

Date: May 07, 2025

To

**The Listing Compliance Department
M/s. BSE Limited**

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Scrip code: 532850 / MIC

**The Listing Compliance Department
M/s. National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051.

Scrip code: MICEL

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report.

Pursuant to Regulation 24A of SEBI LODR (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular Ref. No. CIR/CFD/CMD 1/27/2019 dated February 08, 2019, as amended from time to time, please find enclosed herewith the Annual Secretarial Compliance Report issued by M/s RPR & Associates, Company Secretaries, for the financial year ended March 31, 2025.

Kindly take the above on record.

Thanking you

Yours truly,

for **MIC Electronics Limited**



Lakshmi Sowjanya Alla

Company Secretary & Compliance Officer



*Annual Secretarial Compliance Report of
M/s. MIC Electronics Limited
for the year ended 31.03.2025*

(Pursuant to circular dated 8th February, 2019, issued by SEBI and amendments thereof)

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

(a) all the documents and records made available to us and an explanation provided by **M/s. MIC Electronics Limited** (CIN: L31909TG1988PLC008652), having its registered office at Plot No. 192/B, Phase-II, IDA, Cherlapally, Medchal-Malkajgiri District, Hyderabad, Telangana - 500051, India (“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, that has been relied upon to make this certification/report,

for the year ended 31st March, 2025 (“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, and guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder, and the Regulations, circulars, and 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;

(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: *No buyback of securities during the review period.*

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – *Not Applicable during the review period.*

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – *Not Applicable during the review period.*

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Securities) Regulations, 2021 – *Not Applicable during the review period.*

(h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 – *Not Applicable during the review period.*

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

(j) 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 clients;

and circulars/guidelines issued thereunder and the additional affirmations as per the circulars issued by the stock exchanges on 16th March 2023 and subsequent amendments thereto; 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 a specific clause)	Regulation Circular No.	Deviations	Action Taken By	Type of Action	Details of Violation	Fine Amount (Rs)	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory /Clarification/ Fine/Show Cause Notice/ Warning, etc.					
No deviations/violations/fines during the year under review.										

However, NSE has sought clarifications under Regulations 23 and 33 of SEBI (LODR) Regulations, 2015. The Company has clarified accordingly.

(b) The listed entity has taken the following actions to comply with the observations made in previous report of 2023-24;

Sl. No.	Compliance Requirement (Regulations /circulars/ guidelines including a specific clause)	Regulation /Circular No.	Deviations	Action Taken By	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory /Clarification/Fine/Show Cause Notice/ Warning, etc.					
No observations in the previous report for the year 2023-24.										

We hereby further report that during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	-
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI. 	Yes	-
3.	<p>Maintenance and disclosures on the website:</p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website. • Timely dissemination of the documents/information under a separate section on the website • Web links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific, which redirects to the relevant document(s)/section of the website. 	Yes	-
4.	<p>Disqualification of Director:</p> <p>None of the Directors of the company are disqualified under Section 164 of the Companies Act, 2013.</p>	Yes	-
5.	<p>Details related to subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries</p>	Yes	-

6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival Policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	-
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	-
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation of whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	Yes	-
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015, within the time limits prescribed thereunder.</p>	Yes	-
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	-
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No Actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by stock exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI regulations and circulars/guidelines issued thereunder.</p>	Yes	-

12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of a statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and its material subsidiary(ies) has/have complied with paragraphs 6.1 and 6.2 of Section V-D of Chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	N.A.	No resignation of statutory auditors during the review period.
13.	Additional non-compliances, if any: No additional non-compliance observed for all SEBI regulations/circulars/guidance notes, etc.	Yes.	-

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For RPR & Associates
Company Secretaries

Place: Hyderabad
Date: 07th May, 2025

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783; C P No. 5360
Peer Review Certificate No. 1425/2021

UDIN: F005783G000288824