtful advances	**-**	15.03
	443.89	202.46

NOTE- 2.13

Equity Share Capital

		As at 31.03.2022		As at 31.03.2021	
		No.of Shares	**Amount**	No.of Shares	Amount
I.	**Authorised:**				
	Equity shares of Rs 2/- each with voting rights	**375,000,000**	**7,500.00**	270,000,000.00	5,400.00
II.	**Issued, Subscribed and Paid up:**				
	Equity shares of Rs 2/- each with voting rights	**221,446,343**	**4,428.93**	220,254,319	4,405.09
		221,446,343	**4,428.93**	220,254,319	4,405.09

The Company has only one class of equity shares having a par value of Rs. 2/- per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the management is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

a) Details of Reconciliation of Share Capital

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Equity shares with voting rights:-				
Opening Balance	**220,254,319**	**4,405.09**	220,254,319	4405.09
Reduction in share capital	**(165,190,319)**	**(3303.81)**	-	-
Fresh Issue	**166,382,343**	**3327.65**	-	-
Closing Balance	**221,446,343**	**4428.93**	220,254,319	4405.09

b) Details of shares held by each shareholder holding more than 5% shares:

S.No.	Class of shares / Name of shareholder	As at 31st March, 2022		As at 31st March, 2021	
		Number of shares held	**% holding**	Number of shares held	% holding
	Equity shares with voting rights				
1	Siva Lakshmana Rao Kakarala	**16,428,191**	**7.42%**	-	-
2	RRK Enterprise Pvt Ltd	**148,829,402**	**67.21%**	-	-
3	Malaxmi Infraventures India Pvt Ltd	**-**	**-**	14,000,000	6.36%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

c) Details of shares held by promoters as at 31.03.2022

Sr.No.	Promoter Name	Number of shares	% of total shares	% of change during the year
1	Siva Lakshmana Rao Kakarala	16,428,191	7.42%	7.16%
2	RRK Enterprise Pvt Ltd	148,829,402	67.21%	100%

NOTE - 2.14

Borrowings

(Rs. In Lakhs)

	Current Portion (*)	Non-Current Portion	Current Portion (*)	Non-Current Portion
Secured Loans				
Deferred payment liabilities - Bank Loans	**73.44**	**235.01**		
Long Term Loans - Others				
Srei Equipment Finance Ltd	**-**	**-**	506.74	-
Unsecured Loans				
Cosyn Consortium on account of resolution plan	**-**	**-**	-	2608.16
	73.44	**235.01**	506.74	2608.16

(*)Current portion of Long-term liabilities shown under other current liabilities

Deferred payment liabilities are vehicle loans availed from Axis Bank & HDFC Bank and secured by hypothecation of vehicles which carries the following terms & conditions.

Name	Loan Amount (Rs.in Lakhs)	Month of First Instalment	Rate of Interest	Month of Last Instalement
Axis Bank - Range rover car Loan	93.00	10-Nov-21	8.26%	10-Oct-25
HDFC Bank - Benz Car	85.46	7-Apr-21	10.00%	7-Mar-26
HDFC Bank - Creta Car Loan	8.15	5-May-21	11.00%	5-Oct-25
HDFC Bank - Benz Car 2021	61.48	7-Dec-21	10.75%	7-Nov-26
HDFC Bank - Camry Car Loan	13.54	5-Oct-19	12.25%	5-Feb-23

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.15		
Long Term Provisions		
Provision for employee benefits		
- Provision for gratuity	**3.19**	-
- Provision for leave encashment	**3.46**	-
	6.66	-
NOTE - 2.16		
Borrowings		
(A) Secured Loans - from Banks		
Bank of Maharashtra (STL ACCOUNT)	**100.00**	-
Working Capital Loan from State Bank of India	**379.95**	-
(B) UnSecured Loans		
(i) Intercorporate Loans		
JBB Infrastructures Pvt Ltd	**-**	6.61
Reliance Capital Ltd	**-**	139.09
Sri Kanakadurga Castings Pvt Ltd	**-**	2.24
(ii) Loans against corporate guarantees-from banks		
Andhra Bank	**-**	15.90
Axis Bank Ltd	**-**	6.29
Total Borrowings (i+ii)	**479.95**	170.12

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

Short Term Loan taken from Bank of Maharashtra is secured as follows: (Rs. In Lakhs)

1) Primary : Hypothecation of entire current assets both present and future
2) Equitable Mortgage of Industrial Land and building located at Plot Nos.A-4/1 to A-4/7 situated at Electronics Complex, Kushaiguda, Industrail Park, TSIIC, Kapra, Under GHMC, Medchal-Malkajgiri - 500062.
3) Personal guarantee of Y Kaushik (Managing Director) and Y Satya Poorna Chandar.

Working Capital loan taken from State Bank of India is secured as follows:

1) Paripassu charge on current assets of the company both present and future.
2) Personal guarantee of Y Satya Poorna Chandar and K Manideep and properties of Y Satya Poorna Chandar.

Particulars	As At 31.03.2022		As At 31.03.2021	
NOTE - 2.17				
Trade Payables				
Payables for materials				
- dues to MSME	**-**		-	
- dues to Others	**14.64**		96.50	
Payables for services				
- dues to MSME	**-**		-	
- dues to Others	**35.89**		62.57	
		50.53		159.07
		50.53		159.07

Trade Payables ageing schedule for the year ended as on March 31, 2022 and March 31, 2021

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Outstanding dues to MSME	**-**	**-**	**-**	**-**	**-**
	-	-	-	-	-
Others	**28.41**	**7.56**	**7.91**	**6.65**	**50.53**
	25.59	21.59	16.11	95.78	159.07
Total Trade receivables	**28.41**	**7.56**	**7.91**	**6.65**	**50.53**
	25.59	**21.59**	**16.11**	**95.78**	**159.07**

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE - 2.18		
Other Financial Liabilities		
Current maturities of long term borrowings (Refer Note No : 2.14)	**73.44**	506.74
Interest accrued and due on borrowings	**-**	-
Secured		
- Interest accrued and due on borrowings	**0.13**	2220.20
Unsecured		
- Interest accrued and due on short term borrowings	**-**	28.21
Share Warrants Application Money refundable	**-**	23.08
Payables for expenses	**41.75**	63.18
NOTE - 2.19		
Other Current Liabilities		
Statutory remittances	**131.22**	84.50
Salaries Payable	**36.78**	94.11
Directors remuneration Payable	**11.06**	2.05
Advance from customers	**3.02**	-
Security deposits received	**35.67**	-
Others	**5.13**	35.09
	222.88	215.74

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE - 2.20		
Current Tax Liabilities (NET) :		
Income Tax	**17.25**	-
	17.25	-

Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.21				
Revenue from Operations				
(A) Revenue from Sale of products				
Domestic	**4,385.67**		104.94	
		4,385.67		104.94
		4,385.67		104.94
(B) Other operating revenues				
AMC Charges & Service Charges	**109.04**		4.03	
		109.04		4.03
		109.04		4.03
Total Revenue from Operations (A+B)		**4494.70**		108.97

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
NOTE- 2.22		
Other Incomes		
Interest Received on Deposit-Delhi Metro Rail Corpn	**-**	298.30
Interest Received from others	**32.64**	5.52
Credit Balances written back	**45.95**	-
Rents received	**2.16**	10.32
Profit on sale of vehicle	**0.33**	-
Bad debts recovered	**36.31**	0.12
Other non operating Income	**13.09**	-
Sales Commission	**0.10**	-
	130.58	314.27

Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.23				
Cost of Materials Consumed				
A) Raw Material Consumed				
Opening Stock		**1187.16**		1187.16
Purchases	**2038.25**		19.25	
Less : Depletion in valuation of Stocks	**1064.79**			
Less : Material consumed for R&D	**2.26**		0.04	
		971.20		19.22
		2158.36		1206.37
Less : Closing Stock		**193.50**		1187.16
Raw Material Consumed		**1964.86**		19.22
B) Packing Materials and consumables				
Opening Stock		**11.34**		11.34
Add :Purchase of packing material & consumables		**8.37**		0.01
Less : Depletion in valuation of Stocks		**11.34**		-
		8.37		11.35
Less : Closing Stock		**1.78**		11.34
Consumption		**6.59**		0.01
Total Cost of material consumed		**1971.45**		19.23

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

Particulars		Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.24					
Changes in Inventory					
Closing Stock of :					
Work-in-Progress			**76.99**		1939.13
Finished Goods			**2.39**		1214.36
Purchase in transit			**24.81**		-
Stock in Trade			**487.38**		-
	Total (A)		**591.56**		3153.49
Opening Stock of :					
Work-in-Progress		**1939.13**			1927.73
Less : Depletion in value of stocks		**1872.48**	**66.65**		-
Finished Goods		**1214.36**			1277.46
Less : Depletion in value of stocks		**1214.36**	**-**		-
Stock in Trade			**331.99**		**-**
	Total (B)		**398.64**		3205.19
Increase/(Decrease) in Stock (A-B)			**192.92**		(51.70)

Particulars	As at 31.03.2022	As at 31.03.2021
NOTE- 2.25		
Employee Benefit expense		
Salary, Wages, Allowances & other Benefits	**289.49**	59.98
Directors Remuneration	**13.00**	0.00
P. F. & ESI Contribution	**6.31**	2.68
Staff Welfare Expenses	**6.02**	0.08
	314.82	62.74
NOTE- 2.26		
Financial Cost		
Bank Charges	**18.22**	8.92
Interest on :		
- Short term Borrowings & Others	**155.20**	-
	173.42	8.92

Particulars		Year ended 31.03.2022		Year ended 31.03.2021	
NOTE- 2.27					
Other Expenses					
Job-works, Installation charges & Maintenance Expenses			**18.96**		6.75
Power and Fuel			**11.32**		3.23
Insurance			**5.89**		1.03
Repairs & Maintenance			**13.00**		1.45
Printing & Stationary			**6.47**		0.86
Postage, Telephones & Internet			**3.69**		3.21
Rent			**4.31**		-
Licenses, Fees, Rates & Taxes			**49.87**		64.81
Interest & Penalties			**31.59**		0.00
Professional Charges			**97.28**		18.55
Payment to the auditor					
As Statutory Auditors		**5.50**		3.50	
As Tax auditors		**1.50**		1.50	
for Reimbursement of expenses		**0.09**	**7.09**	0.02	5.02

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

(Rs. In Lakhs)

General Expenses	**81.83**	8.28
Board Meeting Expenses	**3.60**	2.64
Foreign exchange rate difference	**0.11**	0.41
Security Expenses	**11.01**	5.12
Travelling & Conveyance	**25.43**	1.14
Bad debts & debit balances written off	**41.43**	-
Vehicle Maintenance	**2.37**	0.29
Fabrication & repair charges of vehicles	**23.65**	-
Selling & Distribution Expenses	**39.04**	1.50
R & D Expenses	**61.95**	15.67
	539.89	139.94

NOTE- 2.28

(i) In the opinion of the management the Trade Receivables, Current Assets, Loans and Advances are expected to realise the amount at which they are stated and provision for all known liabilities have been adequately made in the accounts.

(ii) The balances of trade receivables, trade payables, long term loans & advances, short term loans & advances, other current assets & other current liabilities are subject to confirmation from respective parties.

NOTE- 2.29

Contingent Liabilities : The following contingent liabilities are not provided for.

Particulars	As at 31st March, 2022	As at 31st March, 2021
Counter guarantees given by the company to banks towards issue of B.Gs.	**39.67**	42.07

NOTE- 2.30

(Amount in Rs.)

Managerial Remuneration :

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Managing Director & Director		
Remuneration	**13.00**	-
Total	**13.00**	-

NOTE- 2.31

Disclosure of Sundry Creditors under Trade Payables is based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" . As per the records with the company, none of the enterprises have been identified as Micro, Small and Medium Enterprises.

NOTE- 2.32

Figures have been rounded off to nearest rupees in lakhs. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

NOTE : 2.33 : Disclosure Under Accounting Standards

2.33.1 Employee Benefits as per Ind-As 19

General Description of defined/contributory benefit plans

Plan	Description
Gratuity	Gratuity provision is made to all eligible employees based on the actuarial valuation. The company is making actual gratuity payments as and when crystalized. The company has not taken any insurance policy for payment of gratuity.
Provident Fund	The company has a provident fund scheme for their employees. Contribution to the scheme are charged to profit and loss account.
Accrued Leave Salary	Liability towards Accrued Leave Salary, as at the end of the year is recognized on the basis of actuarial valuation. The company is making actual payments as and when crystalized.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

Other Disclosures :

Other defined benefit plans : (Rs. In Lakhs)

		Gratuity	Accrued Leave Salary
A.	**Changes in the present value of the obligation as on 31st March 2021**		
	Present value of obligation at the beginning of the year	-	-
	Interest cost		
	Current service cost		
	Past service cost		
	Benefits paid/payable		
	Actuarial gain/loss on obligation		
	Present value of obligation at the end of the period 31st March 2022	**-**	**-**
	Present value of obligation at the beginning of the year	-	-
	Interest cost	-	-
	Current service cost	2.21	3.02
	Past service cost	0.98	0.44
	Benefits paid/payable	-	-
	Actuarial gain/loss on obligation	-	-
	Present value of obligation at the end of the period	3.19	3.46
B.	**Changes in the fair value of the plan Assets as on 31st March 2021**		
	Fair value of plan assets at the beginning of the year	-	-
	Expected return on plan assets	-	-
	Contributions	-	-
	Benefits paid/payable	-	-
	Actuarial gain/loss on plan assets	-	-
	Fair value of plan assets at the end of the period 31st March 2022		
	Fair value of plan assets at the beginning of the year	-	-
	Expected return on plan assets	-	-
	Contributions	-	-
	Benefits paid/payable	-	-
	Actuarial gain/loss on plan assets	-	-
	Fair value of plan assets at the end of the period		
C.	**Amounts recognised in the Balance sheet as on 31st March 2021**		
	Present value of the obligations at the end of the year	3.19	3.46
	Fair value of plan assets at the end of the year	-	-
	Liability(+)/Asset (-) recognised in the balance sheet 31st March 2022	(3.19)	(3.46)
	Present value of the obligations at the end of the year	-	-
	Fair value of plan assets at the end of the year	-	-
	Liability(+)/Asset (-) recognised in the balance sheet	-	-
D.	**Amounts recognised in the Statement of P&L for the period ended**		
	Expenses recognised in Statement of Profit and Loss 31st March 2021		
	Current service cost	-	-
	Past service cost	-	-
	Interest cost	-	-
	Expected return on plan assets	-	-
	Net acturarial gain/loss recognised in the year	-	-
	Expenses recognised in Statement of Profit and Loss 31st March 2021	-	-
	Current service cost	3.19	3.46
	Past service cost	-	-
	Interest cost	-	-
	Expected return on plan assets	-	-
	Net acturarial gain/loss recognised in the year	-	-
	Expenses recognised in Statement of Profit and Loss	3.19	3.46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

E. Principal Actuarial Assumptions:

	DESCRIPTION	2021-22	2020-21
i.	Discount Rate	**6.96%**	
ii.	Mortality Rate	**100% of IALM 2012-14**	
iii.	Medical Cost Trend rates	**-**	
iv.	Expected average remaining service	**13.95**	
v.	Employee Attrition Rate (Past Service)	**-**	

i) The discount rate adopted above is based on market yields at the balance sheet date on government bonds.

NOTE- 2.34

Segment Information (Ind AS 108) - Revenues : (Rs. In Lakhs)

Particulars	2021-22				2020-21
	LED products	Medical appliances	Automobiles	Total	LED products
Revenue from Operations	126.72	2,987.38	1,380.60	4,494.70	108.97

NOTE- 2.35

Related party disclosures :

In Accordance with the Ind AS Issued by the ICAI, the transactions with related parties are given below:

a. List of Related Parties where there exists controlling interest and the nature of relationship :

Sl No.	Name of the Related Party	Nature of Relationship
1	M/s.RRK Enterprise Pvt Ltd	Holding Company
2	M/s.Bikewo Green Tech Pvt Ltd	Subsidiary Company
3	Shri Yalamanchili Kaushik, Managing Director	Key Management Personnel
4	Shri K.Siva Lakshmana Rao, Non Executive Director	
5	Ms.U.K.Gayathri, Independent Director	
6	Shri K Manideep, Independent Director	
7	Shri K Srinivasa Rao,Independent Director	
8	Ms K V N Lavanya, Independent Director	
9	Shri K Srikanth Reddy, Company Secretary	
10	Shri M.S.Muralikrishnan, Chief Financial Officer	
11	Shri Y Satyapoorna Chander, Director-Bikewo Green Tech P ltd	
12	Shri Rama Mohan Thammineni - Director - Bikewo Green Tech P Ltd	

b) Aggregated Related party transactions

i) Particulars of transactions during the year

Sl.No.	Nature of Transaction	for the year ended 31st March, 2022	for the year ended 31st March, 2021
	Expenditure during the year		
1	Remuneration to Key Managerial personnel	**31.12**	7.87
2	Professional Charges	**18.00**	0.00
3	Sitting fees to Directors	**3.60**	2.64

ii) Amounts due from /(due to) related parties at the year end

Sl.No.	Nature of Transaction	As at 31st March, 2022	As at 31st March, 2021
1	Outstanding balances payable to Management Pesonnel	**12.82**	8.70
2	Sitting fee and other expenses payable to Directors	**6.91**	3.94

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

NOTE- 2.36 Calculation of earnings per share (Ind AS 33) (Rs. In Lakhs)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Profit attributable to Share Holders	**296.28**	(541.32)
No. of Equity Shares Outstanding	**221,446,343**	220,254,319
Weighted No. of Equity Shares	**221,446,343**	220,254,319
Convertible Share Warrants		-
No. of diluted equity shares	**221,446,343**	220,254,319
Nominal Value of Equity Share	**2.00**	2.00
Basic EPS	**0.13**	(0.25)
Diluted EPS	**0.13**	(0.25)

NOTE- 2.37

Intangible Assets (Ind AS-38) - R&D

The Research & Development expenditure, charged to statement of profit & loss during the year is Rs.62.00 Lakhs (previous year Rs.15.67 Lakhs)

NOTE- 2.38

Provisions, Contingent Liabilities and Contingent Assets (Ind AS-37) : Necessary details in regard to provisions have been disclosed in notes 2.29

Note-2.39 : Others

2.39.1 Fair Value Measurement

Financial instruments by category

	As at March 22			As at March 21		
	FVTPL	**FVTOCI**	**Amortised cost**	FVTPL	FVTOCI	Amortised cost
Financial Assets						
Investments			**-**			-
Trade receivables			**134.50**			396.08
Cash and cash equivalents			**14.35**			10.40
Other bank balances			**82.78**			91.05
Loans			**844.67**			-
Other financial assets			**21.46**			215.94
Total	**-**	**–**	**1097.75**	–	–	713.46
Financial Liabilities						
Borrowings			**714.96**			2,778.28
Trade payables			**50.53**			159.07
Other financial liabilities			**115.32**			2,841.41
Total	**-**	**–**	**880.80**	–	–	5,778.76

1 Assets that are not financial assets (such as receivables from statutory authorities, prepaid expenses, advances paid and certain other receivables) as of 31 March 2022, and 31st March 2021, respectively, are not included.

2 Other liabilities that are not financial liabilities (such as statutory dues payable, advances from customers and certain other accruals) as of 31 March 2022, and 31st March 2021, respectively, are not included.

The carrying amounts of above financial assets and labilities are considered to be same as their fair values, due to their short-term nature..

2.39.2 Financial Risk Management

a) Risk Management Framework

TThe Company's management has overall responsibility for the establishment and oversight of the Company's risk management framework. The management has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the management on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The management monitors the compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2022

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

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, loans	Ageing analysis	Diversification of bank deposits and closing monitoring of receivables
Liquidity risk	Borrowings and other liabilities	Cash flow forecasts	Regular follow up on receivables and temporary borrowings to meet day to day operations.
Market risk-currency risk	Imports giving rise to foreign currency payables	-	-

A. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables)

Trade receivables

"The Company sales are generally based on advance payments and credit sales. The trade receivables in the books are mainly on account of credit sales to different parties, government undertakings like Railways, EESL etc.

Pursuant to the order of NCLT dt.31.07.2019 approving the resolution plan, necessary write off of assets including trade and other receivables has been carried out in the books of accounts of the company. The management has made analysis of the Trade receivables and made necessary provisions for bad and doubtful debts in the books of accounts as on 31st March 2022. the same has been reflected at Note No.2.07. The provision for loss allowance based on historic losses has not been considered as it is deemed inappropriate for the current year due to unique circumstances of company going through CIRP process and subsequent write off of trade receivables.

B. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Maturities of financial liabilities

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(Rs. In Lakhs)

	Year ended 31 March 2022	Year ended 31 March 2021
	On demand	On demand
Borrowings	**714.96**	2,778.28
Trade payables	**50.53**	159.07
Other financial liabilities	**115.32**	2,841.41
Total	**880.80**	5,778.76

C. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Foreign Currency risk

Since majority of the Company's operations are being carried out in India and since all the material balances are denominated in its functional currency, the company does not carry any material exposure to currency fluctuation risk.

The Company's exposure to foreign currencies in minimal and hence no sensitivity analysis is presented.

Ratios

2.40 The following are analytical ratios for the year ended March 31,2022 and March 31, 2021

Particulars	Numerator	Denominator	Numerator	Denominator	31st March 2022	31st March 2021
	Description		Values (Rs.)			
Current Ratio	Current Assets	Current Liabilities	2,307.03	885.92	2.60	
			1,048.38	3,386.35		0.31
Debt Equity Ratio	Total Debts	Shareholders' Equity	724.07	6,377.45	0.11	
			2,778.28	500.70		5.55
Debt Service Coverage ratio	Net Income before interest and Income tax	Debt service	451.48	635.15	0.71	
			(541.65)	170.12		-
Return on equity (ROE)	Net profit after tax	Average Shareholders' equity	296.28	3,439.07	0.09	
Trade receivables turnover ratio	Revenue	Average Trade receivables	4,494.70	265.29	16.94	
			108.97	673.38		0.16

Trade payables turnover ratio	Purchases of materials	Average Trade payables	2,046.62	55.57	36.83	
			19.26	2,952.18		0.01
Net Capital Turnover ratio	Revenue	Working capital	4,494.70	1,421.11	3.16	
			108.97	(2,337.97)		-
Net Profit ratio	Net Profit	Revenue	296.28	4,625.28	0.06	
			(541.65)	423.24		-
Return on Capital Employed (ROCE)	Net Income before interest and Income tax	Capital Employed (Non Current Assets+ Wcapital)	451.48	6,621.58	0.07	
			(541.65)	3,108.86		-
Return on investments (ROI)	Net Profit after tax	Share Capital	296.28	4,428.93	0.07	

Other Notes

2.41 Corporate Insolvency Resolution Process (CIRP) has been initiated in respect of MIC Electronics Limited ("company") under the provisions of the Insolvency and Bankrupty Code, 2016 ('Code') by an order of the National Company Law Trubinal (NCLT), Hyderabad with effect from 13th March 2018. As per Section 17 of the Code, appointed Mr.N.Prabhakar as the interim Resolution Professional (IRP) in terms of IBC. Mr.N.Prabhakar was subsequently confirmed by the committee of creditors (CoC) as the Resolution Professional (RP).

Pursuant to the approval of resolution plan, The resolution applicants has made a total payment of Rs.55.99 Crores to creditors and other Stake holders as per resolution plan approved by Honourable NCLT dated 31.07.2019. Subsquently, the company share capital was reduced from 22,02,54,319 shares to 5,50,64,000 shares of face value Rs.2.00 each on 30.06.2021.

Further, 16,63,82,343 equity shares of face value Rs.2 each together with premium were alloted on 25.03.2022 to the resolution applicants and strategic investors.

2.42 Management reviewed the deferred tax assets/liabilities on temporary differences between the tax base of assets and liabilities and their carrying amounts for the financial reporting purpose at reporting date. However, as the company has recently came out of CIRP, there is virtual uncertainity of taxable profits in near future and availability of deferred tax assets to be set off. Accordingly, the deferred tax (net assets) for the reporting period i.e, April 1, 2021 to March 31, 2022 have not been considered.

2.43 The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slow down of economic activity. As on the date of these results, the Company based on the internal and external information available and the current indicators, believes that there is no material impact of the pandemic on its overall performance, except as mentioned hereinbefore. However, given the uncertainties associated with the nature and duration of COVID-19, the Company continues to monitor the situation closely and shall take appropriate actions based on material changes (if any).

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PROXY FORM

MIC ELECTRONICS LIMITED

(CIN: L31909TG1988PLC008652)
Reg. Off.: Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana-500051.
Email: cs@mic.co.in, website: www.mic.co.in

Form MGT-11 Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Regd. Folio No :	DPID :
No of Shares Held :	Client ID :

I, _____ being the member of MIC Electronics Limited holding _____ equity shares of the above named company, hereby appoint

Name& Address :

Email ID :

and whose signature(s) appended below as my proxy to attend and vote, in case of a poll, for me and on my behalf at the 34th Annual General Meeting of the Company, to be held on Monday, the August 22, 2022 at 11.00 a.m., at A4/II, Electronic Complex, Kushaiguda, Hyderabad, Telangana – 500062 and at any adjournment thereof in respect of resolutions indicated below:

Sl. No	Resolution (s)	Vote	
		For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2022 including Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)		
2	To appoint a director in place of Mr Siva Lakshmanarao Kakarala (DIN: 03641564), who retires by rotation and being eligible offers himself for reappointment. (Ordinary Resolution)		
Special Business			
3	To Approve Material Related Party Transaction(s) with M/s. Bikewo Green Tech Private Limited (formerly known as M/s. Right Automobiles Private Limited) (Ordinary Resolution)		
4	To Approve Material Related Party Transaction(s) with M/s. RRK Enterprise Private Limited (Ordinary Resolution)		

Signed this _____day of August, 2022

Signature of shareholder: _____

Signature of Proxy holder:_____

Affix Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2. The proxy need not be a member of the company.

MIC ELECTRONICS LIMITED

(CIN: L31909TG1988PLC008652)
Registered Office: Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500051.
Email: cs@mic.co.in, website: www.mic.co.in

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the member attending _____

Member's Folio No/ Client ID:_____

No. of shares held:_____

Name of Proxy _____ (To be filled in, if the Proxy attends instead of the member)

I hereby record my presence at the 34th Annual General Meeting of the M/s. MIC Electronics Ltd., to be held on Monday, the August 22, 2022 at 11.00 a.m., at A4/II, Electronic Complex, Kushaiguda, Hyderabad, Telangana – 500062.

.....
Member's / Proxy's Signature

Note:

1. Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
2. The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY-EIGHT HOURS before the commencement of the meeting.
3. A Proxy need not be a member of the Company.
4. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting:
6. In terms of the Requirements of the Secretarial Standard on General Meetings (SS-2) issued by the Institute of the Company Secretaries of India; route map for the location of the venue of the 34th Annual General Meeting is given below :

ROUTE MAP FOR 34th AGM VENUE

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ATTENDANCE SLIP

MIC ELECTRONICS LIMITED

(CIN: L31909TG1988PLC008652)
Reg. Off.: Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana-500051.
Email: cs@mic.co.in, website: www.mic.co.in

Form No.MGT-12

POLLING PAPER

(Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)I of the Companies (Management and Administration Rules, 2014)

CIN	L31909TG1988PLC008652		
Name of the Company	MIC ELECTRONICS LIMITED		
Registered Office	Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500051.		
Name of the member(s)			
Registered Address			
E-mail Id			
Folio No./Client ID		DP ID	
Number of Equity shares held			

In respect of 34th Annual General Meeting of the Company, I hereby exercise my vote in respect of Ordinary/ Special Resolutions enumerated below by recording my assent or dissent to the said Resolutions in the following manner:

Sl. No	Resolution (s)	Vote	
		For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2022 including Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)		
2	To appoint a director in place of Mr Siva Lakshmanarao Kakarala (DIN: 03641564), who retires by rotation and being eligible offers himself for reappointment. (Ordinary Resolution)		
Special Business			
3	To Approve Material Related Party Transaction(s) with M/s. Bikewo Green Tech Private Limited (formerly known as M/s. Right Automobiles Private Limited) (Ordinary Resolution)		
4	To Approve Material Related Party Transaction(s) with M/s. RRK Enterprise Private Limited (Ordinary Resolution)		

Place: Hyderabad

Date: August 22, 2022

(Signature of the Shareholder / Proxy)

NOTES

If undelivered please return to :

MIC Electronics Limited
Registered Office: Plot No. 192/B, Phase-II, IDA, Cherlapally,
Hyderabad, Rangareddi, Telangana - 500051.
Tel: (040) 27122222, (040) 27133333
E-mail: cs@mic.co.in